

P04523

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

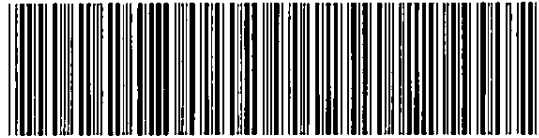
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500439538485

PD4523

VALIDATION ONLY

7653 1/27/85
7652 1/28/85
7651 1/29/85

Rogers, Towers et al

Requester's Name

118 1/2 E. Jefferson St.

Address

Tallahassee, FL 32301

222-7200

City

State

ZIP

Phone #

Please call Connie or Pat if any problems
CORPORATION(S) NAME

*Days Inns Management
Company, Inc.*

- | | | |
|---|--|---|
| ☐ PROFIT | ☐ AMENDMENT | ☐ MERGER |
| ☐ NON-PROFIT | ☐ DISSOLUTION | ☐ MARK |
| ☐ FOREIGN | ☐ LIMITED PARTNERSHIP | ☐ ANNUAL REPORT |
| ☐ REINSTATEMENT | ☐ OTHER | ☐ RESERVATION |
| ☐ CERTIFIED COPY | ☐ PHOTO COPIES | ☐ CERTIFICATE UNDER SEAL |
| ☐ WALK IN | ☐ WILL WAIT | ☒ PICK UP |
| ☐ MAIL OUT | ☐ COLL. | ☐ AFTER 4:30 |

12/28 1 2 PM '84

12/28 4:00 PM

Name	<i>...</i>
Availability	<i>...</i>
Document	<i>...</i>
Examiner	<i>...</i>
Updater	<i>...</i>
Updater	<i>...</i>
Verifier	<i>...</i>
Acknowledgment	<i>BR</i>
W.P. Verifier	<i>BR</i>

C. TAX *25*
FILING *25*
R. AGENT FEE *5*
C. COPY *...*
TOTAL *...*
N. BANK *...*
PAYMENT DUE *...*
REFUND *...*

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

- (1) DAVIS INNS MANAGEMENT COMPANY, INC.
(NAME OF CORPORATION ADDING THE WORD "INCORPORATED", "COMPANY" OR
"CORPORATION" IF NOT SO CONTAINED IN THE NAME AT PRESENT)
- (2) Georgia
(INCORPORATED UNDER LAWS OF)
- (3) December 6, 1984 (4) Perpetual
(DATE OF INCORPORATION) (PERIOD OF DURATION)
- (5) 2751 Buford Highway, NE, Atlanta, Georgia 30324
(ADDRESS OF PRINCIPAL OFFICE)
- (6) C T CORPORATION SYSTEM
(NAME OF FLORIDA REGISTERED AGENT)
C/O C T CORPORATION SYSTEM
8751 WEST BROWARD BLVD.
(STREET ADDRESS OF REGISTERED OFFICE)
PLANTATION FLORIDA 33324
(CITY) (ZIP CODE)
- (7) The operation and management of hotel and/or motel facilities.
(NATURE OF BUSINESS TO BE TRANSACTED IN FLORIDA)

(8) NAMES OF OFFICERS	SPECIFIC ADDRESS
PLEASE SEE ATTACHED EXHIBIT "A"	(P)
	(S)
	(T)
	(V)

NAMES OF DIRECTORS	SPECIFIC ADDRESS
Henry R. Silverman	(D) 2751 Buford Hwy, NE, Atlanta, GA 30324
Robert C. Bush	(D) " " "
Howard E. Steinberg	(D) " " "
Thomas P. Prince	(D) " " "
Donald G. Raider	(D) " " "

- (9) 2751 Buford Highway, NE
(CURRENT MAILING ADDRESS FOR ANNUAL REPORT MAILING PURPOSES)
Atlanta Georgia 30324
(CITY) (STATE) (ZIP CODE)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

- (10) 100,000 shares of common stock with a par value of Ten Cents (\$.10) per share.
(TOTAL AUTHORIZED SHARES (ITEMIZED BY CLASSES), PAR VALUE OF SHARES,
AND SHARES WITHOUT PAR VALUE)

- (11) "VALUE" MAY BE DEFINED IN ANY TERMS CONSISTENT WITH GENERALLY
ACCEPTED ACCOUNTING PRINCIPLES.

- A. ESTIMATED VALUE OF ALL PROPERTY OWNED
BY THE CORPORATION FOR THE COMING YEAR,
WHEREVER LOCATED \$ -0-
- B. ESTIMATED GROSS AMOUNT OF BUSINESS TO
BE TRANSACTED BY THE CORPORATION
DURING THE COMING YEAR \$ -0-
- C. ESTIMATED VALUE OF ALL PROPERTY IN
FLORIDA OWNED BY THE CORPORATION
FOR THE COMING YEAR \$ -0-
- D. ESTIMATED GROSS AMOUNT OF BUSINESS TO
BE TRANSACTED IN FLORIDA BY THE COR-
PORATION DURING THE COMING YEAR \$ -0-
- E. TOTAL OF "A" AND "B" \$ -0-
- F. TOTAL OF "C" AND "D" \$ -0-
- G. DIVIDE "F" BY "E" -0-
- H. MULTIPLY "G" BY TOTAL AUTHORIZED
SHARES (AND THEIR PAR VALUE) -0-

THE FLORIDA ALLOCATION FOR PURPOSES OF DETERMINING THE TAX ON
AUTHORIZED CAPITAL STOCK WILL BE BASED ON THE TOTAL VALUE OF
SHARES CALCULATED IN "H" ABOVE.


VICE PRESIDENT

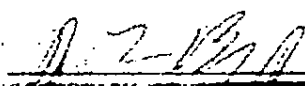

SECRETARY

EXHIBIT "A"

to

FLORIDA

QUALIFICATION DATA SHEET

9. OFFICER	TITLE	ADDRESS
Henry R. Silverman	President	2751 Buford Highway, N.E.
Robert C. Bush	Executive V.P.	Atlanta, Georgia 30324
Thomas P. Prince	Executive V.P.	" " "
A. Franklin Berry, Jr.	Secretary	" " "
Robert S. McKinney	Vice President	" " "
William O. Henderson	V.P./Treasurer	" " "
David C. Elmore	V.P./Controller	" " "
Donald G. Raider	Executive V.P.	" " "
Peter J. Housman	Executive V.P.	" " "
William D. Bowen	Senior V.P.	" " "
Cleveland S. Boutwell	Vice President	" " "

STATE OF GEORGIA

COUNTY OF DEKALB

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 27th
DAY OF December, 19 84, BY William O. Henderson
(NAME OF OFFICER)

Vice President OF DAYS INNS MANAGEMENT COMPANY, INC.
(TITLE OF OFFICER) (NAME OF CORPORATION)

A Georgia CORPORATION, ON BEHALF OF THE CORPORATION,
(STATE OR COUNTRY)

MY COMMISSION EXPIRES Notary Public, Georgia, State at Large
My Commission Expires August 31, 1987

Randi E. Loring
NOTARY PUBLIC

(SEAL)

C T CORPORATION SYSTEM HAVING BEEN DESIGNATED TO ACT AS REGISTERED
AGENT HEREBY AGREES TO ACT IN THIS CAPACITY.

