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To:

Division of Corporations

Fax Number

8508785926

: (850)205-0383

410-1015

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone

: (850)222-1092

Fax Number

: (850)878-5926

LIMITED LIABILITY AMENDMENT

MC-P HOTEL ASSOCIATES, LLC

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TRANSMISSION VERIFICATION REPORT

: 05/10/2005 12:12 : CTCORPORATIONSYSTEM : 18502229428 : 18502221092 : BROA4J219202

DATE, TIME FAX NO. / NAME DURATION

20/10 12:12 2050383 00:20 00: 00: 20 STANDARD

BUSY: BUSY/NO RESPONSE

Division of Corporations

Page 1 of 1

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Florida Department of State

Division of Corporations Public Access System

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Account Name : C T CORPORATION SYSTEM

Account Number : FCA0000000023 Phone : (550)222-1092 Fax Number : (850)878-5926

LIMITED LIABILITY AMENDMENT

MC-P HOTEL ASSOCIATES, LLC

PAGE 02/04 P. 24/25

MAY-10-2005 10:36 CT BOSTON 2

TRANSMITTAL LETTER

_ ... CT CORPORATION SYSTM

TO:		Registration Section Division of Corporations									
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Tallahassee, Florida 32314

409 E. Gaines Street Taliahassee, Florida 32399

CT CORPORATION SYSTM

PAGE 03/04

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CT BOSTON 2

P.05/05

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

MC-P		Associates,	
	(A Florid	(Present Name) is Limited Liability Co	mpany)

FIRST: The Aticles of Organization were filed on April 27, 2005 and assigned document number __L05000041791____.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

ARTICLE IV - Manager(s) or Managin Member(s)

Delete in its entirety. There are no Managers or Managing Members.

OS MAY 10 AM 11: 09
ASELVATIVESSEE, FLISATIO

Filing Fee: \$25.00