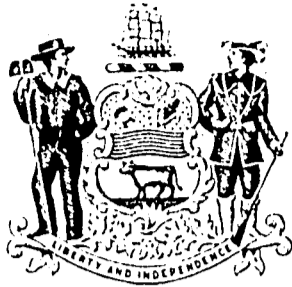


953912

*Prentice Hall Corp. Sec.*



# State of DELAWARE

## Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,  
do hereby certify that the attached is a true and correct copy of  
Certificate of           Limited Partnership            
filed in this office on           May 30, 1986          

DEC 10 1 59 PM '87

**WILLIAM BLASTNIK**  
**L.C. RECORDER**  
STATE OF DELAWARE  
SANDWICH COUNTY  
FILED FOR RECORD



*Michael Harkins*  
\_\_\_\_\_  
Michael Harkins, Secretary of State

BY: *M. Harkins*  
\_\_\_\_\_

DATE: November 30, 1987

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FILED

MAY 30 1986

*10*  
*John P. [Signature]*  
NOTARY PUBLIC

CERTIFICATE OF LIMITED PARTNERSHIP

OF

MOTEL 6 OPERATING L.P.

This Certificate of Limited Partnership of Motel 6 Operating L.P. (the "Partnership") is being duly executed and filed by Motel 6, Inc. and Motel 6 Development Company (the "General Partners"), each a Delaware corporation, to form a limited partnership under the Delaware Revised Uniform Limited Partnership Act (6 Del. C. § 17-101 et seq.).

1. The name of the limited partnership formed hereby is Motel 6 Operating L.P.
2. The address of the registered office of the Partnership in the State of Delaware is at Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801, and the name and address of the registered agent for service of process on the Partnership in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

3. The names and mailing addresses of the general partners of the Partnership are:

Motel 6, Inc.  
51 Hitchcock Way  
Santa Barbara, California 93105

Motel 6 Development Company  
51 Hitchcock Way  
Santa Barbara, California 93105

Date: May 30, 1966

MOTEL 6, INC.

By James L. Rice  
Vice President - Finance and Treasurer  
MOTEL 6 DEVELOPMENT COMPANY

By James L. Rice  
Vice President - Treasurer