

## CERTIFICATE OF REGISTRATION OF

| MOTEL 6 OPERATING L.P., LIMITED PARTNERSHIP   |
|---|
| · · · · · · · · · · · · · · · · · · ·   |
| I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that         |
| duplicate originals of an Application of MOTEL 6 OPERATING L.P.                             |
| for Registration in this State, duly signed and verified                                    |
| pursuant to the provisions of the Idaho Limited Partnership 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 Registration to MOTEL 6 OPERATING L.P.   |
| to transact business in this State under the name MOTEL 6 OPERATING L.P.,                   |
| ITMITTO DADTNITOCUID  |
| and attach hereto a duplicate original of the Application                                   |
| for Registration.   |
| Dated July 29, 1986   |
| GERT SEAR PROPERTY CONTINUE   |
| Ott // Cenarence  |
| SECRETARY OF STATE  |
|   |
| by:   |
| by:   |

## APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

To the Secretary of State of the State of Idaho:

**ARLP 785** 

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration of units purpose submits the following statement:

| The name of the limited par                               | tnership is   |   |  | Alle Alle Alle Alle Alle Alle Alle Alle  | -  |
|---|---|---|--|--|--|
| MOTEL 6 OPERATING I                                       | J.P.  |   |  |  |  |
| MOTEL 6 OPERATI   | NG L.P., LIMIT  | 'ED PARTNERSI   | HIP  |  | <b>-</b>   |
| (Must include, without abbrevi                            | ation, the words "Limited   | ( Parinership.")  |  |  |  |
| It is organized under the lav                             | vs ofDELAWARE   |   |  |  | A  |
| The date of its formation is                              | May 30,   | 1986  |  | :1 <sup>4</sup>  | •  |
| The address of its registered organized is C/O CT CORI    | or principal office in t<br>CORATTON SYSTEMS.   | he state or country<br>Corporation T  | <u>rust Cente</u>  | <u>. 1209 Orang</u>  | ge Stree   |
| The name and street address                               | s of its proposed regist  | ered agent in Idaho   | _  |  | L "  |
| UNITED STATES CORPORA                                     | ATION COMPANY, 10   | 10 First Inter  | state Bank   | Building,  |  |
| ······································                    |   | transact in Idaho   | is:  |  |  |
| Lodging   |   |   |  |  |  |
| The name and business addition is equal to or greater the | iress of each general p<br>nan five percent (5%) of<br>General or Limited   | artner and of each<br>f the total contribut   | limited partne ion of all parts Address  | r whose contribu   |  |
| MOTEL 6 G.P., INC.  | GENERAL   | 51 HITCHCOCK  | WAY, SANTA   | BARBARA, CA  | 93105<br>_   |
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|   |   | 1100  |  |  |  |
|   |   |   |  |  |  |
|   | MOTEL 6 OPERATING I  The name which it shall use  MOTEL 6 OPERATI (Must include, without abbrevi :  It is organized under the law The date of its formation is The address of its registered organized is G/O CT CORI  The name and street address UNITED STATES CORPORATION West Idaho, Boise The general character of the Lodging  The name and business addition is equal to or greater the Name | The name which it shall use in Idaho is  MOTEL 6 OPERATING L.P., LIMIT (Must include, without abbreviation, the words "Limited")  It is organized under the laws of DELAWARE  The date of its formation is May 30,  The address of its registered or principal office in torganized is C/O CT CORPORATION SYSTEMS.  The name and street address of its proposed registe UNITED STATES CORPORATION COMPANY, 10, 700 West Idaho, Boise, Idaho 83702.  The general character of the business it proposes to Lodging  The name and business address of each general ption is equal to or greater than five percent (5%) of Name  General or Limited | The name which it shall use in Idaho is  MOTEL 6 OPERATING L.P., LIMITED PARTNERSH (Must include, without abbreviation, the words "Limited Partnership.")  It is organized under the laws of DELAWARE  The date of its formation is May 30, 1986  The address of its registered or principal office in the state or country organized is C/O.CT CORPORATION SYSTEMS. Corporation T  The name and street address of its proposed registered agent in Idaho UNITED STATES CORPORATION COMPANY, 1010 First Inter 700 West Idaho, Boise, Idaho 83702  The general character of the business it proposes to transact in Idaho Lodging  The name and business address of each general partner and of each tion is equal to or greater than five percent (5%) of the total contribut  Name General or Limited | The name which it shall use in Idaho is  MOTEL 6 OPERATING L.P., LIMITED PARTNERSHIP (Must include, without abbreviation, the words "Limited Partnership.")  It is organized under the laws of DELAWARE  The date of its formation is May 30, 1986  The address of its registered or principal office in the state or country under the laws organized is C/O CT CORPORATION SYSTEMS, Comporation Trust Center Wilmings The name and street address of its proposed registered agent in Idaho are UNITED STATES CORPORATION COMPANY, 1010 First Interstate Bank 700 West Idaho, Boise, Idaho 83702  The general character of the business it proposes to transact in Idaho is: Lodging  The name and business address of each general partner and of each limited partnet tion is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total contribution of all partners is equal to or greater than five percent (5%) of the total cont | MOTEL 6 OPERATING L.P.  The name which it shall use in Idaho is  MOTEL 6 OPERATING L.P., LIMITED PARTNERSHIP  (Must include, without abbreviation, the words "Limited Partnership.")  It is organized under the laws of DELAWARE  The date of its formation is May 30, 1986  The address of its registered or principal office in the state or country under the laws of which it is organized is C/O CT CORPORATION SYSTEMS, Corporation Trust Center, 1209 Oraco Wilmington, DE 1980:  The name and street address of its proposed registered agent in Idaho are UNITED STATES CORPORATION COMPANY, 1010 First Interstate Bank Building, 700 West Idaho, Boise, Idaho 83702  The general character of the business it proposes to transact in Idaho is:  Lodging  The name and business address of each general partner and of each limited partner whose contribution is equal to or greater than five percent (5%) of the total contribution of all partners:  Name General or Limited Address |

