



eSuites
MO1000001571

April 13, 2001 00789-00645-00671

Florida Secretary of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

FILED

Dear Sir or Madam:

7/10

Please find enclosed the following Applications for Foreign Limited Liability Company – Authorization to Transact Business in Florida along with the Certificates of Designation of Registered Agent/Registered Office:

- E Suites, LLC – ck # 1041
- E Suites Management, LLC – ck #1003
- 9th Avenue-Pensacola, LLC – ck#1802 (Matrix Lodging)
- GVA/Matrix International, LLC – ck #1003

Included is a check for \$160 for each of these entities. This is to cover:

- \$100 Filing Fee for Application
- 25 Designation of Registered Agent
- 30 Certified Copy
- 5 Certificate of Status
- \$160 per LLC

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-04/17/01--01007--021
****160.00 ****160.00

MO1-9215

Thank you for your attention to these matters.

Sincerely yours,

Betsy Roush
Director of Corporate Affairs

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01 JUL 16 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 24, 2001

BETSY ROUSH
E SUITES HOTELS
601 CLEVELAND STREET, SUITE 240
CLEARWATER, FL 33755

SUBJECT: E SUITES, LLC
Ref. Number: W0100009215

We have received your document for E SUITES, LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,050.00.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 301A00024248



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 5, 2001

BETSY ROUSH
E SUITES HOTELS
601 CLEVELAND STREET, SUITE 240
CLEARWATER, FL 33755

SUBJECT: E SUITES, LLC
Ref. Number: W01000009215

We have received your document for E SUITES, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 301A00039988

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

e Suites Licensing, LLC

1. (Name of foreign limited liability company)

2. NEVADA (Jurisdiction under the law of which foreign limited liability company is organized) 3. 59-3632837 (FEI number, if applicable)

4. 2/11/00 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. 2/11/00 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 601 Cleveland St. Suite 240 Clearwater, Florida 33755 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [X]

9. The usual business addresses of the managing members or managers are as follows:

Gerald D. Ellenburg 601 Cleveland St. Suite 240 Clearwater, FL 33755

01 JUL 16 PM 4:58 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FILED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Developer of trademarks, copyrights, patents & licensor of same.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gerald D. Ellenburg Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

e Suites Licensing, LLC

2. The name and the Florida street address of the registered agent and office are:

Gerald D. Ellenburg

(Name)

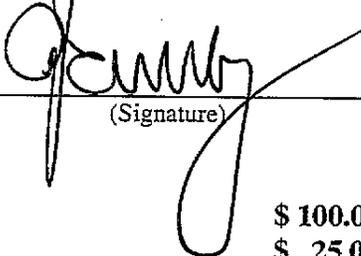
601 Cleveland St. Suite 240

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Clearwater, FL 33755

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **E SUITES LICENSING, LLC**, as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 11, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 6, 2001.



Dean Heller

Secretary of State

By

[Signature]
Certification Clerk