

Department of State.

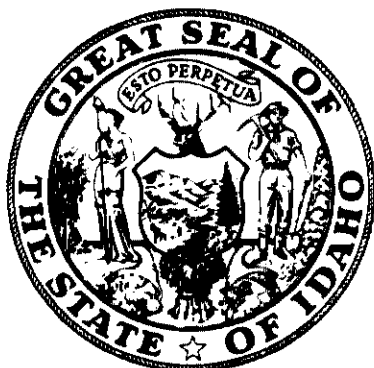
**CERTIFICATE OF AUTHORITY
OF**

INNS NORTHWEST, INC.

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

Dated **January 11, 1989**



Pete T. Cenarrusa
SECRETARY OF STATE

Gnn Fisk
Corporation Clerk

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 INNS NORTHWEST
2. The name which it shall use in Idaho is Inns Northwest, 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 California
4. The date of its incorporation is November 21, 1988 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 2512 Magowen Drive, Santa Rosa, Calif 95405
6. The address to which correspondence should be addressed, if different from that in item 5.
7. The street address of its proposed registered office in Idaho is 2113 Sherman Avenue, Coeur d'Alene, Idaho 83814, and the name of its proposed registered agent in Idaho at that address is Jennifer L. King
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: construction of a motel.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Katherine A. Moore	President	2512 Magowen Dr., Santa Rosa, Calif.
April E. Porath	Sec/Tr	1598 Becky Crt. #24, Santa Rosa, Calif.
Jennifer L. King		2113 Sherman Ave., Coeur d'Alene, Id 83814

(continued on reverse)

Name

Office

Address

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, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: December 23, 1988

Inns Northwest, Inc.

(Corporation Name)

By

Katherine A. Moore
Its President/ ~~Not a Officer~~ (please specify)

and

April E. Porath
Its Secretary/ ~~Assistant Secretary~~ (please specify)

STATE OF CALIFORNIA)

COUNTY OF SONOMA) ss:

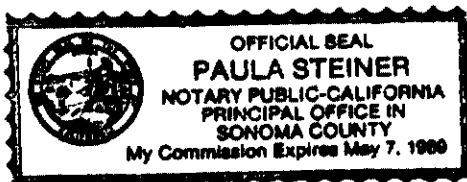
I, Paula Steiner, a notary public, do hereby certify that on

this 23rd day of DECEMBER, 19 88, personally appeared before

me Katherine A. Moore and/ April E. Porath, who being by me first duly sworn, declared that (s)he

is the President and Secretary, respectively,
of Inns Northwest, Inc.

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



Paula Steiner
Notary Public

State of California

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 21st day of November, 1988

INNS NORTHWEST, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
19th day of December, 1988

March Fong Eu

Secretary of State