

F02000003205

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850) 205-0383

From: SUZANNE M. McLAUGHEIN
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 650-1065

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DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

HU Galleria Tenant Corporation

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

H02000156176 8

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

- 1. Hi Galleria Tenant Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. Delaware (State or country under the law of which it is incorporated)
- 3. Applied for (FEI number, if applicable)
- 4. 6/18/2002 (Date of incorporation)
- 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon qualification (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. PO Box 4920, Orlando FL 32802-4920
(Current mailing address)

8. Transacting business as owner/manager of hotel
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Robert A. Bourne

Office Address: 450 S. Orange Avenue
Orlando, Florida, 32801
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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H02000156176 8

H02000156176 8

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: James M. Seneff Jr.

Address: 450 S. Orange Avenue, Orlando FL 32801

Vice Chairman: _____

Address: _____

Director: Robert A. Bourne

Address: 450 S. Orange Avenue, Orlando FL 32801

Director: Thomas J. Hutchison, III

Address: 450 S. Orange Avenue, Orlando FL 32801

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Robert A. Bourne

Address: 450 S. Orange Avenue, Orlando FL 32801

Vice President: _____

Address: _____

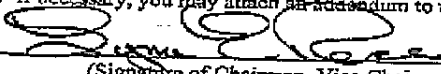
Secretary: Lynn E. Rose

Address: 450 S. Orange Avenue, Orlando FL 32801

Treasurer: Robert A. Bourne

Address: 450 S. Orange Avenue, Orlando FL 32801

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Lynn E. Rose, Secretary
(Typed or printed name and capacity of person signing application)

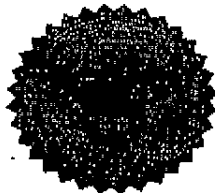
H02000156176 8

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HI GALLERIA TENANT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF JUNE, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1838944

DATE: 06-19-02

H02000156176 8