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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

MCINN, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 14, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Seibel*

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ARTICLES OF INCORPORATION
OF
McINN, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of legal age, and at least two-thirds of them being citizens of the United States of America, in order to form a corporation for the purposes hereinafter states pursuant to the Business Corporation Act of Idaho, do hereby certify as follows:

FIRST:

The name of the corporation is McInn, Inc..

SECOND:

The purposes for which said corporation is formed are:

To develop, own and operate hotel and motel facilities in the state of Idaho , together with all other functions of a hotel/motel company and all related business activities and the transaction of any or all lawful business for which corporation may be incorporated under the Idaho Business Corporation Act.

THIRD:

The location and post office address of the registered office of the corporation is 2517 17th Street, P.O. Box 677, Lewiston, Idaho 83501 and the registered agent is Jack L. Curtin, 2517 17th Street, P.O. Box 677, Lewiston, Idaho 83501.

FOURTH:

The total authorized number of par value shares is 100,000 shares of the par value of \$1.00 per share, aggregate par value, \$100,000.00.

FIFTH:

The names and post office addresses of the incorporators are as follows:

Don McQuary	1613 Ridgeview Drive Clarkston, Washington 99403
Rodney McKee	2147 Highline Drive Clarkston, Washington 99403

SIXTH:

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

SEVENTH:

The initial board of directors shall consist of two(2) directors, whose names and post office addresses are as follows:

Don McQuary	1613 Ridgeview Drive Clarkston, Washington 99403
Rodney McKee	2147 Highline Drive Clarkston, Washington 99403

or such other number as shall be established by the Bylaws of the corporation. Any vacancies occurring in the office of any director, however occasioned, may be filled by the remaining members of said board. On failure of the board to elect, a special meeting of the stockholders shall be called to fill the vacancy.

EIGHTH:

The existence of this corporation is to be perpetual.

NINTH:

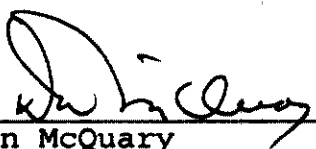
The directors shall have the power to make and to alter or amend the Bylaws, to fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens without limit as to the amount upon the property and franchise of this corporation.

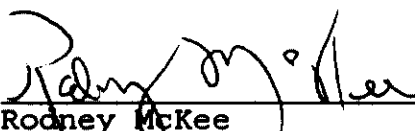
TENTH:

This corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matter as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any by-law, agreement, vote of stockholders, or otherwise.

We, the undersigned, for the purposes of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate and do hereby certify that the facts herein stated are true; and we have accordingly hereunto set our respective hands and seals.

DATED at Lewiston, Idaho this 11⁺ day of February, 1994.


Don McQuary


Rodney McKee