

F96000001849

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: HOSPITALITY INVESTMENT & FINANCIAL CORPORATION
(Name of corporation)

Dear Sir or Madam:

700001777967
-04/12/96--01008--015
*****78.75 *****78.75

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

John W. Boykin, Esq.
(Name of Person)
Cofer, Beauchamp & Butler
(Firm/Company)
99 West Paces Ferry Road, Suite 200
(Address)
Atlanta, Georgia 30305
(City, State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 12 PM 4:20

Should you need to call someone concerning this matter, please call:

John W. Boykin, Esq. at (404) 233 - 6200
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. HOSPITALITY INVESTMENT & FINANCIAL CORPORATION

(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. Georgia

(State or country under the law of which it is incorporated)

3. 58-1552082

(FEI number, if applicable)

4. 01/31/84

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 1996

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 5825 Glenridge Drive

Atlanta, Georgia 30328

(Current mailing address)

8. To invest in and operate hospitality related property with respect to
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
food service and housing, and any other legal activity.

9. **Name and street address of Florida registered agent:**

Name: J. Cary Monroe

Office Address: Suite 140, 777 South Harbor Place

Tampa, Florida, 33602

(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.


(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
APR 12 PM 4:20

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

A. DIRECTORS

Chairman: W. Kindred Powell

Address: 5825 Glenridge Drive
Atlanta, Georgia 30328

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: W. Kindred Powell

Address: 5825 Glenridge Drive
Atlanta, Georgia 30328

Vice President: _____

Address: _____

Secretary: Stephanie M. Powell

Address: 5825 Glenridge Drive
Atlanta, Georgia 30328

Treasurer: Stephanie M. Powell

Address: 5825 Glenridge Drive
Atlanta, Georgia 30328

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

13. W. Kindred Powell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. W. Kindred Powell, President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 12 PM 4:20

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Dr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 960720414
CONTROL NUMBER : 8401424
DATE INC/AUTH/FILED: 01/31/1984
JURISDICTION : GEORGIA
PRINT DATE : 03/12/1996
FORM NUMBER : 211

COFER BEAUCHAMP BUTLER
ATT: JOHN BOYKIN
99 WEST PACES FERRY ROAD
ATLANTA GA 30305

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 APR 12 PM 4:20

CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

HOSPITALITY INVESTMENT & FINANCIAL CORPORATION
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