C T CORPORATION SYSTEM

Luise A. Canero
(NAME AND TITLE OF OFFICER)
Luise A. Canero, Asst. Sec.

RECORDED
INDEXED
FEB 27 1 27 PM '84
FBI - ATLANTA

State of Georgia



FILED
DEC 26 1 27 PM '84

OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that the six pages of photographed matter hereto attached is a true and correct copy of the Articles of Incorporation and Certificate of Incorporation for

"DAYS INNS MANAGEMENT COMPANY, INC."

a corporation created under the laws of the State of Georgia, as same appears of file and record in the Office of Secretary of State.

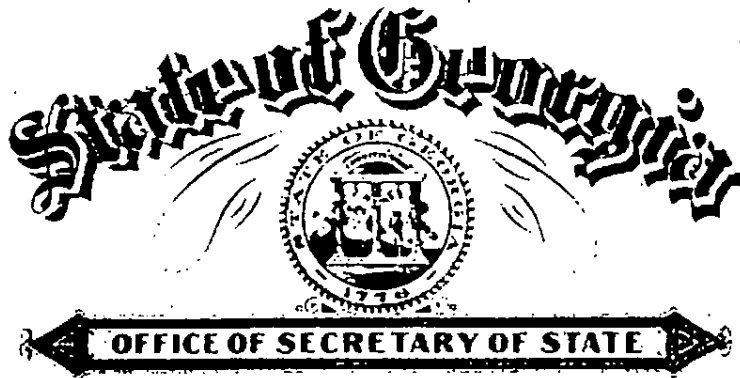
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 26th day of December in the year of our Lord One Thousand Nine Hundred and Eighty FOUR and of the Independence of the United States of America the Two Hundred and Nine.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA



DUPLICATE



I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

"DAYS INN MANAGEMENT COMPANY, INC."

has been duly incorporated under the laws of the State of Georgia on the 6th day of December 19 84, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capital City of Atlanta, this day of in the year of One Thousand Nine Hundred and Eighty and of the Independence of the United States of America the Two Hundred and

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION

OF

DAYS INNS MANAGEMENT COMPANY, INC.

I.

NAME

The name of the corporation is "Days Inns Management Company, Inc."

II.

ORGANIZATION

The corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

III.

PERIOD OF DURATION

The corporation has perpetual duration.

IV.

PURPOSES AND POWERS

The corporation is organized for profit and for any lawful purpose or purposes not specifically prohibited to corporations under the laws of the State of Georgia, including, but not limited to, the business of management of hotels and motels and provision of managerial, franchising, and consulting services in the lodging and hospitality industry.

V.

AUTHORIZED SHARES

The corporation has authority to issue not more than 100,000 shares of common stock, having a par value of Ten/one-hundredths Dollars (\$.10) per share.

VI.

NO PRE-EMPTIVE RIGHTS

No shareholder of the corporation shall, because of his ownership of stock, have any pre-emptive right to acquire unissued shares of the corporation.

VII.

MINIMUM CAPITAL

The corporation shall not commence business until it has received not less than Five Hundred Dollars (\$500.00) in payment for the issuance of shares.

VIII.

REGISTERED OFFICE AND AGENT

Eulton
The initial registered office of the corporation shall be 2 Peachtree Street, Suite 1111, Atlanta, Georgia 30383 and the initial registered agent of the corporation shall be CT CORPORATION SYSTEM.

IX.

INITIAL BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall consist of five (5) members, whose names and addresses are as follows:

Robert C. Bush	2751 Buford Highway, N.E. Atlanta, Georgia 30324
Howard E. Steinberg	2751 Buford Highway, N.E. Atlanta, Georgia 30324
Thomas P. Prince	2751 Buford Highway, N.E. Atlanta, Georgia 30324
Donald G. Raider	2751 Buford Highway, N.E. Atlanta, Georgia 30324
Henry R. Silverman	2751 Buford Highway, N.E. Atlanta, Georgia 30324

X.

INCORPORATOR

The name and address of the incorporator is Days Inns of America, Inc., a Georgia corporation.

XI.

DISTRIBUTION FROM CAPITAL SURPLUS

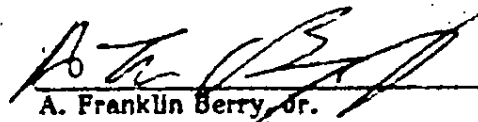
The corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to acquire its own shares out of its unreserved and unrestricted capital surplus available therefor.

XII

RESTRICTION ON STOCK TRANSFER

Shares shall not be transferable to anyone except in accordance with such restrictions as may be contained in the by-laws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of December, 1984.



A. Franklin Berry, Jr.
General Counsel and
Assistant Secretary
Days Inns of America, Inc.

Incorporator

2751 Buford Highway, N.E.
Atlanta, Georgia 30324

EX-115 NO
SECRETARY
APPROVED

Ms. H. 157-8-100

CONSENT TO APPOINTMENT

AS REGISTERED AGENT

TO: Max Cleland
Secretary of State
Ex-Officio Corporation
Commissioner
State of Georgia

I, CT CORPORATION SYSTEM, do hereby consent to serve as registered agent for the corporation, DAYS INNS MANAGEMENT COMPANY, INC.

This 6th day of December, 1984.

CT CORPORATION SYSTEM

By:
Its:

Daniel A. Sullivan
Asst VP

Address of registered agent:

2 Peachtree Street

Atlanta, Georgia 30381

State of Georgia



OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"DAYS INNS MANAGEMENT COMPANY, INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
6TH day of DECEMBER, in the year of our Lord
One Thousand Nine Hundred and Eighty FOUR and
of the Independence of the United States of America the Two
Hundred and NINE.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

1985



UNIVERSITY CORPORATION

Read Notice and Instructions on Other Side Before Making Entries
 Filing Fee of \$20 Required — Make Checks Payable To: Secretary of State

PD4523 7
 DAYS INNS MANAGEMENT COMPANY, INC.
 2751 BUFORD HIGHWAY, NE
 ATLANTA, GA 30324

If person(s) is/are not a citizen of the State of Georgia, the person(s) must be a resident of the State of Georgia.

1. Name of Officer or Director

12/28/1984

2. Signature of Officer or Director

3. Title of Officer or Director

Name of Officer or Director

4. Title

5. Address of Office, Home and Director
 On NOT Use Post Office Box Number

6. City and State

SILVERMAN, HENRY R.

P/O

2751 BUFORD HIGHWAY, NE

ATLANTA, GA

BUSH, ROBERT C.

V/O

2751 BUFORD HIGHWAY, NE

ATLANTA, GA

PRINCE, THOMAS P.

V/O

2751 BUFORD HIGHWAY, NE

ATLANTA, GA

BERRY, A. FRANKLIN, JR.

S

2751 BUFORD HIGHWAY, NE

ATLANTA, GA

MCKINNEY, ROBERT S.

V/O

2751 BUFORD HIGHWAY, NE

ATLANTA, GA

~~MENDERSOHN, WILLIAM O.~~~~VAT~~~~2751 BUFORD HIGHWAY, NE~~~~ATLANTA, GA~~

Registered Agent Information

1. Name and Address of Current Registered Agent

E.I. CORPORATION SYSTEM
 8752 W. BROAD BLVD.
 PLANTATION, FL

33324

2. Name and Address of New Registered Agent

3. Name

4. Street Address (Not P.O. Box Number)

5. City and State

6. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

7. Signature of Officer or Director

8. Date

9. Signature of Registered Agent

10.00 additional fee required for Registered Agent changes.

11. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

12. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

13. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

14. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

15. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

16. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

17. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

18. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

19. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

20. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

21. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

22. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

23. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

24. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

25. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

26. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

27. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

28. I hereby certify that the person(s) named above is/are the registered agent(s) of the corporation named above and that the person(s) named above is/are a citizen of the State of Georgia and that the person(s) named above is/are a resident of the State of Georgia.

Robert S. McKinney

Sr. Vice President - Financial Services

(404) 925-4000

5-10-85

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1986



FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

FILED
JUN 30 11

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$20 Required - Make Checks Payable To: Secretary of State

1 Name and Address of Corporation Principal Office:

PO4523 7
DAYS INNS MANAGEMENT COMPANY, INC.
2751 BUFORD HIGHWAY, NE
ATLANTA, GA 30324

2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Along with Efficient

Street Address 21

P.O. Box No. 22

006 2317 7/17/85

City and State 23

006 2317 7/17/85

Zip Code 24

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

3 Date Incorporated or Qualified To Do Business in Florida 12/28/1984

4 Federal Employer Identification Number (FEIN)

5 Date of Last Report 05/17/1985

6 Names and Street Addresses of Each Officer and Director, as of December 31, 1985

1 Names of Officers and Directors	2 Title	3 Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	4 City and State	5
SILVERMAN, HENRY R.	P/D	2751 BUFORD HIGHWAY, NE	ATLANTA, GA	
BUSH, ROBERT C.	V/D	2751 BUFORD HIGHWAY, NE	ATLANTA, GA	
PRINCE, THOMAS P.	V/D	2751 BUFORD HIGHWAY, NE	ATLANTA, GA	
BERRY, A. FRANKLIN, JR.	S	2751 BUFORD HIGHWAY, NE	ATLANTA, GA	
MCKINNEY, ROBERT S.	V/D	2751 BUFORD HIGHWAY, NE	ATLANTA, GA	

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent

8 Name and Address of New Registered Agent

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL 33324

Name 81

Street Address (Do NOT Use P.O. Box Number) 82

City and State 83

FL.

Zip Code 84

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, qualified to transact business in the State of Florida, submits this statement for the purpose of changing its registered officer or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on:

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607.325 F.S.

SIGNATURE

DATE

(Registered Agent Accepting Appointment)

\$3 Additional Fee required for Registered Agent changes.

10 IMPORTANT - THIS SECTION MUST BE COMPLETED Has this corporation amended its articles to reflect an increase in the authorized number of shares since the last annual report?

YES ☐

NO ☒

11. IMPORTANT - THIS SECTION MUST BE COMPLETED IF ITEM 10 IS YES Has said amendment been filed with this office? Yes ☐ No ☐ If the answer is no, this report cannot be processed until the amendment has been filed.

12 See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.

I further Certify That My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath. (Officer signing must be listed in Block 6).

Signature

Date

June 26, 1986

Typed Name of Signing Officer

Title

Telephone Number

Joel R. Buckberg

Assistant Secretary

(404) 728-4136

13 Should you desire a certificate of status check the box.

CERTIFICATE OF STATUS DESIRED ☐

\$5 Additional Fee required for a Certificate of Status.

CR2036 (1/86)

DAYS INNS MANAGEMENT COMPANY, INC.

DIRECTORS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>SEX</u>	<u>DATE OF BIRTH</u>	<u>SOCIAL SECURITY NUMBER</u>	<u>POSITION</u>
Silverman, Henry R.	4 East 72nd Street New York, NY 10021	M	08-02-40	090-32-7069	Chairman
Buckman, James E., Esq.	25 Cherokee Road, N.W. Atlanta, GA 30305	M	10-02-44	077-38-6845	Director
Leven, Michael A.	5 West Wesley Ridge Atlanta, GA 30327	M	11-13-37	018-28-4251	Director
Steinberg, Howard E.	1 Sunset Road Kings Point, NY 10024	M	11-19-44	131-34-7553	Director
Raider, Donald G.	245 East 63rd Street New York, NY 10021	M	09-30-32	309-32-9920	Director

FILED
JUN 30 11 50 AM '86
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>SEX</u>	<u>DATE OF BIRTH</u>	<u>SOCIAL SECURITY NUMBER</u>	<u>POSITION</u>
Silverman, Henry R.	4 East 72nd Street New York, NY 10021	M	08-02-40	090-32-7069	Chairman
Leven, Michael A.	5 West Wesley Ridge Atlanta, GA 30327	M	11-13-37	018-28-4251	President and Chief Executive Officer
Buckman, James E., Esq.	25 Cherokee Road, N.W. Atlanta, GA 30305	M	10-02-44	077-36-6845	Executive Vice President, General Counsel and Secretary
Beilstein, Frederick B., III	2885 Hazy Hollow Run Roswell, GA 30076	M	05-05-47	577-68-2568	Executive Vice President and Chief Financial Officer
Housman, Peter J., II	99 Clarewill Avenue Upper Montclair, NJ 07043	M	09-24-51	146-44-6218	Executive Vice President
Raider, Donald G.	245 East 63rd Street New York, NY 10021	M	09-30-32	309-32-9920	Executive Vice President
Russell, John J.	1011 Brynwick Road Atlanta, GA 30312	M	03-29-47	221-334-5836	Senior Vice President Operations
Wienka, William J., Jr.	10263 Walker Lane Great Falls, VA 22066	M	01-11-51	341-44-9376	Senior Vice President and Treasurer
Printer, Alan A.	4250 Wieuca Overlook Atlanta, GA 30342	M	04-08-27	021-50-8364	Senior Vice President Operational Services and Product Development
McKinney, Robert S., Esq.	1450 Winston Place Decatur, GA 30033	M	10-20-49	256-74-5466	Senior Vice President- Human Resources

