

## CERTIFICATE OF AUTHORITY OF

#### ROYAL CREST INNS OF AMERICA

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of
for a Certificate of Authority to transact business in this State.
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Authority toROYAL CREST INNS OF AMERICA
to transact business in this State under the name <b>ROYAL CREST INES OF AMERICA</b>
and attach hereto a duplicate original of the Application
for such Certificate.
Dated
CAT SEAL
SECRETARY OF STATE
SECRETARY OF STATE
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Authority to transact bus		ROYAL	CREST	INNS C	F AM	MERICA		
The name of the corporat	ion is			CRE	TAR	Y OF	;	
*The name which it shall t	use in Idaho is	ROYAL		СТ	$\Lambda$			
It is incorporated under the	he laws of	Nevada	,					·
The date of its incorporat	tion isJ	une 6,	1978			an	d the perio	od of its
duration isPortion				 nder the !	aws of	which it i	s incorno	rated is
241 Ridge Stree	_						s moorpo	
The address of its propose	ed registered of	fice in Idah	10 is	025 Sc	outh	Capito	01	
registered agent in Idaho: The purpose or purposes	e, Idaho at that address s which it prop	is <u>J(</u>	OE SCHM	IIDT		the name		
registered agent in Idaho: The purpose or purposes Motel,	e, Idaho atthataddress s which it prop Restaura	is <u>J(</u> poses to pu nt and	DE SCHM prsue in the Bar	IIDT e transact	tion of			
registered agent in Idaho: The purpose or purposes Motel,  The names and respective	e, Idaho at that address s which it prop Restaura we addresses of	is J(  poses to pu  nt and  its director	OE SCHM arsue in the Bar ors and off	IIDT e transact	tion of	business i		
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registered agent in Idaho: The purpose or purposes Motel,  The names and respective  Name  ILLIAM H. MYERS HARLES R. SILVE	e, Idaho  at that address s which it prop Restaura  ve addresses of Cha , JR. the	is J(coses to put and its director life and Board sident	OE SCHMursue in the Bar  ors and off  of  & Directory	icers are:	821 821	Address Ryland Ryland	n Idaho a	o, Ne
registered agent in Idaho: The purpose or purposes Motel,  The names and respective  Name  ILLIAM H. MYERS HARLES R. SILVE	e, Idaho  at that address s which it prop Restaura  ve addresses of  Cha , JR. the R Pre Secy-T	is	DE SCHMorsue in the Bar  Dors and off  of  & Directors	icers are:	821 821 821	Address Ryland Ryland Ryland	n Idaho a	o, Ne
registered agent in Idaho: The purpose or purposes Motel,  The names and respective  Name  ILLIAM H. MYERS HARLES R. SILVE: OBERT REILLY HARLOTTE J. McD:	e, Idaho at that address s which it prop Restaura ve addresses of Cha , JR. the R Pre Secy-T ERMOTT AS	is	of & Direct Secret	icers are:	821 821 821 821 7125	Address Ryland Ryland Ryland	n Idaho a	o, Neo, Neo, Neo, Neo, Neo, Neo, Neo, Ne
registered agent in Idaho: The purpose or purposes Motel,  The names and respective  Name  ILLIAM H. MYERS HARLES R. SILVE: OBERT REILLY HARLOTTE J. McD: G. NIKITAS	e, Idaho  at that address s which it prop Restaura  ve addresses of Cha , JR. the R Pre Secy-T ERMOTT As Vic	is J(  coses to pue  nt and  its director  i	ors and off  of  & Direct Secretident	icers are:	821 821 821 821 7125 Tual	Address Ryland Ryland Ryland Ryland Ryland Ryland Ryland Ryland Latin,	n Idaho a	o, Neo, Neo, Neo, Neo, Neo, Neo, Neo, Ne
registered agent in Idaho: The purpose or purposes Motel,  The names and respective  Name  ILLIAM H. MYERS HARLES R. SILVE: OBERT REILLY HARLOTTE J. McD. G. NIKITAS  The aggregate number o	e, Idaho  at that address s which it prop Restaura  ve addresses of Cha , JR. the R Pre Secy-T ERMOTT As Vic	is J(coses to punt and its director and sident reas & sistante Pres	of & Direct Secretident	icers are: ector ector tor etary	821 821 821 7125 Tual	Address Ryland Ryland Ryland Ryland Ryland Ryland Ryland Ryland Latin,	n Idaho a  i, Ren i, Ren i, Ren i, Ren in Nyber orego: ir value of	o, Neo, Neo, Neo, Neo, Neo, Neo, Neo, Ne
registered agent in Idaho: The purpose or purposes Motel,  The names and respective  Name  TLLIAM H. MYERS HARLES R. SILVE OBERT REILLY HARLOTTE J. McD. G. NIKITAS  The aggregate number of and shares without party	e, Idaho  at that address s which it prop Restaura  ve addresses of Cha , JR. the R Pre Secy-T ERMOTT As Vic	is J(coses to punt and its director and sident reas & sistante Pres	of & Direct Secretident	icers are: ector ector tor etary	821 821 821 7125 Tual	Address Ryland Ryland Ryland Ryland S.W. latin, classes, pa	n Idaho a  i, Ren i, Ren i, Ren i, Ren in Nyber orego: ir value of	o, Neo, Neo, Neo, Neo, Neo, Neo, Neo, Ne

