

# F970000006351

INTERSTATE HOTELS

December 22, 1997

Via Federal Express

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

~~6800002380966--2~~  
~~-12/23/97 01078--001~~  
~~\*\*\*\*\*70.00 \*\*\*\*\*70.00~~

Re: Application By Foreign Corporation for Withdrawal

Dear Sir and/or Madam:

On December 2, 1997, FS DEVELOPMENT CORPORATION (#F97000006351) and IHC/FS DEVELOPMENT CORPORATION (#F97000006352) were authorized to transact business in the State of Florida. We now wish to withdraw the qualifications.

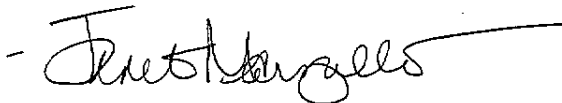
Enclosed, for immediate filing, are the Applications By Foreign Corporation For Withdrawal Of Authority To Transact Business Or Conduct Affairs In Florida. Also enclosed, is a \$70.00 check payable to the Florida Department of State as payment for the filing fees (\$35.00 each). Please forward evidence of filing to my attention at the address printed below.

Thank you for your assistance in this matter.

~~6000002380966--2~~  
~~-12/23/97--01078--001~~  
~~\*\*\*\*\*70.00 \*\*\*\*\*35.00~~

Sincerely,

INTERSTATE HOTELS CORPORATION



Janet A. Marzullo  
Paralegal

JAM:clj

Enclosures

cc: Patricia Shearer, Esq. (w/o enc.)

VS JAN 6 1998

Withdr

G:\LEGAL\MISC\MARZULLO\WDFSFLA.LTR

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

FS DEVELOPMENT CORPORATION

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

97 DEC 23 AM 8:42  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

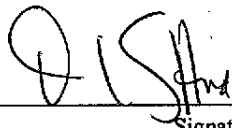
c/o Interstate Hotels Corporation, Foster Plaza 10, 680 Andersen Drive

(Mailing Address)

Pittsburgh, PA 15220

(City/State/Zip)

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



Signature

Assistant Secretary

Title

Timothy Q. Hudak

Typed or printed name

December 22, 1997

Date