

Filing fee \$35.00

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

Quality Inns International, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on March 18, 1981, 19 , authorizing it to transact business in Rhode Island under the name of Quality Inns International, Inc.

SECOND: The corporate name of the corporation has been changed to Choice Hotels International, Inc.
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No change
(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended] (If increase of authorized capital stock, state: No change

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
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- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$

Dated Sept 12, 1990

Choice Hotels International, Inc.

By

Serald W Potett

Its President

and

Everett F Casey

Its Asst. Secretary

STATE OF Maryland

COUNTY OF Montgomery

} SC.

At Silver Spring, Maryland in said County on the 12th day
of September 1990, before me personally appeared
.....Everett F. Casey....., who being by me first duly sworn, declared that he is the
.....Assistant Secretary..... of Choice Hotels International, Inc.,
that he signed the foregoing document as such Assistant Secretary
of the corporation, and that the statements therein contained are true.

Barbara A MacBride
Notary Public

Barbara A. MacBride

(NOTARIAL SEAL)

My Commission Expires: 10/1/93

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SECRETARY OF STATE
CORPORATE AND DIV.
NOV 7 10 48 AM '90

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SECRETARY OF STATE
CORPORATE AND DIV.
OCT 5 12 33 PM '90

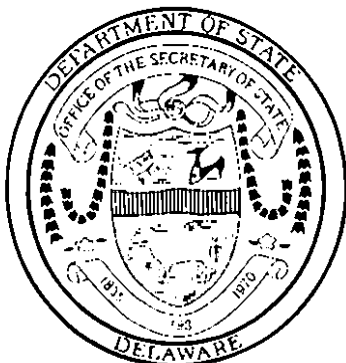


State of DELAWARE



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 ___ Amendment ___
filed in this office on July 25, 1990 ..



Michael Harkins
Michael Harkins, Secretary of State
BY: M. Magnusen

DATE: September 7, 1990