

M14 000005456

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only




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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
15 JAN 29 AM 11:10
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
2015 JAN 29 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 02 2015
J. HARRIS

CSC

ACCOUNT NO. : I20000000195
REFERENCE : 481201 7481856
AUTHORIZATION : 
COST LIMIT : \$25.00

ORDER DATE : January 28, 2015
ORDER TIME : 9:21 AM
ORDER NO. : 481201-010
CUSTOMER NO: 7481856

FOREIGN FILINGS

NAME: HHR EAT DOWNTOWN MIAMI LLC

☐ CORPORATE
☐ LIMITED PARTNERSHIP
☒ LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HHR EAT Downtown Miami 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:

Melissa Durbin

Name of Person

Host Hotels & Resorts, Inc.

Firm/Company

6903 Rockledge Drive, Suite 1500

Address

Bethesda, Maryland 20817

City/State and Zip Code

ronald.clarke@hosthotels.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Melissa Durbin

Name of Person

at (240) 744-5163

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 30, 2015

CSC
COURTNEY WILLIAMS

RESUBMIT

Please give original
submission date as file date.

SUBJECT: HHR EAT DOWNTOWN MIAMI LLC
Ref. Number: M14000005456

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HHR EAT DOWNTOWN MIAMI LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Jenna D Harris
Regulatory Specialist II

Letter Number: 115A00001916

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
15 JAN 30 PM 4:35
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: HHR EAT Downtown Miami LLC

2. The Florida document number of this limited liability company is: M14000005456

3. Jurisdiction of its organization: Delaware

4. Date authorized to do business in Florida: July 31, 2014

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: HHR Downtown Miami Holdings LLC
(must contain "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 contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: Corporation Service Company

New Registered Office Address: 1201 Hays Street

Enter Florida Street Address

Tallahassee, Florida 32301

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.



**Courtney Williams
Asst. Vice President**

If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2015 JAN 29 AM 11:11

FILED

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Manager	Nathan S. Tyrrell	6903 Rockledge Dr. Suite 1500 Bethesda, Maryland 20187	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Manager	Gregory J. Larson	6903 Rockledge Dr. Suite 1500 Bethesda, Maryland 20817	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member	National Safe Harbor Exchange	60 E Rio Salado Pkwy. Ste. 1103 Tempe, AZ 85281	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
VP	Dana R. Sobrado	60 E Rio Salado Pkwy. Ste 1103 Tempe, AZ 85281	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
Asst,VP	Machelle Cherry	60 E. Rio Salado Pkwy. Ste 1103 Tempe, AZ 85281	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

9. Attached is a 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.


Signature of the authorized representative

Gregory J. Larson

Typed or printed name of signer

Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

The First State

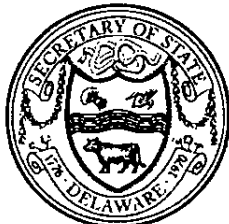
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HHR EAT DOWNTOWN MIAMI LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HHR DOWNTOWN MIAMI HOLDINGS LLC", THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2015, AT 1:44 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

5578340 8320

150112687

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2076862

DATE: 01-28-15