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CT CORPORATION SYSTEM

1025 Vermont Avenue, NW
Washington, DC 20005
Tel. 202 393 1747
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May 6, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100002873951--3
-05/13/99--01072--004
****35.00 ****35.00

RE: CapStar Hotels of Tallahassee, Inc.

Sir/Madam:

As requested by counsel, we enclose for filing a Dissolution on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions, or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-336-3376.

Thank you for your cooperation in this matter

Very truly yours,

CT Corporation System

Kristie Jenkins
Kristie Jenkins
Customer Specialist

FILED
99 MAY 13 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISS.
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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is CapStar Hotels of Tallahassee, Inc.

SECOND: The articles of incorporation were filed on June 22, 1994.

THIRD: None of the corporation's shares have been issued.
 The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution

A majority of the incorporators authorized the dissolution.
 A majority of the directors authorized the dissolution.

Signed this Fourth day of May, 1999.

Signature



Christopher L. Bennett, Vice President,

Legal

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA