

F96000005701

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00 SEP 21 PM 1:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 833734 4809148

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 35.00

ORDER DATE : September 18, 2000

ORDER TIME : 9:44 AM

ORDER NO. : 833734-545

CUSTOMER NO: 4809148

CUSTOMER: David Marote, Legal Asst.
Hilton Hotels Corporation
9336 Civic Center Drive

Beverly Hills, CA 90210

200003400692--2

CHANGE OF AGENT

NAME: RFS LEASING, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

RECEIVED
00 SEP 21 AM 11:59
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Q. COULLETTE SEP 21 2000

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

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Tennessee submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: RFS Leasing, Inc.

2. The mailing address of the corporation is: 9336 Civic Center Drive
Beverly Hills, CA 90210

3. Date of incorporation/qualification: 11/1/1996 Document number: F96000005701

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

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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The street address of its registered office 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.

Vivien S. Mitchell

(Signature of an officer, chairman or vice chairman of the board)

9/12/00

(Date)

Vivien S. Mitchell, Vice President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

By: Bobbie Hall

(Signature of Registered Agent)

Sept. 15, 00

(Date)

If signing on behalf of an entity:

Bobbie Hall

(Typed or Printed Name)

Asst. Vice President

(Capacity)

*** FILING FEE: \$35.00 ***