FILED
JUN 30 11 50 AM
SECRETARY OF THE
ATLANTA

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>SEX</u>	<u>DATE OF BIRTH</u>	<u>SOCIAL SECURITY NUMBER</u>	<u>POSITION</u>
Shaw, David E.	8710 Willowbrae Lane Roswell, Georgia 30076	M	02-16-43	022-32-9582	Senior Vice President- Financial Planning
Goldman, Charles G.	4831 Parliament Way Dunwoody, GA 30338	M	01-20-44	256-66-2994	Senior Vice President- Maintenance and Construction
Sena, Michael D.	275 West 96th Street New York, NY 10025	M	05-29-34	124-28-0785	Senior Vice President - Marketing
Leavitt, John H., III	571 Winnacunnnet Street Hampton, NH 03842	M	08-13-52	002-42-0090	Vice President- Sales and Marketing
Buttolph, John C.	183 Saint Marks Avenue Freeport, NY 11520	M	12-24-28	110-20-7601	Vice President- Development, Eastern Region
Atkinson, Elizabeth Ann	575 Orme Circle Atlanta, GA 30308	F	12-03-46	260-70-4150	Vice President-Training, Management and Organizational Development
Rosenberg, James D.	2289 Street DeVille Atlanta, GA 30345	M	08-08-53	259-88-4977	Vice President- Financial Services
Treadaway, Roger L.	5161 Chalet Court Doraville, GA 30360	M	03-08-33	280-46-2210	Vice President-Purchasing
Levin, Matthew H.	2193 Goodwood Boulevard Smyrna, GA 30080	M	08-23-55	285-17-7926	Vice President- Accounting and Taxes

FILED
JUN 30 11 50 AM '86
SECRETARY OF STATE
ATLANTA, GEORGIA

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>SEX</u>	<u>DATE OF BIRTH</u>	<u>SOCIAL SECURITY NUMBER</u>	<u>POSITION</u>
Infantine, Michael	10446 Rosemont Drive Laurel, MD 20707	M	02-28-47	109-39-8473	Vice President- Eastern Region
Burgess, William C.	4032 Creek Hollow Duluth, GA 30136	M	07-28-48	260-74-8536	Asst. Vice President- Operations
Buckberg, Joel R., Esq.	4091 Primrose Lane Norcross, GA 30092	M	07-14-54	125-42-5387	Asst. Secretary
Steinberg, Howard E.	1 Sunset Road Kings Point, NY 10024	M	11-19-44	131-34-7553	Asst. Secretary
Zeller, Paul W., Esq.	30 Lincoln Avenue Clifton, NJ 07011	M	09-17-48	537-48-4286	Asst. Secretary
Albert, Nancy R., Atty.	300-415 High Point Drive Hartsdale, NY 10530	F	04-29-53	028-36-5712	Asst. Secretary
Wellson, Jeffrey A., Esq.	518 Morningside Road Ridgewood, NJ 07450	M	01-08-57	122-48-1576	Asst. Secretary
Delehanty, Garrett J., Jr.	5926 Wynterhall Drive Dunwoody, GA 30338	M	06-20-52	190-40-1398	Asst. Secretary

FILED
JUN 30 11 50 AM '86
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAYS INNS MANAGEMENT COMPANY, INC.

DIRECTORS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POSITION</u>
Silverman, Henry R.	4 East 72nd Street New York, NY 10021	Chairman
Buckman, James E., Esq.	25 Cherokee Road, N.W. Atlanta, GA 30305	Director
Leven, Michael A.	5 West Wesley Ridge Atlanta, GA 30327	Director
Steinberg, Howard E.	1 Sunset Road Kings Point, NY 10024	Director
Ralder, Donald G.	245 East 63rd Street New York, NY 10021	Director

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POSITION</u>
Silverman, Henry R.	4 East 72nd Street New York, NY 10021	Chairman of the Board and Chief Executive Officer
Leven, Michael A.	5 West Wesley Ridge Atlanta, GA 30327	President and Chief Operating Officer
Buckman, James E., Esq.	25 Cherokee Road, N.W. Atlanta, GA 30305	Executive Vice President and General Counsel, and Secretary
Beilstein, Frederick R., III	2685 Hazy Hollow Run Roswell, GA 30076	Executive Vice President, Chief Financial Officer and Treasurer
Raider, Donald G.	245 East 63rd Street New York, NY 10021	Executive Vice President
Russell, John J.	1011 Brynwick Road Atlanta, GA 30319	Senior Vice President- Operations
Wlenke, William J., Jr.	8260 Overview Court Roswell, GA 30076	Executive Vice President-Investments
Printer, Alan A.	4250 Wicoma Overlook Atlanta, GA 30342	Senior Vice President- Operational Services and Product Development
McKinney, Robert S., Esq.	1450 Winston Place Decatur, GA 30033	Senior Vice President- Human Resources

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POSITION</u>
Snodgrass, John D.	637 Darlington Road Atlanta, GA 30305	Senior Vice President- Franchising
Shaw, David E.	8710 Willowbrae Lane Roswell, Georgia 30076	Senior Vice President- Financial Analysis
Goldman, Charles G.	4831 Parliament Way Dunwoody, GA 30338	Senior Vice President- Maintenance and Construction
Clarke, Thomas J.	378 William Ivy Road Lilburn, Georgia 30247	Senior Vice President- Controller
Leavitt, John H., III	571 Winnacunnet Street Hampton, NH 03842	Vice President- Sales and Marketing
Atkinson, Elizabeth Ann	575 Orme Circle Atlanta, GA 30396	Vice President-Training, Management and Organizational Development
Rosenberg, James D.	2289 Street DeVille Atlanta, GA 30345	Vice President- Financial Services
Treadaway, Roger L.	5161 Chalet Court Noraville, GA 30360	Vice President-Purchasing
Levin, Matthew H.	2193 Goodwood Boulevard Smyrna, GA 30080	Vice President- Accounting and Taxes
Barroll, Craig P.	5624 Fort Fisher Way Norcross, GA 30092	Vice President- Travel Industry Sales

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POSITION</u>
Williams, George S.	3635 Scotts Mill Run Duluth, GA 30136	Vice President- Marketing Services
McGrail, Robert D.	4012 Eleganza Court Plano, TX 75012	Vice President- Reservations and Industry Marketing
Etzel, W. Theodore, III	200 Tyson Circle Roswell, GA 30076	Vice President- Development
Hartsfield, F. Stephen, III	12308 Happy Hollow Road Cockeysville, MD 21030	Vice President- Development
Buttolph, John C.	165 Saint Marks Avenue Freeport, NY 11520	Vice President- Development
Smith, Richard A.	1604 Thoreau Drive Sawannee, GA 30174	Vice President- Personnel Services
Brashear, Toma G.	5114 Afton Way Smyrna, GA 30080	Vice President- Franchise Relations
Kessler, V. Brown	400 Margate Sandy Springs, GA 30328	Vice President- Franchise Sales, Southeast Region
Schmedel, Robert J.	6342 Edge-O-Grove Circle Orlando, FL 32819	Vice President- Regional Operations
Infantine, Michael	10446 Rosemont Drive Laurel, MD 20707	Vice President- Regional Operations

