



IN 30/31/96 (MAY)
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FRANCHISE, NEW JERSEY 07104-0276
PHONE: (201) 428-9700
FAX: (201) 428-9200

FEDERAL DEPARTMENT

6000001053

February 2, 1996

Department of State
Division of Corporations
P.O. Box 1500
Tallahassee, FL 32302-1500

RE: VILLAGER FRANCHISE SYSTEMS, INC.

Dear Sir/Madam:

Enclosed please find two copies of an Application for a Certificate of Authority for the above referenced foreign corporation. In addition to the application the following items are enclosed:

1. Certificate of Good Standing; and
2. Check number 78984 in the amount of \$70.00 to cover the costs of filing the application.

Please proceed with filing the above application and return evidence of filing as soon as possible. If you have any questions, please do not hesitate to contact me. I can be reached at (201) 428-9700, ext. 2224.

Sincerely,

Kathryn L. Bontempo

Kathryn L. Bontempo
Paralegal

700001730077
-03/04/96--01012--012
*****70.00 *****70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR - 1 PM 1:00
3/1/96

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Villager Franchising System, Inc.
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 22-3333766
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/21/94 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Pending application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 339 Jefferson Road
Paramus, NJ 07654
(Current mailing address)
8. Franchisor of the Villager Lodging System
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 110 North Magnolia Street
Tallahassee, Florida, 32301
(Zip Code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
The Prentice-Hall Corporation System, Inc.
By: [Signature]
(Registered agent's signature)
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 19 - 1 PM 1:00

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: John D. Buckman

Address: 67 Prospect Hill Avenue
Burnt Hills, NJ 07201

Vice Chairman: _____

Address: _____

Director: James E. Buckman

Address: 99 Westfield Road
Short Hills, NJ 07078

Director: Stephen P. Holmes

Address: 43 Greenview Drive
Perquannock, NJ 07440

B. OFFICERS

President: Kenneth Bolgers

Address: 1 American Way
Chester, NJ 07930

Sr. Vice President: Scott E. Forbes

Address: 132 Washington Avenue
Morristown, NJ 07960

Secretary: Joanne M. Murphy

Address: 47 N. Van Dine Avenue
Ridgewood, NJ 07450

Treasurer: Stephen P. Holmes

Address: 43 Greenview Drive
Perquannock, NJ 07440

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Scott E. Forbes, Sr. Vice President

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR -1 PM 1:00

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VILLAGER FRANCHISE SYSTEMS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF JANUARY, A.D. 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR -1 PM 1:00



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION

2446007 8300

960019390

DATE 7802319

01-24-96

Document Number Only

F96000001053

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

11/01/96 11:03 AM
*****35.00 *****35.00

CORPORATION(S) NAME

Village Franchise Systems, Inc.

- | | | |
|--|---|--|
| ☐ Profit | ☐ Amendment | ☐ Merger |
| ☐ NonProfit | | |
| ☐ Limited Liability Company | ☐ Dissolution/Withdrawal | ☐ Mark |
| ☐ Foreign | | |
| ☐ Limited Partnership | ☐ Annual Report | ☐ Other |
| ☐ Reinstatement | ☐ Reservation | ☒ Change of R.A. |
| ☐ Limited Liability Partnership | | ☐ Fictitious Name |
| ☐ Certified Copy | ☐ Photo Copies | ☐ CUS |
| ☐ Call When Ready | ☐ Call if Problem | ☐ After 4:30 |
| ☒ Walk In | ☐ Will Wait | ☒ Pick Up |
| ☐ Mail Out | | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

CR2ED31 (1-89)

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0602, 617.0602, 607.1602, or 617.1602, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Village Franchises System, Inc.

1b. Date of incorporation 3/1/96 Document number 179000001053

2. The name and address of the current registered agent and office:

Prentice Hall Corporation System

110 N. Magnolia Street, Tallahassee, Florida 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Scott E. Portee, Sr. Vice President
Typed or printed name and title

[Signature]
DATE 10/24/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE BY [Signature] C T CORPORATION SYSTEM
(Registered Agent)

DATE 10/24/96

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: \$35.00

CR2E045 (7-91)

1232, = 2322 = 3/4/921