

P09047

HUNTON &
WILLIAMS

ONE BISCAYNE TOWER
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2 SOUTH BISCAYNE BOULEVARD
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NANCY FREINBERG
Legal Assistant
DIRECT DIAL: 305 • 810 • 2566
EMAIL: nfreinberg@hunton.com

November 30, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/04/00--01098--007
*****70.00 *****35.00

To Whom It May Concern:

Enclosed please find Officer/Director Resignation forms for Thomas Arasi and Frank Van Der Post of Intercontinental Florida Operating Corp. and a check payable to Florida Department of State in the amount of \$70.00 for filing fees.

Very truly yours,

Nancy Freinberg
Nancy Freinberg
Legal Assistant

/nf
encl.

FILED
01 JAN 25 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. PAYNE JAN 25 2001

O/D resign.
sf

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WILLIAMS**

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NANCY FREINBERG
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DIRECT DIAL: 305 • 810 • 2566
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January 23, 2001

FILE NO:

Susan Payne
Senior Section Administrator
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

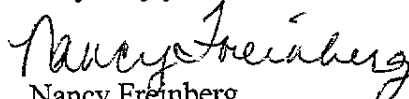
Re: Intercontinental Florida Operating Corp.

Dear Ms. Payne:

Pursuant to our telephone conversation today, I enclose the documents you sent back to me on 12/11/00. Thomas Arasi signed the Resignation with the attached Schedule 1, listing all of the companies he is resigning from. At the bottom of the first page is Intercontinental Florida Operating Corp. At this time, I am only concerned with filing the Resignation for Intercontinental Florida Operating Corp.

If you have any questions, please call me at (305) 810-2566.

Very truly yours,


Nancy Freinberg
Legal Assistant

/nf
encl.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 11, 2000

Nancy Freinberg, Legal Assistant
Hunton & Williams
2 S. Biscayne Tower, Suite 2500
Miami, FL 33131-1802

SUBJECT: INTERCONTINENTAL FLORIDA OPERATING CORP.
Ref. Number: P09047

We have received your document for INTERCONTINENTAL FLORIDA OPERATING CORP. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The officer/director resignation form is not signed by Mr. Arasi.

The attachment whereby Mr. Arasi is resigning from a large number of entities is being returned. If a resignation is to be filed for each entity, a document and filing fee of \$35 must be submitted for each entity.

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) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 000A00062365

FILED

01 JAN 25 AM 3: 56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER / DIRECTOR RESIGNATION

I, Thomas Arasi, hereby resign as Director
(Title)

of Intercontinental Florida Operating Corp.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.


See attached
(Signature of resigning officer/director)

FILING FEE IS \$35.00

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Resignation

I, Thomas Arasi, do hereby resign as an officer, manager and/or a director of each of the companies shown on Schedule 1 attached hereto and incorporated herein by reference, effective as of October 1, 2000.


Thomas Arasi

Schedule 1

Austin Innkeepers, Inc.
BHMC GenPar, L.L.C.
Barclay Operating Corp.
Bass (U.S.A.) Franchising, Inc.
Bass (U.S.A.) Incorporated
Bass Hotels & Resorts (Jamaica) Limited
Bass Hotels & Resorts, Inc.
Bass Hotels International Services, Inc.
Bass Management Services, Inc.
Bristol Acquisition Beverage Company
Bristol Hospitality Tenant Company
Bristol Hotel Beverage Company
Bristol Hotel Management Corporation
Bristol Hotel Tenant Company
Bristol Hotels & Resorts
Bristol Kansas Beverage Company
Bristol Lodging Tenant Company
Bristol Oakbrook Tenant Company
Bristol SLC Management Company
Bristol Salt Lake Tenant Company
Bristol W Tenant Company
Crowne Plaza (Puerto Rico), Inc.
Crowne Plaza, Inc.
Glenjon, Inc.
H.I. Ravinia, Inc.
Harvey Hotel Purchasing Company
Holiday Hospitality Franchising, Inc.
Holiday Inns (South America), Inc.
Holiday Inns of America, Inc.
IHC Hopkins (Holdings) Corp.
IHC M-H (Holdings) Corp.
IHC Willard (Holdings) Corp.
Illinois Hotels Corp.
Indian Valley Realty Corp.
Inter-Continental Florida Investment Corp.
Inter-Continental Florida Partner Corp.
Inter-Continental Hotels (Montreal) Operating Corporation
Inter-Continental Hotels (Montreal) Owning Corporation
Inter-Continental Hotels Corporation
Inter-Continental Los Angeles Operating Corp.
Intercontinental Chicago Operating Corp.
Intercontinental D.C. Operating Corp.
Intercontinental Florida Operating Corp.

Intercontinental Holding Company
Intercontinental Hospitality Corporation
Intercontinental Hotels of San Francisco, Inc.
Intercontinental Overseas Holding Corporation
Louisiana Acquisitions Corp.
Powell Pine, Inc.
Riverfront Investment Co., Inc.
Tex-Ken, Inc.
Town Park Hotel Corporation