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POSITION</u>
Burgess, William C.	4032 Creek Hollow Duluth, GA 30136	Vice President - Regional Operations
Calleja, Michael	724 Hairston Crsg. Trl. Stone Mountain, GA 30083	Vice President - Regional Operations
Patterson, Douglas L.	4895 Raven Place Marietta, GA 30066	Asst. Vice President - Reservations
Ried, Stanley J.	1012-E LaBonne Pkwy. Valley Park, MO 63088	Asst. Vice President - St. Louis
Allen, Lark F.	Route 4, Box 912 Manning, SC 29102	Asst. Vice President - Operations, Santee
Roloff, Beth Ann Ryan	5015 Chateau Avenue N. Charleston, SC 29404	Asst. Vice President - Operations, Charleston Area Hotels
Jones, Kenneth E.	2145 Laurel Mill Way Roswell, GA 30076	Asst. Vice President - Finance
Marshall, Paul R.	825 Crestridge Drive Atlanta, GA 30306	Asst. Vice President - Finance
Buckberg, Joel R., Esq.	4091 Primrose Lane Norcross, GA 30092	Asst. Secretary
Steinberg, Howard R.	1 Sunset Road Kings Point, NY 10024	Asst. Secretary
Zeller, Paul W., Esq.	30 Lincoln Avenue Clifton, NJ 07011	Asst. Secretary

DAYS INNS MANAGEMENT COMPANY, INC.

OFFICERS

<u>NAME</u>	<u>HOME ADDRESS</u>	<u>POSITION</u>
Alpert, Nancy R., Atty.	300-415 High Point Drive Hartsdale, NY 10530	Asst. Secretary
Welikson, Jeffrey A., Esq.	518 Morningside Road Ridgewood, NJ 07450	Asst. Secretary
Delchanty, Garrett J., Jr.	5926 Wynterhall Drive Dunwoody, GA 30338	Asst. Secretary

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT
1988



FLORIDA DEPARTMENT OF STATE
Jon Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Filing Fee of \$25 Required — Make Checks Payable To: Secretary of State

Name and Address of Corporation Principal Office

PO4522
DAYS INN MANAGEMENT COMPANY, INC.
2751 BUFORD HIGHWAY, NE
ATLANTA, GA 30324

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

A change of address is required if any have since the current address
in item 2. Include Zip Code

3. Date of Incorporation or Reincorporation in Florida

12/23/1984

4. Federal Employer Identification Number (FEIN) 58-1594136

5. Date of Last Report 03/17/1987

6. Name and Office Address of Each Officer and Director as of December 31, 1987

Name of Officers and Directors

Title

Street Address of Each Officer and Director

(Do NOT Use P.O. Box Numbers)

City and State

SILVERMAN, HENRY R.

CEO
C/O

2751 BUFORD HIGHWAY, NE

ATLANTA, GA

BLOCKMAN, JAMES R.

COO
S/D

3901 CHENOWETH ROAD, NW

ATLANTA, GA

DEVIN, MICHAEL A.

COO
S/D

2751 Buford Highway, NE
5 WEST WESLEY RIDGE
2751 Buford Highway, NE

ATLANTA, GA

HOLLOMAN, FREDERICK B.

COO
S/D

2751 Buford Highway, NE

ATLANTA, GA

ROBERTSON, ROBERT D.

COO

2751 Buford Highway, NE

ATLANTA, GA

CLARK, JAMES

COO

2751 Buford Highway, NE

ATLANTA, GA

REGISTERED AGENT INFORMATION

7. Name and Address of Registered Agent

CORPORATION SYSTEM

W. BROWARD BLVD.

PLANTATION, FL 33324

8. Name and Address of New Registered Agent

Street Address (Do NOT Use P.O. Box Number) 82

Street Address (Do NOT Use P.O. Box Number) 83

City and State 84

Zip Code 85

FL

I, the undersigned, being a resident of the State of Florida, do hereby certify that the above-named corporation, incorporated under the laws of the State of Florida, submits this statement of change of registered office or registered agent, as shown on the form of the State of Florida, and that the same is true and correct as of the date of filing of this statement with the Secretary of State.

STATE

Registered Agent Acknowledgment

DATE

12/28/87

Michael Klein

6/24/88

EXAMINED & SIGNED

(474129-402)

25. Acetone CH_3COCH_3

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

PS0034121

INFORMATION

ANNUAL REPORT
1990



FLORIDA DEPARTMENT OF STATE
Tallahassee
Division of Corporations

MAILED
FILED

090 JUL 10 AM 7:30

FLORIDA DEPARTMENT OF STATE
DIVISION
TALLAHASSEE, FLORIDA

Filing Fee of \$35 Required — Make Checks Payable To: Secretary of State

P04523 7

ZIP + 4 PRESORT
DAYS INNS MANAGEMENT COMPANY, INC.
2751 BUFORD HIGHWAY, NE
ATLANTA, GA 30324-3207

If address in Block 1 is incorrect in any way enter the correct address in item 2. Include Zip Code.

2. If address in Block 1 is incorrect in any way enter the correct address below. P.O. Box number alone is NOT sufficient. The failure of the corporation can be charged only by filing an amendment.

Street Address 21

P.O. Box No. 23

City and State 23

Zip Code 24

Date of Filing of Quarterly
Reports of Florida

12/28/1984

FBI Number

58-1594136

FBI Number Approval For
FBI Number Not Applicable

Name and Street Address of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

Name, Title, and Address of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)	Street Address of Each Officer and Director (Do NOT use Post Office Box Numbers)	City and State
C/D SILVERMAN, HENRY R.	2751 BUFORD HIGHWAY, NE	ATLANTA, GA
C/D TOLLMAN, STANLEY S.	2751 BUFORD HWY, NE	ATLANTA, GA
V/S/D BUCKMAN, JAMES, ESQ.	2751 BUFORD HWY, NE	ATLANTA, GA
P/D SNODGRASS, JOHN D.	2751 BUFORD HWY, NE	ATLANTA, GA
V/C/D LEVEN, MICHAEL A.	2751 BUFORD HWY, NE	ATLANTA, GA
V/S BUCKBERG, JOEL R.	2751 BUFORD HWY, NE	ATLANTA, GA
P/D BEILSTEIN, FREDERICK B.	2751 BUFORD HIGHWAY, NE	ATLANTA, GA
V FORRY, DAVID V.	2751 BUFORD HWY, NE	ATLANTA, GA
D HUNTER, MONTY D.	2751 BUFORD HWY, NE	ATLANTA, GA

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL 33324

Name 31

R. Name and Address of New Registered Agent

Street Address 32 (Do NOT Use P.O. Box Numbers) 33

Street Address 32 (Do NOT Use P.O. Box Numbers) 33

City and State 34

Zip Code 35

FL

Zip Code 35

I, the undersigned, of the State of Florida, do hereby certify that the above named corporation, partnership, or other entity, is duly organized under the laws of the State of Florida, and that the same is in good standing and is qualified to do business in the State of Florida.

Witness my hand and the seal of the State of Florida, this _____ day of _____, 1990.

I, the undersigned, do hereby certify that the above named corporation, partnership, or other entity, is duly organized under the laws of the State of Florida, and that the same is in good standing and is qualified to do business in the State of Florida.

