

Filing Fee: \$150.00

ID Number: 146007



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION
(To Be Filed In Duplicate)

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
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Pursuant to the provisions of Section 7-16-49 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

Accor Franchising North America, LLC *(re) 6/2002 OK consent attached*

2. The name, if different, under which it proposes to register and transact business in Rhode Island is:

3. The limited liability company is organized under the laws of Delaware

4. The date of its organization is 01/07/2005

5. The period of duration of the limited liability company is (if perpetual, so state) Perpetual

6. The address of the limited liability company's resident agent in Rhode Island is:

10 Weybosset Street Providence , RI 02903
(Street Address, not P O Box) (City/Town) (Zip Code)

and the name of the resident agent at such address is CT CORPORATION SYSTEM
(Name of Agent)

7. The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:

1209 Orange Street, Wilmington, DE 19801

9. The mailing address for the limited liability company is:

4001 International Parkway, Carrollton, TX 75007



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By 9/2 58589

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10. The limited liability company is to be managed by:

(Check one box only)

its members or by one (1) or more managers

11. If the limited liability company has managers at the time of filing this application, please list the name and address of each manager:

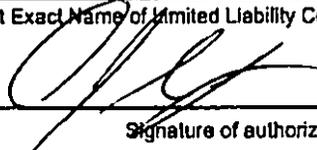
<u>Manager</u>	<u>Address</u>
Accor North America, Inc	4001 International Parkway, Carrollton, TX 75007

12. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 1/19/2005

Accor Franchising North America, LLC
Print Exact Name of Limited Liability Company Making Application

By 
Signature of authorized person
Accor North America, Inc, Manager, by Alan J. Rabinowitz



February 22, 2005

State of Rhode Island and Providence Plantations
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

Accor North America

4001 International Parkway
Carrollton, Texas 75007
Tel: 972 360 9000

www.accor.com

Sofitel
Novotel
Ibis
Red Roof Inns
Studio 6
Motel 6

RE: Accor Franchising North America, LLC –
Limited Liability Company Application For Registration to
Transact Business in the State of Rhode Island

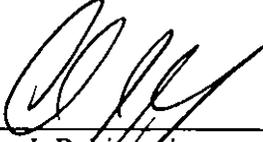
Gentlemen:

By signature below, Accor North America, Inc., a Delaware corporation registered to do business in the State of Rhode Island under ID No. 67082, hereby grants its consent and authorization for the use of the name "Accor Franchising North America, LLC" in the State of Rhode Island by that certain Delaware limited liability company organized January 7, 2005, additionally defined by the Limited Liability Company Application for Registration currently pending in the State of Rhode Island and Providence Plantations as reflected in Exhibit "A" attached hereto and incorporated herein.

DATED this 22 day of February, 2005.

ACCOR NORTH AMERICA, INC.

By: _____


Alan J. Rabinowitz
Executive Vice President,
General Counsel & Secretary

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACCOR FRANCHISING NORTH AMERICA, LLC" 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 TENTH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ACCOR FRANCHISING NORTH AMERICA, LLC" WAS FORMED ON THE SEVENTH DAY OF JANUARY, A.D. 2005.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3606589

DATE: 01-10-05