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03 OCT -8 AM 10:48
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
03 OCT -8 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Coulllette OCT 08 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 271006 4809148

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 35.00

ORDER DATE : October 7, 2003

ORDER TIME : 10:07 AM

ORDER NO. : 271006-030

CUSTOMER NO: 4809148

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

Beverly Hills, CA 90210

FOREIGN FILINGS

NAME: RFS LEASING, INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF STATUS

CONTACT PERSON: Amanda Haddan - EXT# 1155

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

RFS LEASING, INC.

(Name of Corporation)

Tennessee

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

c/o Hilton Hotels Corp. Legal Division, 9336 Civic Center Drive

(Mailing Address)

Beverly Hills, CA 90210

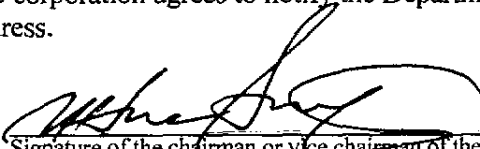
(City/ State /Zip)

SECRET
STATE
TALLAHASSEE, FLORIDA

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The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Vice President

Title

Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

M. Hue Smith III

Typed or printed name

10/3/03

Date