

State of Idaho

Department of State

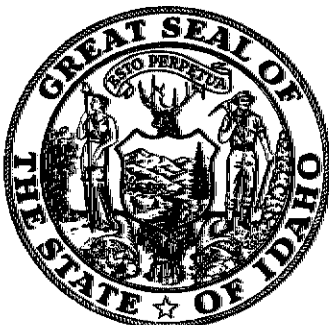
AMENDED CERTIFICATE OF AUTHORITY OF

HOSPITALITY FRANCHISE SYSTEMS, INC.
File Number C 104654

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HOSPITALITY FRANCHISE SYSTEMS, INC. for an Amended Certificate of Authority to transact business in this State, duly executed 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 Amended Certificate of Authority to HFS INCORPORATED to transact business in this State under the name HFS INCORPORATED and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: November 27, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Harold*

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

10 38 AM '95
SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on 01/04/94,
authorizing it to transact business in the State of Idaho under the name of Hospitality Franchise
Systems, Inc.
2. Its corporate name has been changed to HFS Incorporated

(Note: If the corporation name has not been changed, insert "No change.")
3. The name which it shall use hereafter in the State of Idaho is HFS Incorporated
4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to
those set forth in its prior application for certificate of authority, as follow : No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated: 11/15/95

HFS Incorporated

(Corporation Name)

By

[Signature]
Its President Sr. Vice President Secretary or Assistant Secretary
(please specify)

Submit application and filing fee to:

Office of the Secretary of State
Division of Corporations

IDAHO SECRETARY OF STATE
19951127 0900 17070 2 CACA
Secretary of State use only CR #: 74279 CUST# 47631
AMEND CERT
1@ 30.00= 30.00

File two copies.

If a name change, attach certificate of fact from state of incorporation.

Fee: \$30.00

#:

NOV 27 10 38 AM '95
SECRETARY OF STATE
STATE OF IDAHO

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HOSPITALITY FRANCHISE SYSTEMS, INC.", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME TO "HFS INCORPORATED", THE THIRTY-FIRST DAY OF AUGUST, A.D. 1995, AT 2 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2230596 8320

DATE: 7714399

950257990

11-16-95