

State of Idaho

Department of State

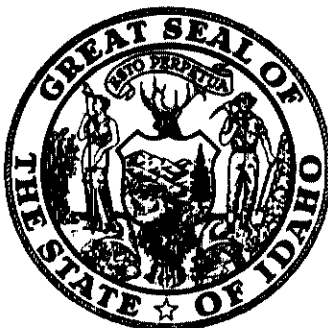
CERTIFICATE OF INCORPORATION OF

BUDGET MOTEL OF MONTPELIER, IDAHO, 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 14, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION SEP 14 AM 8 27

OF

BUDGET MOTEL OF MONTPELIER, IDAHO, INC.

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

1. **NAME**: The name of the corporation is BUDGET MOTEL OF MONTPELIER, IDAHO, INC.

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

3. **PROFIT**: This is a profit corporation.

4. **PURPOSES**: The purpose or purposes for which the corporation is organized is to acquire, own, operate and manage a motel business commonly known as the Budget Motel in Montpelier, Idaho, and do all things incidental thereto and for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

5. **SHARES AUTHORIZED**: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1000) shares of no par value common stock.

6. **PREEMPTIVE RIGHTS**: Shareholders shall have preemptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.

7. **BUSINESS AFFAIRS**: Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By-Laws, including restrictions on the transfer of shares.

8. **REGISTERED AGENT AND OFFICE**: The initial registered agent is:

LEWIS POPE

and the initial registered office is:

243 N. 4th Street
Montpelier, Idaho 83254

9. **BOARD OF DIRECTORS:** There shall be no Board of Directors. Pursuant to Idaho Code §30-1-35 the powers and duties conferred or imposed upon the Board of Directors by the Idaho Business Corporation Act shall be exercised or performed by the officers of the corporation elected by the shareholders as provided by the corporation's by-laws.

10. **INCORPORATORS:** The names and addresses of each incorporator is:

Lewis Pope
243 N. 4th Street
Montpelier, Idaho 83254

DATED this 11 day of September, 1992.



LEWIS POPE

STATE OF IDAHO)
 : ss
County of Bear Lake)

On this 11th day of September, 1992, before me, the undersigned, a Notary Public in and for said State, personally appeared LEWIS POPE, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

(SEAL)


NOTARY PUBLIC FOR IDAHO
Residing at: Montpelier
Commission Expires: 10-06-92