[Signature]

V.P. - FINANCE

6-29-90

(100) 210 1007

60 Anytime Fed
Express
Certified Mail

FILE NOW! CORPORATE STATUS WILL BE
DELINQUENT AFTER JULY 1ST.

CORPORATION
ANNUAL REPORT
1991



FLORIDA DEPARTMENT OF STATE
JULY 1991
Secretary of State
DIVISION OF CORPORATIONS

Read Instructions on Other Side Before Making Entries
FILING FEE OF \$61.25 REQUIRED

DO NOT WRITE IN THIS SPACE

1. Name and Mailing Address of Corporation **DOCUMENT # P04523 (7)**

ZIP + 4 PRESORT

DAYS INNS MANAGEMENT COMPANY, INC.
2751 BUFORD HIGHWAY, NE
ATLANTA, GA 30324-3207

2. If Address in Block 1 is incorrect in any way, enter the address below. P.O. Box is acceptable. The NAME of corporation can be changed only by filing an amendment.

21. Street Address

22. P.O. Box No.

23. City and State

24. Zip Code

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

3. Date of Incorporation or Qualified
Foreign Business in Florida

12/28/1984

4. FEI Number

58-1594136

FEI Number Approved For

\$6.75

FEI Number Paid Advance

CERTIFICATE OF STATUS DES

5. Name and Street Address of Each Officer and Director. (Do not use any correction tape or fluid to correct mistakes in this block.)

No.	Name of Officer and Director	Street Address of Each Officer and Director (Do NOT Use P.O. Box Numbers)	City and State
C/D	TOLLMAN, STANLEY S.	2751 BUFORD HWY, NE	ATLANTA, GA
P/D	SNODGRASS, JOHN D.	2751 BUFORD HWY NE	ATLANTA, GA
V/S	BUCKBERG, JOEL R.	2751 BUFORD HWY NE	ATLANTA, GA
V	FOREY, DAVID V.	2751 BUFORD HIGHWAY, NE	ATLANTA, GA
V	COLLINS, DOUGLAS C.	2751 BUFORD HWY, NE	ATLANTA, GA
D	HUNDLEY, MONTY D.	2751 BUFORD HWY NW	ATLANTA, GA

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL 33324

FL

FILING FEE OF \$61.25 REQUIRED—Make Checks Payable To: Secretary of State

BUCKHEAD AMERICA CORPORATION

2751 Buford Highway, N.E. • Atlanta, Georgia 30324 • (404) 325-4000

April 1, 1992

P04523

FILED
92 APR -6 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Days Inns Management Company, Inc. -- Name Change to
Buckhead Hotel Management Company, Inc.

Dear Sir:

Enclosed please find:

1. An original Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
2. Certified copy of Name Change Amendment; and
3. Check in the amount of \$35.00.

Please issue an amended Certificate of Authority to reflect the new name of the corporation and forward it to me at your earliest convenience.

If you have any questions or need any further information, please contact me at (404) 728-4336. Thank you for your assistance in this matter.

Very truly yours,

Deborah L. Herbert
Deborah L. Herbert
Legal Assistant

Enclosures
cc: Bob Barnes

DL

AWA
14

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

(s. 607.1504, F.S.)

FILED
92 APR -6 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Days Inns Management Company, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: Georgia
3. Date authorized to do business in Florida: 12/28/84

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

1/31/92

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Buckhead Hotel Management Company, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

James A. Cutler
Signature

4-1-92
Date

James A. Cutler

Typed or printed name

Executive Vice President & CEO

Title

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 920790620
CONTROL NUMBER : 8417767
DATE INC/AUTH/FILED : 12/06/1984
JURISDICTION : FULTON
PRINT DATE : 03/19/1992
FORM NUMBER : 215

REC 0

MAR 26 1992

LEGAL

DEBBIE HERBERT
BUCKHEAD HOTEL MANAGEMENT
2751 BUFORD HWY NE
ATLANTA GA 30324

FILED
92 APR -6 PM 3:47
SECRETARY OF STATE
ATLANTA, GEORGIA

CERTIFIED COPY

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

BUCKHEAD HOTEL MANAGEMENT COMPANY, INC.
A DOMESTIC PROFIT CORPORATION

said entity was formed in the jurisdiction set forth above and has filed in the office of the Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

Secretary of State
Business Services and Regulation

Suite 315, West Tower

**2 Martin Luther King Dr. Dr.
Atlanta, Georgia 30334-1338**

DOCKET NUMBER : 920340073
CONTROL NUMBER: 8417767
EFFECTIVE DATE: 01/31/1992
REFERENCE : 0769
PRINT DATE : 02/03/1992
FORM NUMBER : 611

**PRENTICE HALL CORPORATE SERVICES
ELLEN MELNICK
66 LUCKIE STREET
ATLANTA, GEORGIA 30303**

CERTIFICATE OF NAME CHANGE AGREEMENT

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

DAYS INN'S MANAGEMENT COMPANY, INC.

has filed articles of amendment in the office of the Secretary of State changing its name to

BUCKHEAD HOTEL MANAGEMENT COMPANY, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

**MAX CLELAND
SECRETARY OF STATE**

Verley J. Spivey

**VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE**

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

DAYS INNS MANAGEMENT COMPANY, INC.

Adopted in Accordance
With Section 14-2-1886
of the
Business Corporation Code
of the
State of Georgia

I.

The name of the corporation is Days Inns Management Company, Inc.

II.

The Restated and Amended Articles of Incorporation, filed in the office of the Secretary of State on December 6, 1984 are hereby amended as of this 5th day of January, 1992 by deleting Article I Name and adding a new Article I to read as follows:

"Article I

Name

The name of the corporation is Buckhead Hotel Management Company, Inc."

III.

The amendment herein provided for was duly recommended by the Board of Directors of the corporation to the shareholders of the corporation on January . 1992.

IV.

Such amendment was adopted by all of the Shareholders of the corporation on January 23, 1992.

Executed on January 24, 1992.

DAYS INNS MANAGEMENT COMPANY, INC.

By: 
Robert D. Handley,
Co-Chief Executive Officer

Attest:

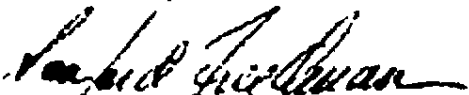

Sanford Freedman,
Assistant Secretary

SECRETARY OF STATE
JAN 31 1 20 PM '92

CERTIFICATE VERIFYING REQUEST AND
PAYMENT FOR PUBLICATION OR REQUISITE NOTICE

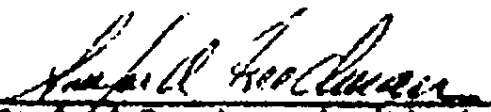
It is hereby certified and verified by the undersigned that the request for publication of a notice of intent to file the annexed articles of amendment to change the name of the corporation and the payment therefor have been made as required by subsection (b) of Section 14-2-1003.1 of the Georgia Business Corporation Code.