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.  12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, due authenticated by the proper officer of the state or country under the laws of which it is incorporated by the proper officer of the state or country under the laws of which it is incorporated by the proper officer of the state or country under the laws of which it is incorporated by the proper officer of the state or country of the laws of which it is incorporated by the proper officer of the state or country of the laws of which it is incorporated by the laws of the laws of which it is incorporated by the laws of the laws of which it is incorporated by the laws of the laws of which it is incorporated by the laws of the laws of which it is incorporated by the laws of which it is incorpora	Number of Shares	of Shares Class		Par Value Per Share or Statement That Shares Are Without Par Value				
State of Idaho.  12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, du authenticated by the proper officer of the state or country under the laws of which it is incorporate July	25,000	common		\$1.00				
By CHARLES R. SILVER  CHARLES R. SILVER  By CHARLES R. SILVER  CHARLOTTE J. McDERMOTT  Its Assistant Secretary  STATE OF NEVADA  Secretary  STATE OF WASHOE  I, Julia Braly  I, Julia Braly  This day of July  This CHARLES R. SILVER  The CHARLES R. SILVER	= = = = = = = = = = = = = = = = = = = =	and shall c	omply with t	he provisions of the Constitution and the laws of the				
ROYAL CREST INNS OF AMERICA  By CHARLES R. SILVER  And CHARLOTTE J. McDERMOTT  Its Assistant Secretary  STATE OF NEVADA  OUNTY OF WASHOE  I, Julia Braly  I, Julia Braly  I, July  Its Assistant Secretary  Secretary  OUNTY OF WASHOE  OUNTY OUNTY OUNTY OUNTY OUNTY OUNTY  OUNTY OUNTY OUNTY  OUNTY OUNTY OUNTY  OUNTY  O	authenticated by the pro	per officer						
By CHARLES R. SILVER  and CHARLOTTE J. McDERMOTT  Its Assistant Secretary  STATE OF NEVADA  OUNTY OF WASHOE  I, Julia Braly  I, Julia Braly  This Assistant Secretary  OUNTY OF WASHOE  OUNTY OUNTY  OUNTY OF WASHOE  OUNTY OUNTY  OUNTY  OUNTY OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY  OUNTY	Dated	July		, 19 <sup>80</sup>				
Assistant Secretary  STATE OF NEVADA   Secretary   State of NEVADA   Secretary   State of NEVADA   Secretary   Secretary   Secretary   Secretary   State of NEVADA   Secretary   Secretary								
STATE OF NEVADA    COUNTY OF WASHOE   Section			und	LOTTE J. McDERMOTT				
COUNTY OF			I	ts Assistant Secretary				
I,	STATE OFNEVADA		)					
this	COUNTY OFWASHO	Е	)ss: )					
CHARLES R. SILVER	I, Julia							
me				, 19_80, personally appeared before				
that he signed the foregoing document as		PITATIV	<u> </u>	, who being by me first duly sworn, declared that h				
statements therein contained are true.  Julia Braly	is the President		_ofRC	YAL CREST INNS OF AMERICA				
Julia Broly Notary Public			as Pr	resident of the corporation and that the				
Notary Public		_	$\longrightarrow$	ulia Broly				
				Notary Public				



#### STATE OF NEVADA DEPARTMENT OF STATE

#### CERTIFICATE OF CORPORATE STATUS

I, WM. D. SWACKHAMER, the duly qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation or suspension of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate,

#### ROYAL CREST INNS OF AMERICA

is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State as a subsisting corporation.

