



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

FICTITIOUS BUSINESS NAME STATEMENT
(To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-1.1-7.1, 7-16-9 or 7-13-2 of the General Laws, 1956, as amended, the undersigned business corporation, limited liability company or limited partnership hereby submits the following statement for authority to transact business in the state of Rhode Island under a fictitious business name:

1. The legal name of the applicant business corporation, limited liability company or limited partnership is:
Sun Hospitality Group, Inc.
2. The fictitious business name to be used is Sand Dollar Inn 1
3. The state or territory under the laws of which it is incorporated, organized or formed is Rhode Island
4. The date of incorporation, organization or formation is May 1, 2002
5. If a business corporation, the address of its registered office within Rhode Island is 122 Touro Street,
Newport, RI 02840
6. If a business corporation, the business in which it is engaged transient guest facility
7. Applicant is otherwise authorized to do business in the state of Rhode Island.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: July 24, 2002

Sun Hospitality Group, Inc.

Name of Applicant Corporation, Limited Liability Company or Limited Partnership

FILED
AUG 06 2002
By CE# 43
89362

By [Signature] President
Signature of Officer for the Corporation Title

or

By _____
Signature of Authorized Person for the Limited Liability Company

or

By _____
Signature of Authorized Person for the Limited Partnership

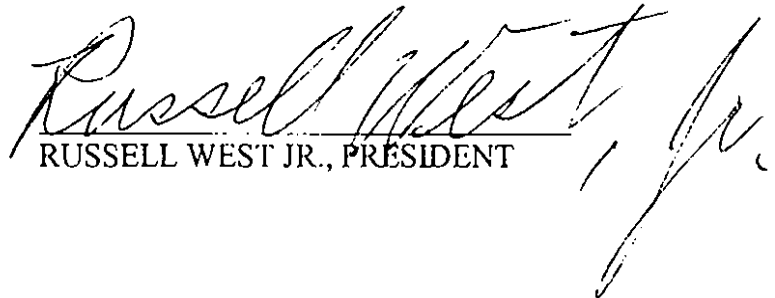
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SECRETARY OF STATE
CORPORATIONS DIV.

TO: SUN HOSPITALITY GROUP, INC.

I, RUSSELL WEST JR., President of the SAND DOLLAR INN, INC., hereby permits SUN HOSPITALITY GROUP, INC. to use any part of the name "SAND DOLLAR INN" and further permits SUN HOSPITALITY GROUP, INC. the right to do business under the trade name "SAND DOLLAR INN" in connection with the operations of a motel business at 171 Post Road, Westerly, RI.

IN WITNESS WHEREOF, Seller has executed this agreement on the *1st* day of August, 2002.

SAND DOLLAR INN, INC.


RUSSELL WEST JR., PRESIDENT