DOC ID ----> 5374_0728

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
01/05/96

05374-0728

CHARTER NUMBER: FL867809
ROLL AND FRAME: 5374-0728

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
PREFERRED INNS, INC.	95050925201	95F	20.00
		FPP	NO FEE

066383

RETURN TO: PREFERRED INNS, INC.
3740 N HIGH SCHOOL RD
INDIANAPOLIS IN 46224

TOTAL : 20.00

0095

DOC ID ----> 5374_0728

The State of Ohio

Bob Taft

Secretary of State

FL867809

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of:

95F FPP

of:

PREFERRED INNS, INC.

STATE OF INCORP:

TYPE OF LICENSE: SUPPLEMNTL
EXPIRATION DATE: VALID UNTIL CANCELLED FOR FAILURE TO FILE REPORTS
SHRS.AUTH.IN OH: 100

Recorded on Roll 5374 at Frame 0730 of the Records of Incorporation and Miscellaneous Filings.

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 18TH **day of** DEC **,** **A.D. 19** 95 **.**

Bob Taft

Bob Taft
Secretary of State

DOC ID ----> 5374_0728

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418

95050935301

05374-0730

License No.	867809
Approved	[illegible]
Date	12-18-95
Fee ($10 min.)	$20.00

ANNUAL STATEMENT OF PROPORTION OF CAPITAL STOCK

Section 1703.07 Ohio Revised Code

1995 FORM 7

PREFERRED INNS, INC., a corporation organized under the laws of the State of INDIANA, with its principal office outside Ohio located at

Street Address	City	State	Zip Code
3740 N. HIGH SCHOOL ROAD	INDIANAPOLIS	IN	46224

and its Ohio office located at

Street Address	City	Zip Code
820 TRENTON AVENUE	FINDLAY	OH 45840

hereby makes the following statement:

1. Corporation holds Ohio license No. 867809, issued on MARCH 18, 1994.
2. This report is made as of DECEMBER 31, 1994 and is the ending date of the corporations accounting period and reflects the business transacted in the previous year. (See instruction 3 on reverse side.)
3. The book value (exclude goodwill) of Ohio assets is 2,271,480 (See instruction 5 on reverse side.)
4. Total business transacted in Ohio last year was 1,234,506
   Sum of 3 and 4 3,505,986
5. The book value (exclude goodwill) of all assets is 2,271,480
6. Total business transacted last year was 1,234,506
   Sum of 5 and 6 3,505,986
7. a. Number of authorized shares 1,000
   b. Number of issued shares 100

For Office Use Only

Issued shares	
Decimal	
Present Prop.	100
Prior Prop.	0
Increase	100
Fee Due	$10.00
Penalty(15%)	
Total	$10.00

8. The name and address to whom statements of fees due may be mailed is (See instruction 6 on reverse side):

PREFERRED INNS, INC. 3740 N. HIGH SCHOOL ROAD, INDIANAPOLIS, IN 46224
(Must be a complete street address, including zip code.)

NOTARIZATION

State of INDIANA County of MARION

I, CARL W. RITCHIE, being duly sworn, state that I am the

[X] President [ ] Vice President [ ] Secretary [ ] Treasurer

of PREFERRED INNS, INC. (Name of Corporation)

and that the foregoing statements are true and correct to the best of my knowledge and belief.

SWORN TO AND SUBSCRIBED IN MY PRESENCE
THIS 31st DAY OF MARCH, 1995.

Carl W. Ritchie
(signature)

Sylvia A. Hoaster
(signature of notary)

NOTARY SEAL

My commission expires 12/2/97

INSTRUCTIONS ON REVERSE SIDE

ACST95

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05374-0731

Bob Taft
Secretary of State
State of Ohio

PAID
CK# _____ A/C _____
DATE _____
AMOUNT _____
PAYEE _____

November 22, 1995

PREFERRED INNS, INC.
3740 N. High School Rd.
Indianapolis, IN 46224

Dear Foreign Corporation:

This office has received and audited your Annual Statement of Proportion of Capital Stock (Form 7) as required by Section 1703.07 of the Ohio Revised Code. Due to an increase in the proportion of shares reported on your statement for the year 1995 an additional fee of $ 10.00 is due and has been calculated as follows:

1. Present proportion allocated to Ohio 100
2. Credit for highest prior proportion in Ohio 0
3. Increase in proportion 100
4. **Total fee due on increase** . . . . . $ 10.00

The proportion is computed by dividing the sum of Ohio property and business by the sum of total property and business and multiplying the resulting fraction by the number of issued shares as provided on the Form 7 submitted for filing. The resulting figure is the "proportion of capital stock allocated to Ohio".

The fee is assessed at the rate of 10 cents per share on the first 1,000 shares, 5 cents per share on the next 9,000 shares, 2 cents per share on the next 40,000 shares, 1 cent per share on the next 50,000 shares, 1/2 cent per share on the next 400,000 shares, and 1/4 cent per share on the remainder. From the amount of the fee computed, the aggregate of all such fees previously paid is deducted using the same assessment scale.

A check must be made payable to the Secretary of State and paid within thirty days from the date of this notice in order to avoid an additional 15% penalty for late payment. Failure to pay any fees due will result in expiration of the corporation's license to transact business in this State and the account will be given to the Ohio Attorney General for collection. Please remit a copy of this bill when payment is submitted.

If you should have any questions please feel free to contact our Form 7 desk at (614) 466-2342.

Sincerely,

Bob Taft
Bob Taft
Secretary of State

30 East Broad Street, 14th Floor • Columbus, Ohio 43266-0418 • 614-466-4980