F98000003933

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000177958 3)))

H070001779583ABCB

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

FILED
07 JUL 11 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To:
Division of Corporations
Fax Number : (850)205-0380

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5926

COR AMND/RESTATE/CORRECT OR O/D RESIGN

RECEIVED
07 JUL 11 AM 8:00
DIVISION OF CORPORATIONS

CNL HOSPITALITY LP CORP.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	$35.00

Electronic Filing Menu Corporate Filing Menu Help

NR

07/11/2007 10:50 8508785926 CT CORPORATION SYSTM PAGE 01/04

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CNL Hospitality LP Corp.
(Name of Corporation)

DOCUMENT NUMBER: F98000003833

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ellie Simon
(Name of Contact Person)

Goodwin Procter LLP
(Firm/Company)

53 State Street
(Address)

Boston, MA 02109
(City/State and Zip Code)

For further information concerning this matter, please call:

Ellie Simon at (617) 570-1375
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- [x] $35.00 Filing Fee
- [ ] $43.75 Filing Fee & Certificate of Status
- [ ] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FL031 - 4/11/07 C T Systems Online

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

FILED
07 JUL 11 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

F98000003833
(Document number of corporation (if known))

1. CNL Hospitality LP Corp.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. July 6, 1998
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 21, 2007

5. MSR Hospitality LP Corp.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.)

N/A
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Daniel C. Wright
(Typed or printed name of person signing)

Vice President
(Title of person signing)

FL021 - 03/07 C.T. Illinois Office

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CNL HOSPITALITY LP CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MSR HOSPITALITY LP CORP.", THE TWENTY-FIFTH DAY OF JUNE, A.D. 2007, AT 6:20 O'CLOCK P.M.

2908378 8320

070799372

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5829914

DATE: 07-10-07