



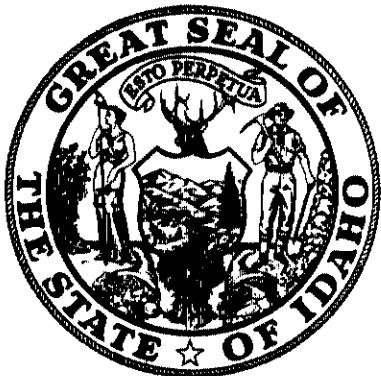
**CERTIFICATE OF INCORPORATION
OF**

CSL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 26, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: ____

ARTICLES OF INCORPORATION
OF
CSL, INC.

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SECRETARY OF STATE
for one

The undersigned, acting as incorporators of a corporation under the Idaho
Business Corporation Act, adopt the following Articles of Incorporation for such
corporation:

FIRST: The name of the corporation is CSL, INC.
SECOND: The period of its duration is perpetual.
THIRD: The purpose or purposes for which the corporation is organized
are the conduct of a hotel or motel and such other lawful business for which
corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one hundred shares of par value of \$10.00 each.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation and of the initial registered agent are: George McKovich III, -P.O. 800 BENNER ST., Box 193, Stanley, Idaho 83278.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two. The names and addresses of the persons who are to serve as directors are:

James Holley HC 64 Box 9900
Stanley, Idaho 83278

George McKovich III **P.O. Box 193**
Stanley, Idaho 83278

NINTH: The name and address of the person who is the incorporator is:

James Holley HC 64 Box 9900
Stanley, Idaho 83278

THE UNDERSIGNED, being the original incorporator and subscriber to the capital stock hereinbefore named for the purposes of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws

of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set their hands and seals this 24th day of September, 1990.



James Holley

STATE OF IDAHO)
County of Custer)

On this 24th day of September, 1990, before me, the undersigned, a Notary Public in and for the said State, personally appeared James Holley, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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

Jerry F. Forderer
Notary Public for:
Residing at: Sturtev
My Commission Expires: June 6 1994