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BOSTON, MA 02101-2607  
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800-342-8086



PREMIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032  
REFERENCE : 987015 4380006  
AUTHORIZATION *Patricia Piguet*  
COST LIMIT : \$ 70.00

ORDER DATE : June 13, 1996  
ORDER TIME : 10:31 AM  
ORDER NO. : 987015  
CUSTOMER NO: 4380006  
CUSTOMER: Mr. C. G. Townsend-72.862  
Host Marriott Corporation  
10400 Fernwood Road  
Bethesda, MD 20817

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 14 PM 3:24  
*File*  
*mtm*

000001862410

FOREIGN FILINGS

NAME: HMC BN CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

**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. HMC BN 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. Delaware**

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

**3. On Order**

(FEI number, if applicable)

**4. 6/7/96**

(Date of Incorporation)

**5. Perpetual**

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

**6. Upon Qualification**

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

**7. 10400 Fernwood Road Dept. 72.862**

Bethesda, Maryland 20817

(Current mailing address)

**8. To act as general partner and/or limited partner of entity which will own & operate the Ritz-Carlton Buckhead/  
Atlanta and Naples, FL hotels**

(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:**

Name: THE PRENTICE-HALL CORPORATION SYSTEM, INC.

Office Address: 1201 Hays 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: Gloria M. Barry Asst. Secy

(Registered agent's signature)

(Gloria M. Barry, Asst. Secy.)

**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.**

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

A. DIRECTORS

Chairman: (See Attached) \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: (See Attached) \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

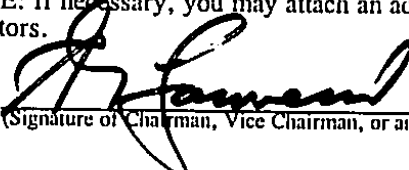
Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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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. C. G. Townsend, Vice President

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

**HMC BN Corporation**

**OFFICERS:**

**President:**

Christopher J. Nassetta  
2904 N. Dinwiddie Street  
Arlington, Va 22207  
SS: 224-15-9910

**Vice President:**

Christopher G. Townsend  
10 Paramus Court  
N. Potomac, Maryland 20878  
SS: 014-38-4177

**Secretary:**

Christopher G. Townsend  
As Above

**Assistant Secretary:**

Susan E. Wallace  
8399 Mapleville Road  
Mt. Airy, Maryland 21771  
SS: 266-49-3431

**Treasurer:**

Bruce D. Wardinski  
6317 Barsky Court  
Fairfax Station, VA 22039  
SS#: 226-82-3014

**DIRECTORS:**

Christopher J. Nassetta  
2904 N. Dinwiddie Street  
Arlington, Va 22207  
SS: 224-15-9910

Stephen J. McKenna  
8109 Coach Street  
Potomac, Maryland 20854  
SS: 050-32-6448

Robert J. Parsons, Jr.  
5 Paramus Court  
N. Potomac, Md 20878  
SS: 529-90-7736

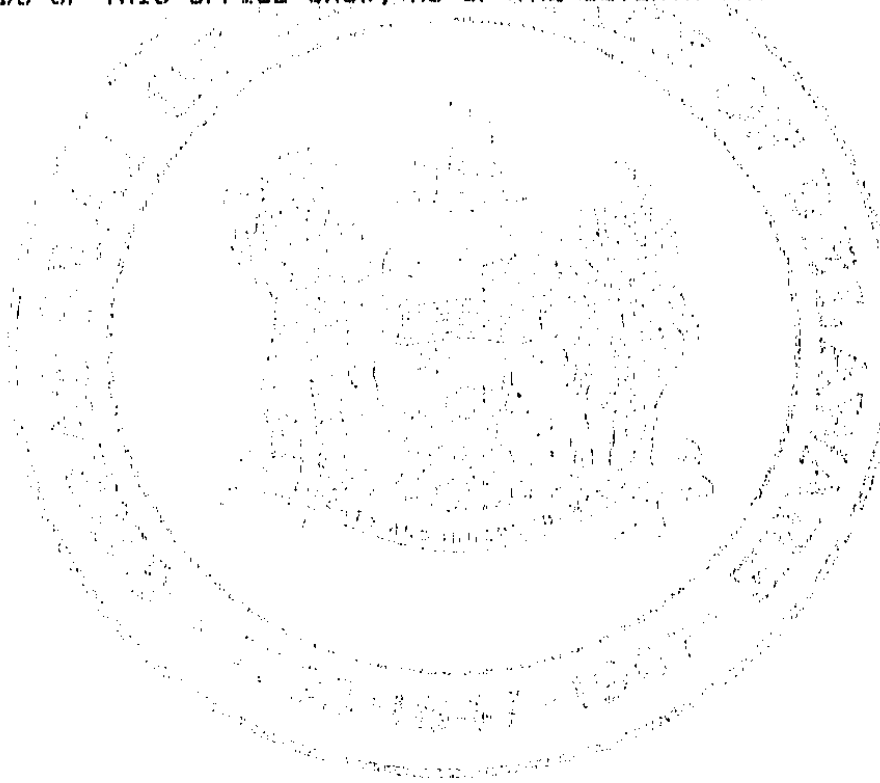
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State of Delaware  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HMC DN CORPORATION" 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 SEVENTH DAY OF JUNE, A.D. 1996.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7978055

DATE: 06-07-96