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Kreis  
Enderle  
Callander  
& Hudgins

Russell A. Kreis  
Alan G. Enderle  
Douglas L. Callander  
C. Reid Hudgins III  
Robert B. Borsos  
Stephen J. Hessen

Thomas G. King  
Stephen L. Simons  
Mark E. Kreter  
Daniel P. McGlinn  
Raymond C. Schultz  
Jeffrey D. Swenarton

James C. Boerigter  
Matthew S. DePerno  
Michael J. Toth  
Douglas R. Baiers  
James L. Dyer  
Janice Roark Peters

Peter F. Davis  
Adam E. Parsons  
Floyd E. Gates, Jr.  
Kay E. Kossen  
Melissa A. Marlow  
Stacy Soper-Stine

J. Ryan Conboy  
Jo Ann Cameron-Csapos  
Of Counsel:  
Jeffrey C. O'Brien  
James M. Sullivan  
Robert P. Hamilton

A Professional Corporation  
Attorneys at Law  
One Moorsbridge  
P.O. Box 4010  
Kalamazoo, MI 49003-4010  
616-324-3000  
FAX 616-324-3010  
<http://www.kech.com>

April 10, 2002

VIA UPS-0922 9426 441

Florida Department of State  
Registration Section, Div. of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-04/12/02--01060--011  
\*\*\*\*125.00 \*\*\*\*125.00

RE: Clearwater Inn, L.L.C.

Dear Clerk:

Enclosed for filing please find the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Existence and Certificate of Designation of Registered Agent/Registered Office regarding the above captioned entity. Also attached please find a check in the sum of \$125 to cover the filing fees.

If you have any questions or comments, please do not hesitate to contact me. Please return any verifications of filings to me at the above captioned address. Thank you for your assistance.

Very truly yours,

KREIS, ENDERLE,  
CALLANDER & HUDGINS



Adele Watkins  
Legal Assistant

/aw  
Enclosures

FILED  
2002 APR 12 AM 11:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

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

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2002 APR 12 AM 11:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

1. Clearwater Inn, L.L.C.  
(Name of foreign limited liability company)
2. Michigan 3. 37-1423578  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 2/15/02 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification in Florida  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 630 Abbott Road  
East Lansing, MI 48623  
(Street address of principal office)

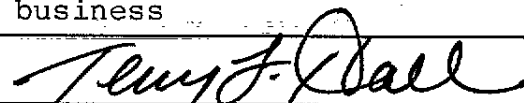
8. If limited liability company is a manager-managed company, check here ☒

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

HRC Properties, L.L.C., 630 Abbott Road, East Lansing, MI 48623  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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: Owning and  
operating hotel business

  
\_\_\_\_\_  
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.)

Typed or printed name of signee  
Terry L. Hall, Manager of HRC Properties, L.L.C.,  
managing member

**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:

Clearwater Inn, L.L.C.

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation

33324

FL

(City/State/Zip)

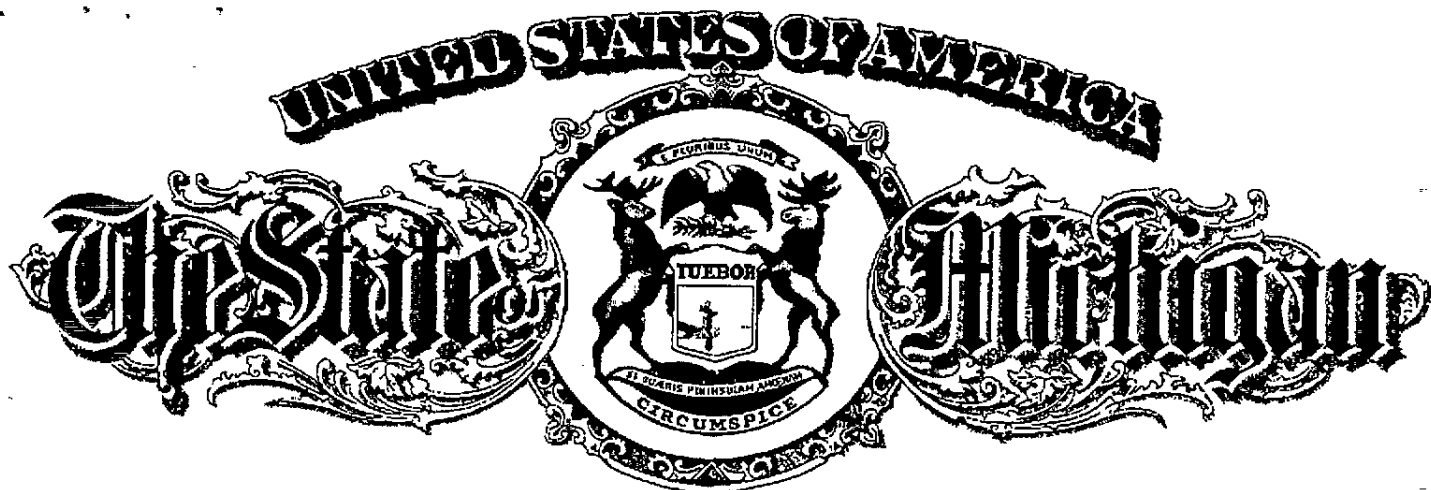
*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.*

Heinrich L. Gabel

(Signature)

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

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2002 APR 12 AM 11:59  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



Michigan Department of Consumer and Industry Services

Lansing, Michigan

*This is to Certify That*

**CLEARWATER INN, L.L.C.**

*a Michigan limited liability company, was formed on February 15, 2002.*

*I FURTHER CERTIFY that a Certificate of Dissolution has not been filed and the Articles of Organization are in full force and effect as of this date.*

*This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*

*In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 4th day of April, 2002*

*Andrew L. Mitchell* , Director

Bureau of Commercial Services