

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Sunbelt Hotel Enterprises, Inc.

This domestic corporation name is proposed to be incorporated in Houston County and is for the exclusive use of Ed Price, P O Drawer 2228, Dothan, AL 36302 for a period of one hundred twenty days beginning February 8, 1995 and expiring June 9, 1995.

FEB 13 3 37 PM '95

FILED-STATE OF ALA.  
HOUSTON COUNTY  
LUXE COOLEY  
JUDGE OF PROBATE

Inst # 1995-05698

03/06/1995-05698  
10:29 AM CERTIFIED  
SHERIFF COUNTY JUDGE OF PROBATE

005 MCD

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 8, 1995

Date

*Jim Bennett*

Jim Bennett

Secretary of State



STATE OF ALABAMA)  
HOUSTON COUNTY )

ARTICLES OF AMENDMENT OF  
ARTICLES OF INCORPORATION AND  
TO CHANGE CORPORATE NAME FROM  
BIRMINGHAM HIGHWAY 280 HOTEL, INC.  
TO SUNBELT HOTEL ENTERPRISES, INC.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, as President and Secretary of BIRMINGHAM HIGHWAY 280 HOTEL, INC., do hereby declare that on the 9th day of February, 1995, the shareholders of said Corporation did adopt Amendments to the Articles of Incorporation of the said Corporation as follows:

AMENDMENT #1

ARTICLE ONE

FIRST: The name of the Corporation is SUNBELT HOTEL ENTERPRISES, INC.

AMENDMENT #2

ARTICLE SIX

SIXTH: The address of the initial registered office of the Corporation is 2733 Ross Clark Circle, Dothan, Alabama 36301 and the name of the Registered Agent at such address is Larry G. Blumberg.

AMENDMENT #3

ARTICLE SEVEN

SEVENTH: The number of directors constituting the initial Board of Directors of the Corporation is five (5) and the names and addresses of the persons who are to serve as Directors

until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Larry G. Blumberg  
Post Office Box 5566  
Dothan, Alabama 36302

Richard H. Blumberg  
Post Office Box 5566  
Dothan, Alabama 36302

Hayne Hollis  
Post Office Box 5566  
Dothan, Alabama 36302

Helen B. Lifland  
Post Office Box 5566  
Dothan, Alabama 36302

John Watson  
Post Office Box 1207  
Dothan, Alabama 36302

#### AMENDMENT #4

#### ARTICLE EIGHT

EIGHTH: The names and addresses of each incorporator is:

Larry G. Blumberg  
Post Office Box 5566  
Dothan, Alabama 36302

Richard H. Blumberg  
Post Office Box 5566  
Dothan, Alabama 36302

Hayne Hollis  
Post Office Box 5566  
Dothan, Alabama 36302

Helen B. Lifland  
Post Office Box 5566  
Dothan, Alabama 36302

John Watson  
Post Office Box 1207  
Dothan, Alabama 36302

The shareholder vote required to adopt Amendments to the Articles of Incorporation is a majority (51%). The number of shares outstanding and entitled to vote is 100. The vote for the Amendments was unanimous.

The Amendments did not require an exchange, reclassification or cancellation of issued shares of capital stock.

Dated at Dothan, Alabama, this the 9th day of February, 1995.

Larry G. Blumberg  
 PRESIDENT  
 Larry G. Blumberg

Richard H. Blumberg  
 SECRETARY  
 Richard H. Blumberg

WITNESS:

DATE:

