**Document Number Only** 18000001128 C T Corporation System. Requestor's Name 660 East Jefferson Street Address 32301 222-1092 Tallahassee, FL \*\*\*\*285.00 \*\*\*\*285.00 Phone Zip City State CORPORATION(S) NAME \*\*\*\*\*8.75 Meri Star Shirley's Parcel Compa () Profit () Merger () Amendment () NonProfit Limited Liability Company () Mark () Dissolution/Withdrawal () Foreign () Other ucc-1 / ucc-3 () Annual Report () Limited Partnership () Change of R.A. () Reservation () Reinstatement () Fictitious Name () Limited Liability Partnership () CUS () Photo Copies () Certified Copy () After 4:30 () Call if Problem () Call When Ready Pick Up () Will Wait Walk In ( ) Mail Out Name PLEASE RETURN EXTRA COPY(S) Availability 9/28 FILE STAMPED Document THANKS Examiner CONNIE Updater Verifier Acknowledgment W.P. Verifier CR2E031 (1-89)

#### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

MeriStar Shirley's Parce (Name of foreign limited liability "L.C." if not so contained in the na  Delaware (Jurisdiction under the law of which company is organized)	1 Company, L. company must end me at present.)	L.C. I with the words "limited company"	or their abbreviation
Delaware		3 applied for	,
(Jurisdiction under the law of whit company is organized)	ich foreign limited	liability (FEI number, if ap	oplicable)
September 30, 1998	5	Perpetual	
(Date of Organization	on)	(Duration: Year limited liability cease to exist or "perpetual")	company will
October 1, 1998			
(Date first transacted	d business in Flori	da. (See sections 608.501, 608.502	and 817.155, F.S.)
3030 771			
1010 Wisconsin Avenue, N	N.W., Washingt	on, D.C. 20007	
	(Street ad	dress of principal office)	
Tist name title and business	·		[MCD]
List name, title, and business will manage the foreign limit	address of each	managing member [MGRM] o	or manager [MGR] w
will manage the foreign limit	address of each ed liability com	managing member [MGRM] o pany in Florida: (attach additio	onal page if necessar
List name, title, and business will manage the foreign limit	address of each	managing member [MGRM] o	or manager [MGR] wonal page if necessar
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A hotocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUT UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEME TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA. 1. The name of the Limited Liability Company is: MeriStar Shirley's Parcel Company, L.L.C. The name and the Florida street address of the registered agent and office are: 2. C T CORPORATION SYSTEM (Name) 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE) 33324 (City/State/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. C T CORPORATION SYSTEM CONNIE BRYAN SPECIAL ASSISTANT SECRETARY

Filing Fee: \$35 for Designation of Registered Agent

(Signature)

### Addendum

1. Name:

MeriStar Hospitality Operating Partnership, L.P.

Title:

MGRM

c.

1010 Wisconsin Avenue, N.W., Washington, D.C. 20007

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of Meristar Shirley Parcel  Company, L.L.C. certifies:  1) the above named limited liability company has at least two members;  2) the total amount of cash contributed by the member(s) is \$\frac{100.00}{3}\$;  (A description of the property is attached and made a part hereto.)  and  4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is  (This total includes amounts from 2 and 3 above.)  Signature of a member or authorized representative of a member.  (In accordance with section 608.408(3), Florida Statutes, the execution of this	The undersigned member or authorized representative of a member of Meristar Shir	ley os Parcel
2) the total amount of cash contributed by the member(s) is \$\frac{100.00}{3}\$;  (A description of the property is attached and made a part hereto.)  and  4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is  (This total includes amounts from 2 and 3 above.)  Signature of a member or authorized representative of a member.  (In accordance with section 608.408(3), Florida Statutes, the execution of this	Company, L.L.C. certifies:	C, Con
3) if any, the agreed value of property other than cash contributed by member(s) is  (A description of the property is attached and made a part hereto.)  and  4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is  (This total includes amounts from 2 and 3 above.)  Signature of a member or authorized representative of a member.  (In accordance with section 608.408(3), Florida Statutes, the execution of this	1) the above named limited liability company has at least two members;	1.6
(A description of the property is attached and made a part hereto.) and 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is (This total includes amounts from 2 and 3 above.)  Signature of a member or authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this	2) the total amount of cash contributed by the member(s) is	\$ <u>100.00</u> ;
4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is  (This total includes amounts from 2 and 3 above.)  Signature of a member or authorized representative of a member.  (In accordance with section 608.408(3), Florida Statutes, the execution of this	(A description of the property is attached and made a part hereto.)	\$ <u>400,000.00</u> ;
(In accordance with section 608.408(3), Florida Statutes, the execution of this	4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is	\$ 400,100.00 .
affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)	(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts	<u> </u>
Christopher L. Bennett Typed or printed name of signee		<del></del>

Filing Fee: \$250.00 for Application and Affidavit

MeriStar Shirley's Parcel Company, L.L.C.

A tract or parcel of land lying in Block 3, G.W. Bryant's addition to Gulfview, as shown on plat recorded I Plat Book 3, at Page 21 of the Lee County Records and in Section 26, Township 45 South, Range 21 East, Captiva Island, Lee County, Florida.

SECULT 2 PM 1: 16

# State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "MERISTAR SHIRLEY'S PARCEL 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 THIRTIETH DAY OF

SEPTEMBER, A.D. 1998.

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

Edward J. Freel, Secretary of State

**AUTHENTICATION:** 

9331398

DATE:

09-30-98