

M05000000541

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

(Business Entity Name)

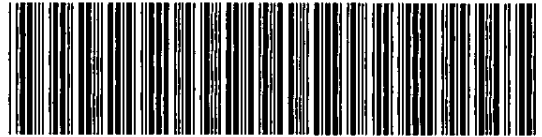
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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C. LEWIS

NOV 2 12008

EXAMINER



The Inland Real Estate Group, Inc.
2901 Butterfield Road
Oak Brook, Illinois 60523
630-218-8000 Fax: 630-218-4900
Law Department

DENISE BARNETTE
PARALEGAL
PHONE: (630) 218-8000 ext. 42738
dbarnette@inlandgroup.com

November 19, 2008

VIA UPS

Florida Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Winston SPE II LLC (the "Company")
Document Number: M05000000541

Ladies and Gentlemen:

Enclosed for filing on behalf of the Company, please find the Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida and a copy (the "Application"). Also enclosed please find a check payable to Florida Department of State in the amount of \$25.00 in payment of the filing fee.

After filing the Application, kindly return the copy "filed" stamped to me in the enclosed self-addressed stamped envelope.

If you have any questions, please contact me.

Sincerely,

THE INLAND REAL ESTATE GROUP, INC.

A handwritten signature in black ink, appearing to read "Denise Barnette", written in a cursive style.

Denise Barnette
Paralegal

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Winston SPE II LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Denise Barnette

(Name of Person)

(Firm/Company)

2901 Butterfield Road

(Address)

Oak Brook, IL 60523-1106

(City/State and Zip Code)

For further information concerning this matter, please call:

Denise Barnette

(Name of Person)

at (630) 218-8000

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy

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

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Winston SPE II LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: February 2, 2005

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
5. New name of the limited liability company: _____
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C.," or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: SEE ATTACHMENT

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Winston SPE II LLC, a Delaware limited liability company, by Winston Manager II LLC, a Delaware limited liability company, its sole member, by WINN Limited Partnership, a North Carolina limited partnership, its sole member, by Inland American Winston Hotels, Inc., a Delaware corporation, general partner

Signature: Carol M. Hoffmann
By: Carol M. Hoffmann
Its: Assistant Secretary

Filing Fee: \$25.00

FILED
2008 NOV 20 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
2008 NOV 20 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Attachment to
State of Florida
Application for Amended Certificate of Authority
Of a Foreign Entity
For
Winston SPE II LLC
Document Number M0500000541**

FILED
2008 NOV 20 PM 2: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The changes being to the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida are as follows:

7. Street Address of Principal Office is:

2901 Butterfield Road, Oak Brook, IL 60523-1106, DuPage County

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

Name

Business Address

Winston Manager II LLC
a DE limited liability company

2901 Butterfield Road, Oak Brook, IL 60523-1106

Delaware

PAGE 1

The First State

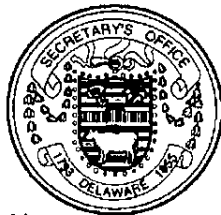
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WINSTON SPE II LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF NOVEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3890315 8300

081094903

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6951229

DATE: 11-05-08