Kim McNeil

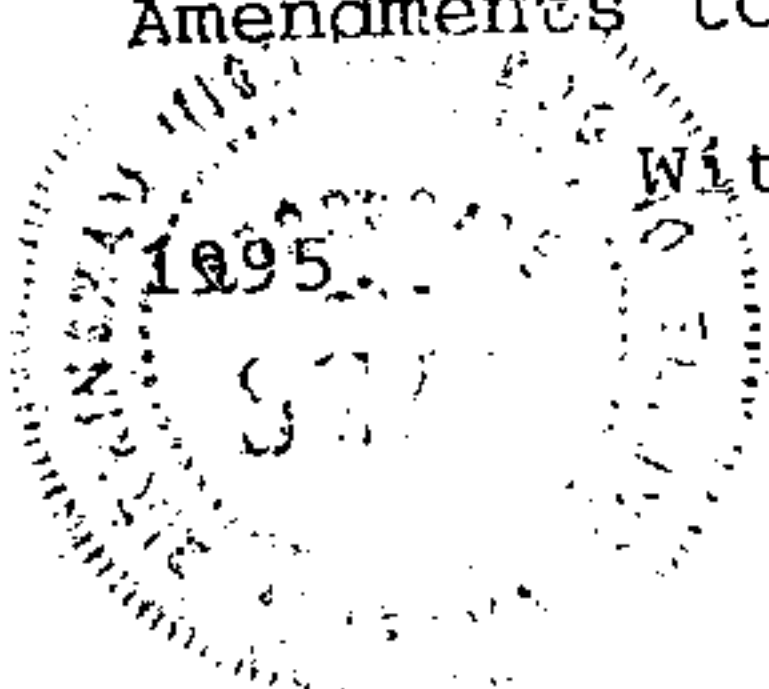
2/10/95

Larry G. Blumberg  
 DIRECTOR AND  
 SHAREHOLDER

## CERTIFICATE OF SECRETARY

The undersigned, as secretary of Birmingham Highway 280 Hotel, Inc., an Alabama Corporation, does hereby certify that all of the directors and all of the shareholders of said Corporation have given their consent to the adoption of the foregoing Amendments to the Articles of Incorporation.

Witness my hand and seal this 10<sup>th</sup> day of February,

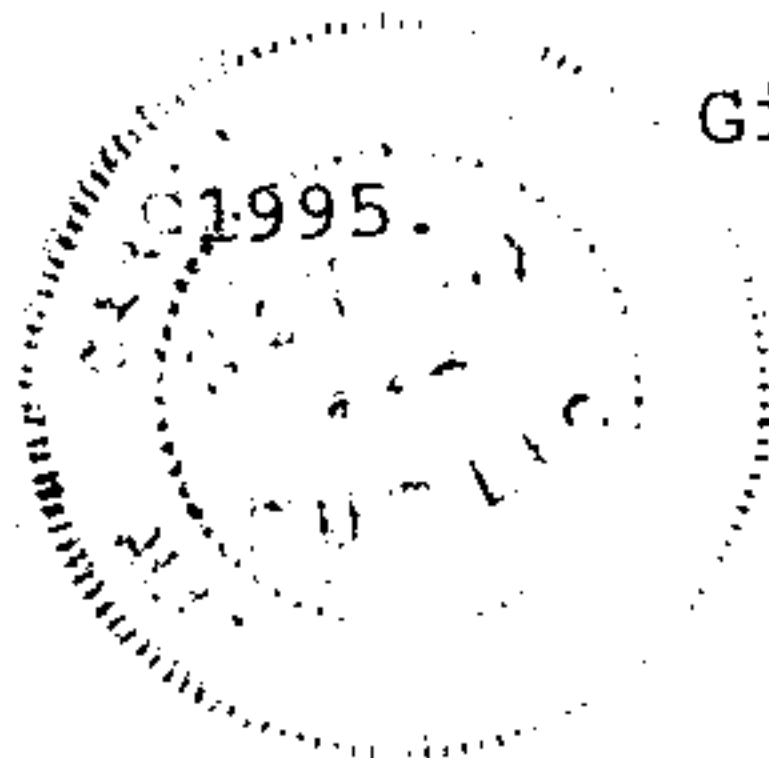


Richard H. Blumberg  
 SECRETARY, RICHARD H. BLUMBERG

STATE OF ALABAMA )  
 HOUSTON COUNTY )

I, the undersigned, a notary public in and for said County and State, hereby certify that Richard H. Blumberg, whose name as Secretary of Birmingham Highway 280 Hotel, Inc., a Corporation, is signed to the foregoing Certificate and who is known to me, did certify to me on this day that the contents of said Certificate are true and correct.

Given under my hand and seal this 10<sup>th</sup> day of February,



Carol R. Tibbo  
 Notary Public  
 My Commission Expires: 12-11-96

This Instrument Was Prepared By:

*Ret*  
Edward M. Price, Jr.  
FARMER, PRICE, HORNSBY & WEATHERFORD  
Attorneys at Law  
Post Office Drawer 2228  
Dothan, Alabama 36302  
(334) 793-2424

amended.art

Inst # 1995-05698  
03/06/1995-05698  
10:29 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
005 NCD 18.50

FILED  
SHELBY COUNTY  
JUDGE OF PROBATE

FEB 13 3 37 PM '95

Filed this 13 day of Feb 1995 at MS 337pm  
\$ Deed Tax Paid, Record Corp Book 87 Page 95  
Luke Cooley  
HOUSTON, ALABAMA  
Judge of Probate No 12297