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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ACCOUNT	NO.	•	072100000032
11000111	110.	•	0,210000002

REFERENCE : 210186 432

AUTHORIZATION :

COST LIMIT : \$ 25.00

ORDER DATE : August 31, 2007

ORDER TIME : 8:49 AM

ORDER NO. : 210186-045

CUSTOMER NO: 4320702

FOREIGN FILINGS

NAME: ASHFORD TRS SAPPHIRE VII LLC

XX __ LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Amanda Roath -- EXT# 2955

EXAMINER:

AFFIDAVIT BY FOREIGN LIMITED LIABILITY COMPANY TO CHANGE MANAGER(S) OR MANAGING MEMBER(S)

1. The name of the limited liability compand Department of State is: Ashford TRS Sa	ny as it appears on the records of the Florida apphire VII LLC
2. This entity was formed under the laws of	f: Delaware
3. This entity was authorized to transact bu and its Florida document/registration number	siness in Florida on 03/06/2007 er is M07000001301
4. The name and address of each manager of	or managing member is as follows:
<u>Title:</u> "MGR" = Manager "MGRM" = Managing Member	Name and Address:
MGR	David Kimichik 14185 Dallas Parkway, Suite 1100,
	Dallas, Texas 75254
· · · · · · · · · · · · · · · · · · ·	SEP - I
**************************************	F S A D C
Required Signature: (Signature of	of Manager, Managing Member or Member)
Filing Fee: \$25	•