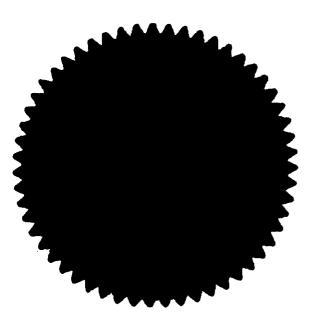
IN WITNESS WHEREOF, I have hereunto set my hand

July

and affixed the Great Seal of the State at my office in

Carson City, Nevada, this. ∡day of

... A. D., 19



## RECEIVED

OFFICE OF
WM. D. SWACKHAMER

**'**80 <u>Jul</u> 28 Am 8 5s



### DEPARTMENT OF STATE

I, Wm. D. Swackhamer, the duly elected Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of

ROYAL CREST INNS OF AMERICA

FILEU

Jun 13 4 09 PM 18

ALEX GOON, CLERK

BY ALEX

DEPUTY

as the same appears on file and of record in this office.

Secretary of State

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Deputy

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FILET SECTION OF STATE AND THE STATE OF NEVADA

JUN - 6 1978

ARTICLES OF INCORPORATION

WML SWACKHAMER - SECRETARY OF STATE

of

ROYAL CREST INNS OF AMERICA

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned do hereby associate themselves into a corporation, under and by virtue of the Nevada Revised Statutes, Title 7, Chapter 78, as amended, and do hereby certify and adopt the following Articles of Incorporation:

#### ARTICLE I.

The name of the Corporation is:

ROYAL CREST INNS OF AMERICA

#### ARTICLE II.

The location of the principal office of the corporation in the State of Nevada is 241 Ridge Street, Suite 440, Reno, Nevada. Branch offices may hereafter be established at such other place or places, either within or without the State of Nevada as may be determined from time to time by the Board of Directors.

#### ARTICLE III.

The purpose for which said corporation is formed is: To engage in any lawful activity.

#### ARTICLE IV.

The amount of the authorized capital stock of this corporation is \$25,000.00 divided into 25,000 shares of the par value of \$1.00 per share.

Any and all shares of stock of this corporation of any class shall be paid in as the Board of Directors may designate and as provided by law, in cash, real or personal property, option to purchase, or any other valuable right or thing, for the uses and purposes of the corporation, and said shares of stock when issued in exchange therefor shall thereupon and thereby become and be fully paid, the same as though paid for in cash, and shall be

nonassessable forever, and the judgment of the Board of Directors of the corporation concerning the value of the property, right or thing, acquired in purchase or exchange for capital stock shall be conclusive. No stockholder shall have any preemptive rights.

#### ARTICLE V.

Members of the governing board shall be known as "Directors" and the number thereof shall not be less than three (3) nor more than five (5), the exact number to be fixed by the Board of Directors of the corporation, provided that the number so fixed by the Directors may be increased or decreased from time to time.

#### ARTICLE VI.

The names and addresses of the first Board of Directors of the corporation, which are three (3) are as follows:

DONNA J. GERWIN 49 West Taylor Street Reno, Nevada 89509

LINDA BARRETO 2461 Riviera Reno, Nevada 89509

JULIA BRALY 681 Oakwood Drive #3 Sparks, Nevada 89431

#### ARTICLE VII.

The stock of this corporation, after the amount of the subscription price, or par value has been fully paid in, shall be nonassessable forever, and shall not be subject to pay the debts of the corporation.

#### ARTICLE VIII.

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

DONNA J. GERWIN 49 West Taylor Street Reno, Nevada 89509

LINDA BARRETO 2461 Riviera Reno, Nevada 89509

JULIA BRALY 681 Oakwood Drive #3 Sparks, Nevada 89431

#### ARTICLE IX.

The corporation is to have perpetual existence.

#### ARTICLE X.

A resolution, in writing, signed by all of the members of the Board of Directors of the corporation, shall be and constitute action by the Board of Directors to the effect therein expressed with the same force and effect as though such resolution has been passed at a duly convened meeting, and it shall be the duty of the Secretary to record every such resolution in the Minute Book of the corporation under its proper date.

#### ARTICLE XI.

The Directors shall have the power to make and alter the By-laws of the corporation. By-laws so made by the Directors under the power so conferred may be altered, amended or repealed by the Directors or by the Stockholders at any meeting called and held for that purpose.

IN WITNESS WHEREOF, we have hereunto set our hands and executed these Articles of Incorporation this 1st day of June, 1978.

Monna J. GERWIN

LINDA BARRETO

JULIA BRALY

STATE OF NEVADA )
: ss.
COUNTY OF WASHOE)

On this 1st day of June, 1978, personally appeared before the undersigned, a Notary Public in and for the County of Washoe, State of Nevada, DONNA J. GERWIN, LINDA BARRETO and JULIA BRALY, known to me to be the persons described in and who executed the foregoing instrument and who acknowledged to me that they and each of them executed the foregoing instrument freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Notary Public

M. MARIE WHITTENTON

Notary Public - More of Maroda Washes County

My Commission Expires Sept. 16, 1979