

State of Idaho

Office of the Secretary of State

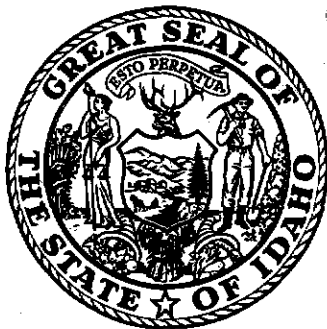
**CERTIFICATE OF AUTHORITY
OF
INDEPENDENT HOTELS LLC**

File Number W 114584

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Uniform Limited Liability Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: June 5, 2012



Ben Yursa

SECRETARY OF STATE

By

[Signature]

263



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2012 JUN -5 PM 2:00
SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

INDEPENDENT HOTELS LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: California

4. The name and complete street address of the registered agent in Idaho is:

Incorp Services, Inc.

921 S. Orchard Street, Suite G, Boise, ID 83705

5. The street and mailing address of the limited liability company's principal office is:

915 Seventeenth Street, Modesto, CA 95354-1207

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

915 Seventeenth Street, Modesto, CA 95354-1207

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Mark F. Burden

720 Stewart Road, Modesto, CA 95356

8. The mailing address for future correspondence:

915 SEVENTEENTH ST., MODESTO, CA 95354

9. Signature of a manager, member or authorized person.

Signature

Mark F. Burden

Typed Name

Secretary of State use only

cert_auth_foreign_LLC Rev: 07/2010

IDAHO SECRETARY OF STATE
06/05/2012 05:00
CK: 1817869 CT: 172899 DH: 1326975
1 P 100.00 = 100.00 REGFORGLLC # 2

W114584

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: INDEPENDENT HOTELS LLC

FILE NUMBER: 200530110198
FORMATION DATE: 10/27/2005
TYPE: DOMESTIC LIMITED LIABILITY COMPANY
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of May 30, 2012.

Debra Bowen

DEBRA BOWEN
Secretary of State

MK