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CT CORPORATION SYS

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Division of Corporations

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Florida Department of State
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FOREIGN LIMITED LIABILITY COMPANY

Felcor Miami Airport Hotel Company, L.L.C.

Certificate of Status	1
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY
FOR AUTHORIZATION TO TRANSACT BUSINESS
IN FLORIDA
OF
FELCOR MIAMI AIRPORT HOTEL COMPANY, L.L.C.**

In compliance with Section 608.503, Florida Statutes, FELCOR MIAMI AIRPORT HOTEL COMPANY, L.L.C. (the "Company") submits the following application to register as a foreign limited liability company with authority to transact business in the State of Florida:

1. The name of the foreign limited liability company is FelCor Miami Airport Hotel Company, L.L.C.
2. The jurisdiction under the laws of which the foreign limited liability company is organized is Delaware.
3. The Company was organized on October 11, 2005.
4. The duration of the Company is perpetual.
5. The date the Company expects to first transact business in Florida is after registration of the Company as a foreign limited liability company in Florida.
6. The street address of the principal office of the Company is 545 E. John Carpenter Freeway, Suite 1300, Irving, Texas 75062.
7. The Company will be a manager-managed company.
8. The name and usual business addresses of the managers are as follows:
 - a. Thomas J. Corcoran, Jr.,
545 E. John Carpenter Freeway, Suite 1300, Irving, TX 75062
 - b. Lawrence D. Robinson
545 E. John Carpenter Freeway, Suite 1300, Irving, TX 75062
 - c. Thomas L. Wiese
545 E. John Carpenter Freeway, Suite 1300, Irving, TX 75062
9. 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 laws of which it is organized.
10. The nature of the business or purposes to be conducted or promoted in Florida is to transact any and all lawful business for which limited liability companies are formed pursuant to the Florida Statutes, including hotel acquisition, development and operation.

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Dated this 11th day of October, 2005.

FELCOR HOTEL ASSET COMPANY, L.L.C.
(Sole Member)

By: 

Name: Lawrence D. Robinson
Title: Manager

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**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: _____

FELCOR MIAMI AIRPORT HOTEL COMPANY, L.L.C.

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

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NAME

1200 South Pine Island Road

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

Plantation

FL

33324

CITY, STATE AND 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.

Connie Bryan
SIGNATURE

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Filing Fee: \$ 35 for Designation of Registered Agent

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FELCOR MIAMI AIRPORT HOTEL COMPANY, L.L.C." 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 ELEVENTH DAY OF OCTOBER, A.D. 2005.

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050828285



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4216234

DATE: 10-11-05

TOTAL P.05