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ACCOUNT NO. : 12000000195 REFERENCE : AUTHORIZATION CANULU COST LIMIT ORDER DATE: April 21, 2014 ORDER TIME : 8:46 AM ORDER NO. : 102469-005 CUSTOMER NO: 7527656 FOREIGN FILINGS NAME: HHLP KEY ONE WEST MANAGER, LLC CORPORATE _ LIMITED PARTNERSHIP XX LIMITED LIABILITY COMPANY XXXX AMENDMENT PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY
XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Emily Gray -- EXT#52925

EXAMINER:

COVER LETTER

| то: | Registration of | n Section Corporations | | | | |
|---------|--|---|--------------------------|-----------------------------|--|--|
| SUBJE | ECT: HHLF | P KEY WEST ONE, MANAGE | R, LLC | | | |
| _ | | Name of Foreign Limited Liability Company | | | | |
| Dear S | ir or Madam | :: | | | | |
| The en | closed appli | cation, certificate and fee(s) | are submitted | for filing. | | |
| Please | return all co | rrespondence concerning thi | s matter to the | e following | : | |
| Kasey | Stelweck, Le | egal Department | | | | |
| | | Name of Person | | | | |
| Hersha | Hospitality | | | | | |
| | | Firm/Company | | | | |
| 510 W | alnut St 9th | Floor | | | | |
| | | Address | | _ | | |
| Philade | elphia, PA 19 | 9106 | | | | |
| | | City/State and Zip Code | : | _ | | |
| legal@ | hersha.com | | | | | |
| E-m | ail address: | (to be used for future annual | report notific | ation) | | |
| For fur | ther informa | ntion concerning this matter, | please call: | | | |
| | | o Thea Parent, Esq. | 215 | 238-01 | 57 X 2440 | |
| | Na | me of Person | - \ | le & Daytin | ne Telephone Number | |
| | Registration Division of Clifton Buil 2661 Exect | Corporations | | Regist Divisio P.O. B | ING ADDRESS: ration Section on of Corporations Box 6327 assee, Florida 32314 | |
| □ \$25 | ed is a chec Filing Fee 5 (12/13) | k for the following amount \$\mathbb{\mathbb{G}}\$30 Filing Fee & Certificate of Status | t: \$55 Fili Certified | • | □ \$60 Filing Fee, Certificate of Status & Certified Copy | |

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

| Name of limited liability Company as it appears on the records of the Florida Department of State: HHLP KEY ONE WEST MANAGER, LLC |
|--|
| 2. Jurisdiction of its organization: Delaware |
| 3. Date authorized to do business in Florida: 04/11/2014 |
| SECTION II (4-7 complete only the applicable changes) |
| 4. New name of the limited liability company: (must contain "Limited Liability Company, ""L.L.C.," or "L.D.") |
| (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 contain "Limited Liability Company," "L.L.C." or "LLC.") 5. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: |
| N/A |
| If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change: Ashish R. Parikh, Manager |
| 7. Attached is an original certificate, if required: 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. |
| MMONWEALTH OF PENNSYLVANIA Filing Fee: \$25.00 |

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL

KASEY STELWECK, Notary Public
City of Philadelphia, Phila. County
My Commission Expires September 12, 2016