

# State of Idaho

## Department of State

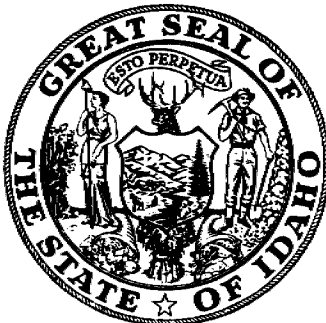
### CERTIFICATE OF AUTHORITY OF

HAMPTON INNS, INC.  
File number C 106987

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HAMPTON INNS, INC. 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 to HAMPTON INNS, INC. to transact business in this State under the name HAMPTON INNS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: July 15, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Lily J. Clark*

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SECRETARY OF STATE

## APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Hampton Inns, Inc.
2. The name which it shall use in Idaho is Hampton Inns, Inc.  
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is March 23, 1984 and the period of its duration, if other than perpetual, is \_\_\_\_\_
5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o CT Corporation System, 1209 Orange Street, Wilmington, DE 19801
6. The address to which correspondence should be addressed, if different than item 5, is \_\_\_\_\_
7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701 and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:  
Ownership, operation and management of hotel and activities related thereto

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State  
Division of Corporations  
Statehouse, Room 203  
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE

19940715 0900 13772 2

CK #: 55499 CUST# 2018

CORP

1@ 140.00= 140.00

ACA583

File Two Copies along with a Certificate  
of Corporate Status or Existence

(IDAHO - 2542 - 7/13/93)

Fee: \$100 if typed with no attachments

\$120 if not typed or if attachments are included

# : C

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached List.		

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: July 13 1994

Hampton Inns, Inc.  
 By [Signature] (Corporation name)  
 its President/Vice President (please specify)  
 and Ronald Halpern  
 its Secretary/Assistant Secretary (please specify)

STATE OF Tennessee )  
 ) ss:  
 COUNTY OF Shelby )

I, Lucile E. Miller, a notary public, do hereby certify that on this 13<sup>th</sup> day of July, 19 94, personally appeared before me Raymond E. Schultz, who being by me first duly sworn, declared that (s)he is the President of Hampton Inns, Inc.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.

Lucile E. Miller  
 Notary Public

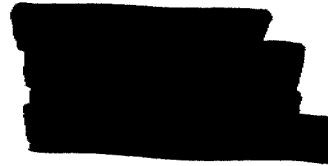
MY COMMISSION EXPIRES DEC. 9, 1996

**HAMPTON INNS, INC.**

**Raymond E. Schultz**  
**PRES, CEO, DIRECTOR**  
6800 Poplar Ave.  
Memphis, TN 38139

**Timothy J. Jeffrey**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**David C. Sullivan**  
**EXEC. VP, COO**  
6800 Poplar Ave.  
Memphis, TN 38139



**Thomas L. Keltner**  
**SR. VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Else O'Malley**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Mark C. Wells**  
**SR. VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Steven Dean Porter**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Donald Dempsey**  
**SR. VP, TREASURER**  
6800 Poplar Ave.  
Memphis, TN 38139

**Thomas P. Powell**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Edwin F. Ansbros**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**M. Davis Smith**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Henry J. Carls**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Frederick G. Schultz**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Lorna Brown-Ray**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Jules Sowder**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Patricia R. Ferguson**  
**VICE PRESIDENT**  
6800 Poplar Ave.  
Memphis, TN 38139

**Stephen H. Brammell**  
**ASSISTANT SECRETARY**  
1023 Cherry Road  
Memphis, TN 38117

**M. Ronald Halpern**  
**VICE PRES, SECRETARY**  
6800 Poplar Ave.  
Memphis, TN 38139

**Philip G. Satrie**  
**DIRECTOR**  
1023 Cherry Road  
Memphis, TN 38117

Office of the Secretary of State

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SECRETARY OF STATE EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "HAMPTON INNS, INC." IS DULY  
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN  
GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE  
RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY,  
A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE  
BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES  
HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2031295 8300

944129810

AUTHENTICATION:

7181043

DATE:

07-14-94