

State of Idaho

Department of State

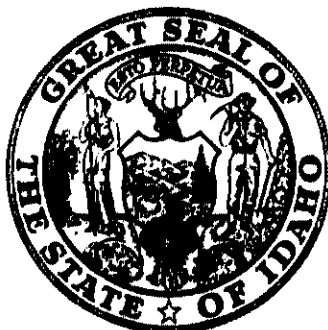
CERTIFICATE OF INCORPORATION OF

KNOB HILL INN, 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: December 09, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonny Coulson

Corporation Clerk

RECORDED
SEC. OF STATE
91 DEC 9 AM 8 57

ARTICLES OF INCORPORATION
OF
KNOB HILL INN, INC.

The undersigned, acting as incorporator under the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

1. NAME. The name of the corporation is: Knob Hill Inn, Inc.

2. DURATION. The period of its duration is perpetual.

3. PURPOSES. The purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. STOCK. The corporation shall have the authority to issue 100,000 shares of capital stock, all of one (1) class, ONE DOLLAR (\$1.00) par value.

5. ADDRESS. The address of the initial registered office of the corporation is:

Post Office Address: Post Office Box 486
Ketchum, ID 83340

Street Address: 960 North Main
Ketchum, ID 83340

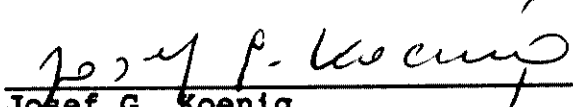
The name of the initial registered agent of the corporation at the above address is: Josef G. Koenig.

6. INITIAL DIRECTORS. The number of directors constituting the initial Board of Directors is three (3), whose names and addresses are:

Josef G. Koenig	Post Office Box 486 Ketchum, ID 83340
Sandra Lou Koenig	Post Office Box 486 Ketchum, ID 83340
George R. Kneeland	601 Rancho Circle Las Vegas, NV 89107

7. INCORPORATOR. The name and address of the incorporator is: Josef G. Koenig
Post Office Box 486
Ketchum, ID 83340

IN WITNESS WHEREOF, I have hereunto set my hand this 4th day of December, 1991.



Josef G. Koenig

STATE OF IDAHO)
) ss.
County of Blaine)

On this 4th day of December, 1991, before me, a Notary Public in and for said State, personally appeared JOSEF G. KOENIG, known 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 the day and year in this certificate above written.

(Seal)


NOTARY PUBLIC FOR IDAHO
Residence: Ketchum
Commission expires: 3/27/97

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