

State of Idaho

Department of State

AMENDED CERTIFICATE OF AUTHORITY OF

QUALITY INNS INTERNATIONAL, INC.

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

Dated October 2, 19 90



Pete T. Cenarrusa
SECRETARY OF STATE

[Signature]
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on January 12, 1981, 19 ____, authorizing it to transact business in the State of Idaho under the name of Quality Inns International, Inc.

2. Its corporate name has been changed to Choice Hotels International, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is Choice Hotels International, Inc.

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated Sept. 5, 1990

Choice Hotels International, Inc.

(Corporation Name)

By

Serald W. Pettit

Its President/Vice President (please specify)

and

Everett F. Casey

Its Secretary/Assistant Secretary (please specify)

STATE OF Maryland)

) ss:

COUNTY OF Montgomery)

I, Barbara A. Mac Bride, a notary public, do hereby certify that on this

5th day of September, 1990, personally appeared

before me Everett F. Casey, who being by me first duly sworn,

declared that she is the Assistant Secretary of

Choice Hotels International, Inc.

that she signed the foregoing document as Assistant Secretary of the corporation and that the statements therein contained are true.

Barbara A. Mac Bride

Notary Public

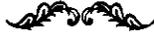
My Commission expires: October 1, 1993

RECEIVED
SECRETARY OF STATE
SEP 15 1990
1 57



SEP 20 1990
30 SEP 12 PM 1 57

State of DELAWARE

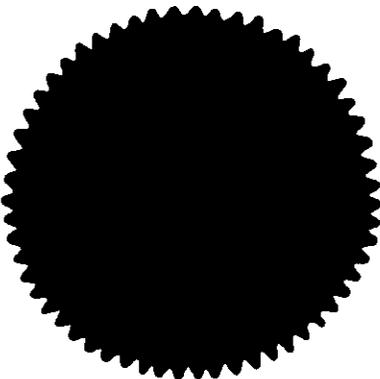


Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the "QUALITY INNS INTERNATIONAL, INC.", filed a Certificate
of Amendment, changing its corporate title to "CHOICE HOTELS INTERNATIONAL, INC.", on
the twenty-fifth day of July, A.D. 1990, at 4 o'clock P.M.

By *Michael Harkins*
257 PM '90
SECRETARY OF STATE

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this seventh *day*
of September *in the year of our Lord*
one thousand nine hundred and ninety.



Michael Harkins

Michael Harkins, Secretary of State