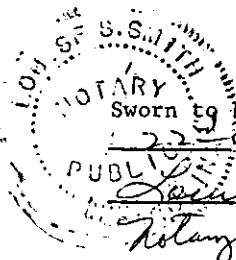


STATE OF SOUTH CAROLINA)
COUNTY OF FLORENCE) PROBATE

Personally appeared the undersigned witness and made oath that s(he) saw the within named corporation, SOUTHEASTERN MOTELS, INC., by its duly authorized officer, sign, seal and as the said corporation's act and deed deliver the within written instrument and that (s) he, with the other witness subscribed above, witnessed the execution thereof.

James B. Bradburn



Sworn to before me this 22 day of March, 1965.

Lewis S. Smith
Notary Public for S.C.

STATE OF New Jersey)
COUNTY OF Bergen) PROBATE

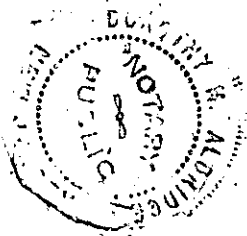
Personally appeared the undersigned witness and made oath that s (he) saw the within named corporation, IMPERIAL '400' NATIONAL, INC., by its duly authorized officers, sign, seal and as the said corporation's act and deed deliver the within written instrument and that (s) he, with the other witness subscribed above, witnessed the execution thereof.

Virginia Kenny

Sworn to before me this 18 day of March, 1965.

Dorothy M. Aldridge

DOROTHY M. ALDRIDGE
NOTARY PUBLIC OF NEW JERSEY
My Commission expires Oct. 1, 1968



Recorded March 23rd., 1965 At 12:42 P.M. # 26387