

State of Idaho

Department of State

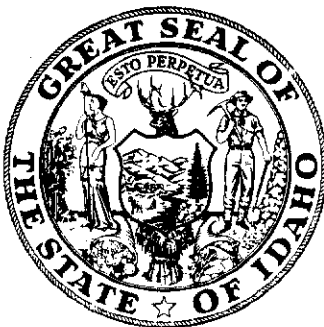
CERTIFICATE OF AUTHORITY OF

BOISE RIVERSIDE HOTEL CORP.
File number C 117240

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

Dated: November 26, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *L. J. [Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Boise Riverside Hotel Corp.
2. The name which it shall use in Idaho is Boise Riverside Hotel Corp.
3. It is incorporated under the laws of State of Oregon.
4. Its date of incorporation is 10/8/96 and its duration, if other than perpetual, is perpetual.
5. The address of its principal office in the state or country under the laws of which it is incorporated is
11600 SW Barnes Road, Portland, OR 97225
6. The address to which correspondence should be addressed, if different than item 5, is
Same.
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise,
Idaho 83701, and its 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:
Act as manager of Shilo Inn, Boise Riverside, LLC, a limited
liability company.
9. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|---------------------------|-------------------------|--|
| <u>Mark S. Hemstreet</u> | <u>Director/Pres.</u> | <u>11600 SW Barnes Rd.</u> <u>Portland, OR 97225</u> |
| <u>John P. Kneeland</u> | <u>Director/V-Pres.</u> | <u>11600 SW Barnes Rd.</u> <u>Portland, OR 97225</u> |
| <u>Don McIntire</u> | <u>Director</u> | <u>9620 SW Barbur Blvd.</u> <u>Portland, OR 97219</u> |
| <u>Shirley J. Stewart</u> | <u>Secretary</u> | <u>11600 SW Barnes Rd.</u> <u>Portland, OR 97225</u> |
| <u></u> | <u></u> | <u></u> |
| <u></u> | <u></u> | <u></u> |

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

Dated: Nov. 18, 1996.

BOISE RIVERSIDE HOTEL CORP.

(Corporation name)

By John P. Kneeland
Its President, Vice President, Secretary or Assistant Secretary
(please specify)
John P. Kneeland, V-Pres.

Secretary of State use only

CCAP

IDAH0 SECRETARY OF STATE

DATE 11/26/1996 0900 42064

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CK #: 13800441 CUST# 38212

AUTH PRO

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EXPEDITE C 1@ 20.00= 20.00

#: C

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

BOISE RIVERSIDE HOTEL CORP.

*was
incorporated
under the Oregon
Business Corporation Act
on
October 8, 1996*

*and is active on the records of the Corporation
Division as of the date of this certificate.*



*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.*

PHIL KEISLING, Secretary of State

By *Debbie Virag*
Debbie Virag
October 8, 1996