

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

400002613924--2  
-08/12/98--01054--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

400002613924--2  
-08/12/98--01054--012  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Shaner G.P. Two, Inc

- ☒ Profit  
☐ NonProfit  
☐ Limited Liability Co.  
☒ Foreign  
☐ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
☐ Name Registration  
☐ Fictitious Name  
☐ Photo Copies  
☐ Call When Ready  
☒ Walk In  
☐ Mail Out  
☐ Men  
☐ Mar  
☐ Other  
☐ Change of R.A.  
☐ UCC  
☒ CUS  
☐ Call if Problem  
☐ Will Wait  
☐ After 4:30  
☒ Pick Up

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

AUG 12 1998

Thanks,  
Jeff

8/12/98

File First

CR2E031 (1-89)

FILED  
98 AUG 12 AM 12:09  
TALLAHASSEE, FL 32301  
RECEIVED  
98 AUG 12 AM 11:07  
DIVISION OF CORPORATION

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. Shaner GP Two, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware  
(State or country under the law of which it is incorporated)
3. Applied for  
(FEI number, if applicable)
4. August 10, 1998  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 303 North Science Park Road, State College, Pennsylvania 16803  
  
(Current mailing address)
8. See attached purpose clause  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:  
  
Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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.*

C T Corporation System

Lisa Pastor

(Registered agent's signature) (Officer)

Lisa Pastor

Assistant Secretary

(Type Name and Title of Officer)

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TALLAHASSEE, FLORIDA

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Lance T. Shaner

Address: 303 North Science Park Road  
State College, Pennsylvania 16803

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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TALLAHASSEE, FLORIDA

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Peter K. Hulburt, Vice President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of  
Shaner GP Two, Inc.**

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Acquire, own and hold a general partnership interest in a single purpose limited partnership that owns hotel properties and engage in any lawful act or activity required in connection therewith.

**FILED**  
98 AUG 12 AM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of  
Shaner GP Two, Inc.**

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1. Lance T. Shaner  
303 North Science Park Road  
State College, Pennsylvania 16803
2. Frederick J. Shaner  
303 North Science Park Road  
State College, Pennsylvania 16803
3. Peter K. Hulburt  
303 North Science Park Road  
State College, Pennsylvania 16803
4. J.B.Griffin  
303 North Science Park Road  
State College, Pennsylvania 16803
5. Ronald Stabley  
303 North Science Park Road  
State College, Pennsylvania 16803

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TALLAHASSEE, FLORIDA

Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
Shaner GP Two, Inc.**

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1. Lance T. Shaner, Chairman, Vice President  
303 North Science Park Road  
State College, Pennsylvania 16803
2. Frederick J. Shaner, President  
303 North Science Park Road  
State College, Pennsylvania 16803
3. Peter K. Hulburt, Vice President- Legal, Secretary  
303 North Science Park Road  
State College, Pennsylvania 16803
4. J.B.Griffin, Vice President-Finance, Treasurer  
303 North Science Park Road  
State College, Pennsylvania 16803
5. Kenneth P. Friedman, Assistant Secretary  
1800 One M & T Plaza  
Buffalo, New York 14203
6. Richard F. Campbell, Assistant Secretary  
1800 One M & T Plaza  
Buffalo, New York 14203

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TALLAHASSEE, FLORIDA

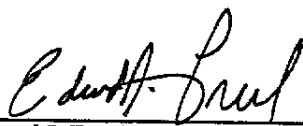
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHANER GP TWO, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF AUGUST, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
98 AUG 12 AM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

2931233 8300

981312350

9244476

08-10-98