

**STATEMENT OF CHANGE OF ADDRESS OF
REGISTERED AGENT
OF**

JUL 17 11 54 AM '95
SECRETARY OF STATE
STATE OF IDAHO

LP#: L0001126

MOTEL 6 OPERATING L.P.

To the Secretary of State
State of Idaho

The above named foreign limited partnership submits the following statement for the purpose of changing the address of its registered agent for service of process in the State of Idaho.

1. The name of the foreign limited partnership is:

MOTEL 6 OPERATING L.P.

2. The name and current address of the foreign limited partnership's registered agent are:

United States Corporation Company
700 West Idaho Street
Boise, Idaho 83702

3. The address of the registered agent has been changed to:

c/o United States Corporation Company
200 North 23rd Street,
Boise, Idaho 83702

Signed on July 6, 1995

IDAHO SECRETARY OF STATE
7/17/95 9:00:00 AM
Customer # 47921
INCS60002300 324288
COMP FOREIGN LP CHANGE R/A
1 @ 20.00 = 20.00

Motel 6 G.P., Inc.
General Partner

By: [Signature]
P. Gordon Stafford
Senior Vice President and
General Counsel