

M0600002007

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000094854 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: **AMY J. PATTERSON**
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 650-1065

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 AUG 30

AL

FOREIGN LIMITED LIABILITY COMPANY
PH Hotel, LLC

RECEIVED
01 AUG 30 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

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:

PH Hotel, LLC

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

C. Brian Strickland

(Name)

450 S. Orange Avenue

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

Orlando

FL 32801-3336

City/State/Zip

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG 30

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.

C. Brian Strickland

C. Brian Strickland
(Signature)

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

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:

1. PH Hotel, LLC (Name of foreign limited liability company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Applied for (FEI number, if applicable)

4. August 28, 2001 (Date of Organization) 5. perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 450 S. Orange Avenue Orlando, FL 32801-3336 (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: CHH Portland Partnership, LP 450 S. Orange Avenue Orlando, FL 32801-3336

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: Act as special member of PH Hotel GP, LLC

C. Brian Strickland 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.) C. Brian Strickland

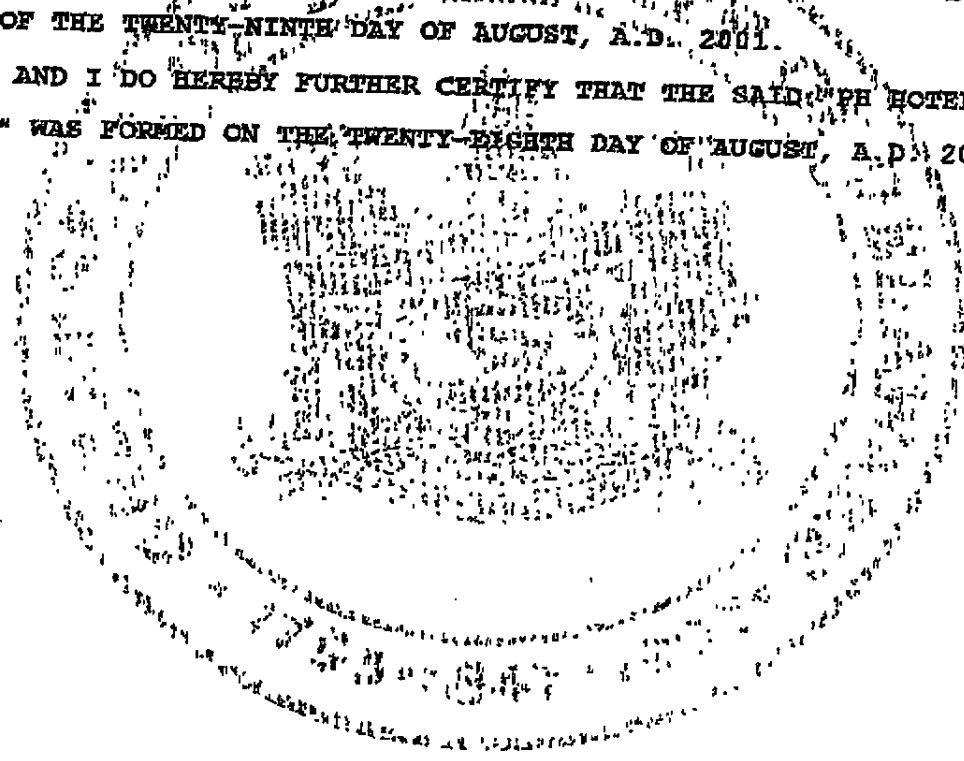
Typed or printed name of signee

FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA 01 AUG 30

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PH HOTEL, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF AUGUST, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PH HOTEL, LLC" WAS FORMED ON THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2001.



FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 AUG 30



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1319077

DATE: 08-29-01
H01000094854 6

3430658 8300

010426844

FROM CORPORATION TRUST WILMINGTON DE

(WED) 08:29:01 10:00/ST. 09:58/NO. 3561004966 P 6