

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

Walter W. Goldsmith, Greenville, South Carolina

and

Melvin K. Younts, 512 East North Street, Greenville, South Carolina

did on the 28th day of August, 1963, file with the Secretary of State a written Declaration signed by themselves, setting forth:

FIRST: That their names and residences are as above given.

SECOND: That the name of the proposed corporation is TRAVEL-EZE MOTELS, INC.

THIRD: That the principal place of business is % Hotel Greenville, Inc., West Washington St., Greenville, S. C.

FOURTH: That the general nature of the business which it is proposed to do is to buy, sell, trade and rent personal properties, equities and all type commodities and to own, lease, rent and operate motels and hotels, with connecting services such as restaurants, washerettes, and the promotion of franchise services to other motels and hotels and to deal generally in any type business enterprise which is not in violation of the Statutory Laws of the State of South Carolina and that of the United States of America.

FILED IN THE OFFICE OF THE SECRETARY OF STATE AUG 29 2 51 PM 1963

FIFTH: That the amount of the capital stock is Two Thousand (\$2,000.00) -----Dollars payable in cash

SIXTH: That the number of shares into which the capital stock is divided is Two Hundred (200) of the par value of Ten (\$10.00) -----Dollars

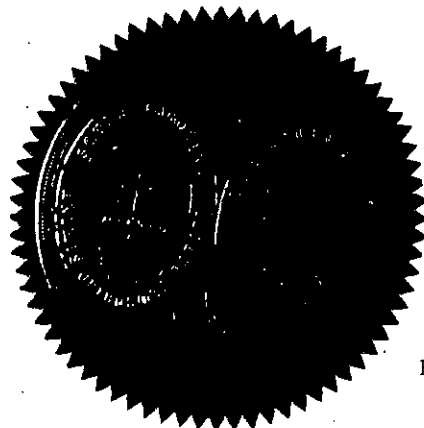
SEVENTH: That, after due notice, a meeting of the subscribers was held on the 21st day of August, 1963, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Walter W. Goldsmith, Blake P. Garrett, A. E. Green, William R. Timmons, Jr., Paul T. Hinson, Melvin K. Younts, David H. Garrett, R.M. Caine

EIGHTH: That subsequently there was elected as President, Walter W. Goldsmith ; as Vice-President, Paul T. Hinson ; as Secretary, Melvin K. Younts ; as Treasurer, William R. Timmons, Jr.

NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital stock subscribed having been paid to the Treasurer, and three days' public notice of the intention to file this Declaration with the Secretary of State having been given in Greenville-Piedmont a newspaper published in the County of Greenville

NOW, THEREFORE, I, O. FRANK THORNTON, Secretary of State, by virtue of the authority in me vested by the aforesaid Code and Acts amendatory thereto, do hereby certify that the said Company has been fully organized according to the laws of South Carolina, under the name and for the purposes indicated in their written declaration, and that they are fully authorized to commence business under their charter; and I do hereby direct that a copy of this certificate be filed and recorded in the office of the Register of Mesne Conveyance or Clerk of Court in each county where such Corporation shall have a business office.

GIVEN under my hand and the seal of the State, at Columbia this 28th day of August in the year of our Lord one thousand nine hundred and 63 and in the one hundred and 88th year of the Independence of the United States of America.



O. Frank Thornton Secretary of State.

Recorded August 29th, 1963, at 2:37 P.M. #6456