Executed on January 24, 1992

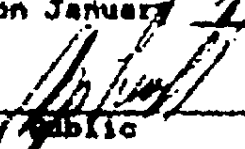

Sanford Freedman, Assistant Secretary

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

Sanford Freedman, being duly sworn, deposes and says that he is the person who executed the foregoing certificate; that he signed the same in the capacity stated beneath his signature thereon; that he has read the foregoing certificate and knows the contents thereof; and that the statements contained therein are true to his own knowledge.


Sanford Freedman, Assistant Secretary

Subscribed and sworn to
before me on January 27, 1992.


Notary Public

NOTARY PUBLIC
STATE OF NEW YORK
No. 31-224791
Qualified in New York County
COMMISSION EXPIRES APRIL 30, 1993

FILE NOW: CORPORATE STATUS WILL BE
DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT
1992



DEPARTMENT OF STATE
CORPORATION
CORPORATION

APPROVED
AND
FILED

1992 APR 22 PM 1:17

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

FILING FEE \$61.25 Make Payable To: Secretary of State

1. Name and Mailing Address of Corporation **DOCUMENT #P04523 (7)**

DAYS INNS MANAGEMENT COMPANY, INC.
2751 BUFORD HIGHWAY, NE
ATLANTA GA 30324-3207

2. If Address in Block 1 is incorrect in any way, and the correct information and order the correct address in Block 2. If no change is made, the address in Block 1 is accepted. The failure of the corporation to file this report is a misdemeanor.

21 Mailing Address	22 P.O. Box No.
23 City and State	24 Zip Code

3. Date Incorporated or Qualified
To Do Business in Florida

12/28/1984

3a. Date of Last Report

07/02/1991

4. FET Number

58-1594136

FET Number Applied To

FET Number Not Applicable

5.

\$8.75

CERTIFICATE OF STATUS DES PRO

6. Name and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information)

1	2 Names of Officers and Directors	3 Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	4 City and State
1	C/D TOLLMAN, STANLEY S.	2751 BUFORD HWY, NE	ATLANTA, GA
2	P/D SNODGRASS, JOHN B.	2751 BUFORD HWY NE	ATLANTA, GA
2a	V/D FREEDMAN, SANFORD	2751 BUFORD HWY, NE	ATLANTA, GA
3	Y/S BUCKBERG, JOEL R.	2751 BUFORD HWY NE	ATLANTA, GA
3a	S BARNES, ROBERT A.	2751 BUFORD HWY, NE	ATLANTA, GA
4	Y COLLINS, DOUGLAS C.	2751 BUFORD HIGHWAY, N.E.	ATLANTA, GA.
4a	T KYLES, LINDA T.	2751 BUFORD HWY, NE	ATLANTA, GA
5	D/P HUNDLEY, MONTY D.	2751 BUFORD HWY, NE	ATLANTA, GA

V. CUTLER JAMES A. 2751 BUFORD HWY, NE ATLANTA GA 4-22-92 JAK

REGISTERED AGENT INFORMATION

C T CORPORATION SYSTEM
8751 W. BROWARD BLVD.
PLANTATION, FL 33324

81 Name	C T CORPORATION SYSTEM
82 Street Address (Do NOT Use P.O. Box Numbers)	1200 S. PINE ISLAND RD.
83 Street Address (Do NOT Use P.O. Box Numbers)	
84 City	PLANTATION
85 State	FL.
86 Zip Code	33324

7. I, the undersigned, do hereby certify that I am a resident of the State of Florida and that I am the registered agent of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above.

Signature of Registered Agent Accepting Appointment

DATE

8. I, the undersigned, do hereby certify that I am a resident of the State of Florida and that I am the registered agent of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above.

9. I, the undersigned, do hereby certify that I am a resident of the State of Florida and that I am the registered agent of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above, and that I am qualified to accept service of process on behalf of the corporation named above.

SIGNATURE *James A. Cutler*
JAMES A. CUTLER
Ex VP / CFO

404 728-4009



ATTN: K. A. Miller (804) 222-7495

✓ Work in

() Call if Problem

() Will Wait

(X) Pick up

6/3 2:00

700000566917
-06/03/83--0114--6.4
*****50 *****

CORPORATION(S) NAME

CHARTER NUMBER

Buckhead HOTEL Management Company Inc

Name Change

Comedy

FILE AMENDMENT -

- Деятельность поруч -

FILED
1933 JUN -3 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR PRENTICE HALL CORPORATE SERVICES' USE ONLY

ATIN

BOJ

VERBAL REQUESTED:

YES OR NO

DATE SENT:

MAHL

SENT TO:

ST./CTY. FEES

SPEC. HANDLE

ME: SINGER

FAX FILE

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

(s. 607.1904, F.S.)

FILED
1993 JUN -3 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Buckhead Hotel Management Company, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: Georgia
3. Date authorized to do business in Florida: 12/28/84

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Bryanston Group, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

Sanford Freedman
Signature

May 12, 1993
Date

Sanford Freedman
Typed or printed name

Executive Vice President, Secretary
Title

Secretary of State
Business Services and Regulation

Suite 313, West Tower

**2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 931460465
PRINT DATE : 05/27/93
FORM NUMBER : 218

**REQUESTED BY:
PRENTICE HALL CORPORATE SERVICES
ATTN: ELLEN MELNICK
66 LUCKIE STREET/STE. 604
ATLANTA, GA 30303**

CERTIFICATE OF FACT

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that:

**"BUCKHEAD HOTEL MANAGEMENT COMPANY, INC.", a Georgia corporation
changed its name to
"BRYANSTON GROUP, INC."
on the 18th day of May, 1993.**

I further certify that "BRYANSTON GROUP, INC." is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution with the office of the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Max Cleland

**MAX CLELAND
SECRETARY OF STATE**

Verley J. Spivey

**VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE**

File Now. Filing Fee after May 1 is \$225.00

APPROVED
AND
FILED

1993



DEPARTMENT OF REVENUE

53 JUN -3 PM 2:34

DOCUMENT # P04523 (7)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BUCKHEAD HOTEL MANAGEMENT COMPANY, INC.

~~2751 BUFORD HWY NE~~

~~ATLANTA GA 30324-3207~~

DEPT. STATE INSTRUCTIONS

3. FILING DATE OF LAST YEAR
12/28/1984

35. FILING DATE
04/22/1992

4. TITLE
581594136

5. CERTIFICATE NO. (SEE PAGE 1)

\$8.75 Additional
Fee Required

6. FILING DATE OF PREVIOUS YEAR
Filing Date (SEE PAGE 1)

\$5.00 Additional
Fee Required

7. FILING DATE OF PREVIOUS YEAR
Filing Date (SEE PAGE 1)

\$138.75 Additional
Fee Not Required

8. FILING DATE OF PREVIOUS YEAR
Filing Date (SEE PAGE 1)

10. Name and Address of New Registered Agent

3. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
PLANTATION FL 33324**

81. Name

82. Address (SEE PAGE 1)

83.

