



THE UNITED STATES
CORPORATION
COMPANY

F97000003793

ACCOUNT NO. : 072100000032

REFERENCE : 917533 7138101

AUTHORIZATION :

Patricia Pigot

COST LIMIT : \$ 35.00

ORDER DATE : December 4, 2000

ORDER TIME : 4:36 PM

ORDER NO. : 917533-135

CUSTOMER NO: 7138101

CUSTOMER: Beverly M. Houston, Legal Asst
Wyndham International
Suite 6001
1950 Stemmons Frwy
Dallas, TX 75207

000003487250--7

CHANGE OF AGENT

NAME: WYNDHAM INTERNATIONAL, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams

12/5

FILED
00 DEC -5 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC -5 AM 9:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 DEC -5 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 Delaware 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: WYNDHAM INTERNATIONAL, INC.
2. The mailing address of the corporation is: Suite 6001, 1950 STEMMONS FREEWAY
DALLAS, TX 75207
3. Date of incorporation/qualification: July 21, 1997 Document number: F97000003793
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, FL 32301

FILED
00 DEC -5 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Beverly M. Houston
(Signature of an officer, chairman or vice chairman of the board)

11/10/00
(Date)

BEVERLY M. HOUSTON, Assistant Secretary

(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.

Corporation Service Company

By: Deborah D. Skipper
(Signature of Registered Agent)

12-4-00
(Date)

If signing on behalf of an entity:

DEBORAH D. SKIPPER

(Typed or Printed Name)

Assistant Vice President

(Capacity)

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