

Filing fee: \$10.00

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF
QUALITY INNS INTERNATIONAL INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of
, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is . . . QUALITY INNS INTERNATIONAL INC.

SECOND: The address of its present registered office is 111 Westminster Street
Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
Suite 3-A, 101 Dyer Street, Providence, RI 02903

FOURTH: The name of its present registered agent is C T Corporation System

FIFTH: The name of its successor registered agent is
UNITED STATES CORPORATION COMPANY

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated December 10, 1982

QUALITY INNS INTERNATIONAL INC.
By *James H. Rempe*
Its Vice President

STATE OF *Marland* Sc.
COUNTY OF *Montgomery*

At Silver Spring in said county on this 10th day
of December, 1982, personally appeared before me
James H. Rempe, who, being by me first duly sworn, declared that he
is the Vice-President of QUALITY INNS INTERNATIONAL INC.
that he signed the foregoing document as Vice-President of the
corporation, and that the statements herein contained are true.

(NOTARIAL SEAL)

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Virginia R. Beauver
Notary Public

My Commission Expires July 1, 1986

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