84.

FL

85.

86.

C/D

TOLMAN, STANLEY S.

~~2751 BUFORD HWY NE~~

~~ATLANTA GA~~

V/D

FREEDMAN, SANFORD

~~2751 BUFORD HWY NE~~

~~ATLANTA GA~~

S

BARKES, ROBERT A.

~~2751 BUFORD HWY NE~~

~~ATLANTA GA~~

T

MYLES, LINDA J.

~~2751 BUFORD HWY NE~~

~~ATLANTA GA~~

D/P

MURLEY, MONTY D.

~~2751 BUFORD HWY NE~~

~~ATLANTA GA~~

V

CUTLER, JAMES A.

~~2751 BUFORD HWY NE~~

~~ATLANTA GA~~

**100 Summit Lake Drive
Valhalla, NY 10595
4/5/92**

**100 Summit Lake Drive
Valhalla, NY 10595**

**100 Summit Lake Drive
Valhalla, NY 10595**

**100 Summit Lake Drive
Valhalla, NY 10595**

**100 Summit Lake Drive
Valhalla, NY 10595**

**100 Summit Lake Drive
Valhalla, NY 10595**

910-147-3621

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

APPROVED
AND
FILED

CORPORATION
ANNUAL REPORT
1994



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

94 MAY -1 PM 4:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Corporation Name
BRYANSTON GROUP, INC.

DOCUMENT #
P04523 (7)

2. Mailing Address
100 SUMMIT LAKE DRIVE
3RD FLOOR, NORTH
VALHALLA NY 10595
US

Principal Place of Business
100 SUMMIT LAKE DRIVE
3RD FLOOR, NORTH
VALHALLA NY 10595
US

800001179338
-05/23/94-01044-005
DO #000626: 25 MAY 208.75

For each statement and interest in any way, file through business information and name correction below.

2. Mailing Address	2a. Principal Place of Business	4. FET Number	3b. Date of Last Report
21. 100 Summit Lake Drive	2b. 100 Summit Lake Drive	58-1594136	06/03/1993
22. City, State, and Zip	27. City & State	5. Certificate of Status, Desired	6. Excess Capital, Financing, Trust, Fund Contribution
23. Country	28. Country	\$8.75	\$5.00 May Be Added to Fees
24. Country	29. Country	7. Nonprofit Exempt from \$138.75	8. This corporation has active, pending, or tax under 5-199-012
25. Country	30. Country	Substantive Fee	Florida Statutes

9. Name and Address of Current Registered Agent:

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
PLANTATION FL 33324

81. Name	82. Street Address P.O. Box Number is Not Applicable	83. City	84. State	85. Zip Code
			FL	

11. I, the undersigned, in compliance of Sections 607.0202 and 607.1503 or Section 617.0502 and 617.1506, Florida Statutes, the above named corporation submits this statement: the purpose of changing its registered office or registered agent or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent, then and thereafter, and accept the obligations of Section 607.0203 or 617.0503, Florida Statutes.

SIGNATURE DATE

12. OFFICERS AND DIRECTORS	13. CHANGES TO OFFICERS AND DIRECTORS IN 12
C/O TOLMAN, STANLEY S. 100 SUMMIT LAKE DRIVE VALHALLA NY	14. FIVE 15. NAME 16. STREET ADDRESS 17. CITY, STATE, ZIP
V/O FREEDMAN, SANFORD 100 SUMMIT LAKE DRIVE VALHALLA NY	18. FIVE 19. NAME 20. STREET ADDRESS 21. CITY, STATE, ZIP
BARNES, ROBERT A. 100 SUMMIT LAKE DRIVE VALHALLA NY	22. FIVE 23. NAME 24. STREET ADDRESS 25. CITY, STATE, ZIP
KYLES, LINDA T. 100 SUMMIT LAKE DRIVE VALHALLA NY	26. FIVE 27. NAME 28. STREET ADDRESS 29. CITY, STATE, ZIP
HUNDLEY, MONTY D. 100 SUMMIT LAKE DRIVE VALHALLA NY	30. FIVE 31. NAME 32. STREET ADDRESS 33. CITY, STATE, ZIP
V CUTLER, JAMES A. 100 SUMMIT LAKE DRIVE VALHALLA NY	34. FIVE 35. NAME 36. STREET ADDRESS 37. CITY, STATE, ZIP

14. I, the undersigned, in compliance with the filing of and hereby submitted and does not agree, for the purpose of filing in Section 617.0703, Florida Statutes, to have the corporation's name changed to comply with Section 617.0703 in the event that the corporation is deemed exempt from a 100% annual filing fee. I hereby accept the appointment as registered agent, then and thereafter, and accept the obligations of Section 617.0703, Florida Statutes.

SIGNATURE: *James A. Cutler*
James A. Cutler
4-26-94 747-3056

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR 95
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

95 DEC -6 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P04523 92-95

Corporation Name

Bryanston Group, Inc.

Mailing Address

Principal Place of Business

100 Summit Lake Drive
3rd Floor, North
Valhalla NY 10595

200001671862
-12/27/95--01045--003
***967.50 ***383.75

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, If Applicable		3. New Principal Office Address, If Applicable		4. Date Incorporated or Qualified To Do Business in Florida 12/28/1984	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. FEI Number 58-1594136	
City & State		City & State		6. CERTIFICATE OF STATUS DESIRED ☒ 20.75 Additional Fee required for a Certificate of Status	
Zip	Country	Zip	Country		

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)			
1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City, State, Zip
CEO	Tollman, Stanley S.	100 Summit Lake Drive	Valhalla NY
V/P	Freedman, Sanford	100 Summit Lake Drive	Valhalla NY
D/P	Hundley, Monty D.	100 Summit Lake Drive	Valhalla NY
V	Cutler, James A.	100 Summit Lake Drive	Valhalla NY

8. Name and Address of Current Registered Agent		9. Name and Address of New Registered Agent	
CT Corporation System 1200 South Pine Island Rd Plantation FL 33324		The Prentice-Hall Corporation System, Inc. Street Address (P.O. Box Number is Not Acceptable) 1201 Hayes Street Suite, Apt. #, Etc. Suite 105 City Tallahassee State FL Zip Code 32301	

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent: Marcia A. Hawner Asst. Sec.
Date: 12-5-95

11. If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box ☐ (See other side for additional information)

12. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒ (See other side for information on intangible tax)

I do hereby certify that the information supplied with this form is voluntarily furnished and does not qualify for the exemption stated in Section 19.07(3)(a), Florida Statutes. I declare the Division of Corporations from any liability or non-compliance with Section 19.07(3)(a) in the event that the information supplied is determined to be false or misleading. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this application as provided for in Chapter 607 of the Florida Statutes, and that the reinstatement application for a corporation has been submitted. The corporate name satisfies the requirements of section 607.0401 or 607.0402, F.S., and the corporation has been duly organized. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if it were signed by the corporation.

SIGNATURE: [Signature]
PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: [Name]
Date: 11/6/95 9:47:36