

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

CR2E031 (1-89)

| Tallahassee, FL 32301 (85 ty State Zip | 0)222-1092 Phone | |
|--|--------------------------------------|-------------------------------|
| CORPORATION(S | S) NAME | · • • |
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| Matrice Lodgeorp, I | <u>ω</u> | |
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|) Profit) NonProfit | () Amendment | () Merg東三 = 8 |
|) NonFiona) Limited Liability Company | | |
|) Foreign | () Dissolution/Withdraw | ral () Mark High R |
|) Limited Partnership | () Annual Report | () Other 图写 🞖 |
|) Reinstatement | () Reservation | () Change of R.A. |
|) Limited Liability Partnersh) Certified Copy | () Photo Copies | () Fictitious Name |
|) Certified COpy | | |
|) Call When Ready | () Call if Problem () Will Wait | () After 4:30 ⟨x⟩ Pick Up |
| g) Walk In) Mail Out | () AAIII AAGIC | Cy i lok op |
| Name | | |
| Availability | 8/11/99 PLEA | se return extra copy(s) |
| Document | 8/11/99 | FILE STAMPED ` THANKS |
| Examiner | | JOEY |
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| Acknowledgment | | file 12th |
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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. MATRIX LODGCORP, 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. <u>Delaware</u> (State or country under the law of which it is incorporated) 3. <u>Opplied for</u> (FEI number, if applicable) | |
| 4. April 8, 1999 (Date of incorporation) 5. perpetual (Duration: Year corp. will cease to exist or "perpetual") | ٠. |
| 6. Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 7. 100 Pierce Street, Suite 1101, Clearwater, FL 33755 | ~-\$ |
| 7. 100 Pierce Street, Suite 1101, Clearwater, FL 33755 (Current mailing address) | غ: . |
| (Current mailing address) | |
| 8. Investment Real Estate (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Name: CT Corporation |] - - |
| Name: CT Corporation Office Address: 1200 S. Pine Island | |
| Plantation , Florida, 33324 P | |
| 10. Registered agent's acceptance: | च्यें ः ः |
| Having been named as registered agent and to accept service of process for the above stated corporation at the place design this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to conwith the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and the obligations of my position as registered agent. PETER F. SOUZA ASSISTANT SECRETARY | nply |
| (Registered agent's signature) | |
| 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

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

which it is incorporated.

| A. DIREC | TORS (Street address only - P.O. Box NOT acceptable) SEE ADDENDUM | | |
|--------------|--|----------------|---------------------------------------|
| Chairman: | Gerald D. Ellenburg | | |
| Address: _ | 100 Pierce Street, Suite 1101 | | |
| | Clearwater, FL 33755 | _ _ | · - - |
| Vice Chair | nan: | | |
| Address: _ | | · | |
| _ | | <u> </u> | |
| Director: _ | Jeffrey Donner | •• • | <u>.</u> |
| Address: _ | 330 Draeger Drive | , | |
| _ | Moraga , CA 94556 | | |
| Director: _ | Ken Gerbino | | |
| Address: _ | 9595 Wilshire Blvd. Ste 303 | | |
| <u></u> | Beverly Hills, CA 90212 | | |
| B. OFFIC | ERS (Street address only - P.O. Box NOT acceptable) | | |
| President: _ | Gerald D. Ellenburg | | · · · · · · · · · · · · · · · · · · · |
| Address: _ | 100 Pierce Street, Suite 1101 | f - 7 () | |
| _ | Clearwater, FL 33755 | | 1 |
| Vice Preside | ent: | | |
| Address: _ | | FIG. 24 | |
| | | STA STA | |
| Secretary: _ | Dierdre Milliron | DA DA | |
| | 8 Pelican Place | | |
| | Belleair, FL 33756 | | |
| Treasurer: | Gerald D. Ellenburg | | |
| | 100 Pierce Street Suite 1101 | | |
| | Clearwater, FL/33755 | | |
| NOTE: 10 | | | |
| | necessary, you may attach on addendum to the application listing additional officers and/or dire | ectors. | ٠. |
| 13 | (Signature of Chairman, Vice Chairman, of any officer listed in number 12 of the applications) | ion) | |
| | | | |
| 14 | Gerald D. Ellenburg, Chairman (Typed or printed name and capacity of person signing application) | | |

ADDENDUM

ADDITIONAL DIRECTORS MATRIX LODGCORP, INC., a Delaware Corporation

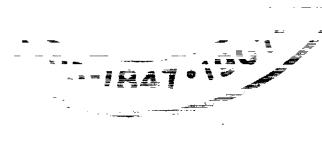
Bob Rapini 4341 Krause Street Pleasanton, CA 94588

State of Delaware Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MATRIX LODGCORP, 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 SEVENTH DAY OF JUNE, A.D. 1999.

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



Edward J. Freel, Secretary of State

AUTHENTICATION:

9789833

DATE:

06-07-99

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