File 2 Copies

Fee: \$60.00

|  | •                          |  |
|--|----------------------------|--|
| Name   | General or Limited         | Address  |
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|  |                            |  |
| partnership, executed by the organized.                  | he proper officer of the s | ertifying to the lawful existence of the limited<br>state or country under the laws of which it is |
| Dated July 23  | , 19 86                    |  |
|  | MOTEL 6 OF                 | PERATING L.P.  |
|  | By Z                       |  |
|  | P. Gordon<br>MOTEL 6 G.    | Stafford, Vice President P., INC. A General Partner  |
| STATE OF _CALIFORNIA                                     | `                          |  |
| COUNTY OF SANTA BARBAR                                   | ) ss:                      |  |
|  |                            |  |
| I, CEE WA RAMO   | ACA SANGER                 | , a notary public, do hereby certify that on this  |
| 234_ day of  | July                       | , a notary public, do hereby certify that on this, 19 86_, personally appeared                     |
| before me P. Godan Staff                                 | ford                       | 6, G. P. In  |
| declared that (s)he is/a general p                       | artner of Motel            | 6, G. P. In  |
| MOTEL 6 OPERATIN   |                            |  |
| that (s)he signed the foregoing d                        | ocument as a general parti | ner of the limited partnership and that the state-   |
| ments therein contained are true.                        |                            |  |
| OFFICIAL SE  | ANGER (                    | declia finesper  |
| NOTARY PUBLIC - CAL SINTA BARBARA CO My comm. expires MA | IFORNIA II                 |  |

8. (Continued)



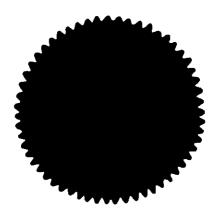
## State of DELAWARE

## Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware, do hereby certify that the Certificate of Limited Partnership of the "Motel 6 Operating L.P.", was received and filed in this office the thirtieth day of May, A.D. 1986, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Limited Partnership is duly formed under the laws of the State of Delaware and is in good standing and has a legal existence so far as the records of this office show and is duly authorized to transact business.

| In Testimony | Whereof, I have     | hereunto set  | my hand |
|--------------|---------------------|---------------|---------|
|              | eal at Dover this _ |               | day     |
| of           |                     | in the year o |         |
| one thou     | usand nine hundred  | - 4 - 1       | y-six   |



Juliel Harkins. Secretary of State