

State of Idaho

Department of State

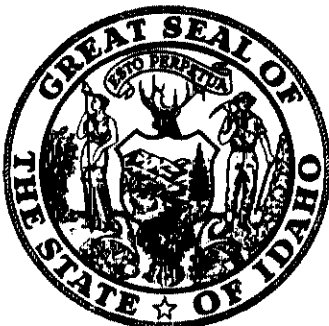
CERTIFICATE OF INCORPORATION OF

NORTHWEST HOSPITALITY, 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: December 9, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION
of
NORTHWEST HOSPITALITY, INC

RECEIVED
SEC. OF STATE
DEC 9 AM 10 35

I, the undersigned, acting as incorporator of a corporation under the Idaho Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is NORTHWEST HOSPITALITY, INC.

SECOND

The location of the registered office of the corporation in the State of Idaho is 1722 Hastings Avenue, Coeur d'Alene, Idaho 83814.

THIRD

The name and address of the registered agent of the corporation is Diana Gissel and the registered office of the corporation is 1722 Hastings Avenue, Coeur d'Alene, Idaho 83814.

FOURTH

The period of its duration is perpetual.

FIFTH

The purpose or purposes for which the corporation is organized is to purchase and sell hospitality products which are used by commercial hotels and motels, and for all other purposes for which corporations may be incorporated under the Idaho Business Corporation Act.

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SIXTH

The aggregate number of shares which the corporation shall have authority to issue is Five Thousand (5,000) shares with par value of ONE AND NO/100 (\$1.00) DOLLAR per share.

SEVENTH

Any one or more of the Directors may be removed either with or without cause, at any time, by a vote of the stockholders holding a majority of the stock at any special meeting called for that purpose.

EIGHTH

The number of directors constituting the initial Board of Directors of the corporation shall be not less than one (1) nor more than five (5), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

DIANA GISSEL
1722 Hastings Avenue
Coeur d'Alene, ID 83814

NINTH

The name and address of the incorporator is:

DIANA GISSEL
1722 Hastings Avenue
Coeur d'Alene, ID 83814

TENTH

The following shareholder subscribes to the following shares:

DIANA GISSEL 5,000

ELEVENTH

The personal liability of each director is eliminated provided that this provision shall not limit the liability of a director for

those acts identified in Idaho Code 30-1-54 (2) (a) (b) (c) and (d)
as said provisions are presently enacted or hereafter modified.

DATED this 7 day of December, 1992.

Incorporator:

Diana Giszel
DIANA GISSEL

VERIFICATION

STATE OF IDAHO)
)
County of Kootenai)

I, P. LATHAM, a Notary Public, do hereby
certify that on this 7th day of December, 1992, personally
appeared before me DIANA GISSEL who, being by me first duly sworn,
declared that she is the Incorporator of NORTHWEST HOSPITALITY,
INC., that she signed the foregoing document as Incorporator of the
corporation, and that the statements therein contained are true.

P. Latham
Notary Public in and for the
State of Idaho
Residing at: Coeur d'Alene
My Commission Expires: 9-3-93