THE UNITED STATES

ACCOUNT NO.

072100000032

REFERENCE

859638

4321907

Please give original submission date as file date.

AUTHORIZATION

COST LIMIT

\$ 43.75

CORPORATION OMPANY

ORDER DATE : October 11, 2000

ORDER TIME : 5:10 PM

ORDER NO.

: 859638-005

CUSTOMER NO: 4321907

CUSTOMER:

Kerry A. Shine, Legal Asst

Jones Day Reavis & Pogue

599 Lexington Avenue

200003425032

New York, NY 10022

FOREIGN FILINGS

NAME:

INTERSTATE HOTELS MANAGEMENT

INC.

XX PROFIT

CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight EXT: 1156



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 13, 2000

CSC 1201 Hays Street Tallahassee, FL 32301 RESUBMIT

Please give original submission date as file date

SUBJECT: INTERSTATE HOTELS MANAGEMENT, INC.

Ref. Number: F98000006687

We have received your document for INTERSTATE HOTELS MANAGEMENT, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The date on the application and the date on the certificate are not the same. Please see line #4.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey Corporate Specialist

Letter Number: 200A00054045

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.)

SECTION I (1-3 must be completed)		% SEG		
				7
		1		
Interstate Hotels Management, Inc.	Files Daney	tmant of State		
Name of corporation as it appears	on the records of the Depar	uncil of Since.	구: 글 (J
			SE 	
S. Harris Sand	3. December 9.	1998	<u> </u>	
2. Maryland Incorporated under laws of	Date author	orized to do busin	ess in Flores	
			•	
SE	CTION II			
(4-7 COMPLETE ONLY	THE APPLICABLE CHA	NGES)		
4. If the amendment changes the name of the corporat	ion, when was the chan	ge effected un	der the laws of	
4. If the amendment on single the 10/30	/1098			
its jurisdiction of incorporation?10/30	±7 <u>50</u>	term term		*. ∀ (** *******
- Alaka - Amananah ing				
5. Interstate Hotels Corporation Name of corporation after the amendment, adding suffix "corporation after the amendment, adding suffix "corporation".	oration" "company" or "in	corporated," or ap	propriate abbrevia	ition, if
not contained in new name of the corporation.				
6. If the amendment changes the period of duration, in	idicate new period of	iuration.		
O. II the differentiations of the period of				
	lew Duration		-	
7. If the amendment changes the jurisdiction of incor	poration, indicate new	jurisdiction.		
			В	
N	ew Jurisdiction			-
			•	
\mathcal{L}_{b}		10-11-	7000	•
TOTAL		0 - - Date	<u> </u>	
Signature		24		
	_			Smetary
Timothy Q. Hudak	<u>Sen</u>	ior Vice Pro	esident and	Jee 15.10. 7
Typed or printed name		1 itic		

STATE OF MARYLAND Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

ACCORDING TO THE RECORDS OF THIS DEPARTMENT ARTICLES OF AMENDMENT OF INTERSTATE HOTELS MANAGEMENT, INC. CHANGING ITS NAME TO INTERSTATE HOTELS CORPORATION WERE RECEIVED AND APPROVED FOR RECORD BY THIS DEPARTMENT ON OCTOBER 30, 1998.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS OCTOBER 12, 2000.

Paul B. Anderson Charter Division

