

State of Idaho

Department of State

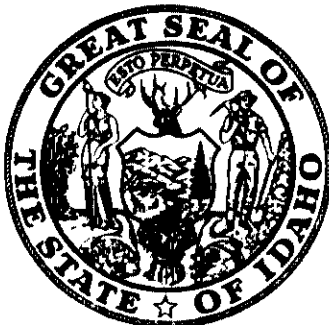
CERTIFICATE OF AUTHORITY OF

KS TWO, INC.
File number C 110909

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

Dated: June 8, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *John S. Sikel*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
S.C. OF STATE

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 KS Two, Inc.
2. The name which it shall use in Idaho is _____
(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 South Dakota
4. The date of its incorporation is May 16, 1995 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 300 North Dakota Ave. Ste. 605, Sioux Falls, South Dakota 57102
6. The address to which correspondence should be addressed, if different from that in item 5. Same
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701 and the name of its proposed 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:
See attached purpose clause

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDaho SECRETARY OF STATE
19950608 0900 95905 2
CK #: 18133 CUST# 22105
CORP
1@ 120.00= 120.00

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Kerry W. Boekelheide</u>	<u>President and Director</u>	<u>300 North Dakota Ave. Ste. 605, Sioux Falls, South Dakota 57102</u>
<u>Blake A. Hoffman</u>	<u>VP/Secy./Treasurer and Director</u>	<u>300 North Dakota, Ste. 605, Sioux Falls, South Dakota 57102</u>
<u>James Koehler</u>	<u>Vice President and Director</u>	<u>P.O. Box 15, Aberdeen, South Dakota 57402</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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: May 23, 1995

KS Two, Inc.

(Corporation Name)

By _____

Kerry W. Boekelheide Its President/Vice President (please specify)

and _____

Blake A. Hoffman Its Secretary/Assistant Secretary (please specify)

STATE OF South Dakota)
)ss:

COUNTY OF Minnehaha)

I, Peggy Tihart, a notary public, do hereby certify that on this 23rd day of May, 19 95, personally appeared before me Kerry W. Boekelheide, who being by me first duly sworn, declared that (s)he is the President of _____

KS Two, Inc.

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

Peggy Tihart
Notary Public

**Appendix to Idaho
Application for Certificate of Authority**

**Purpose Clause of
KS Two, Inc.**

Constructing, owning, and managing a motel in Lewiston, Idaho.
Notwithstanding the foregoing, the purpose of the corporation is to
engage in any lawful act or activity for which corporations may be
organized to do business under the laws of Idaho.

State of South Dakota

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OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING

DOMESTIC CORPORATION

I, Joyce Hazeltine, Secretary of State of the State of South Dakota, do hereby certify that KS TWO, INC. was duly incorporated under the laws of this state on May 16, 1995.

I, further certify that said corporation has complied with the laws of this State relative to the formation of corporations of its kind and is now a regularly and properly organized and existing corporation under the laws of this State and is in good standing, as shown by the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this May 16, 1995.

Joyce Hazeltine
JOYCE HAZELTINE
Secretary of State