

State of Tennessee



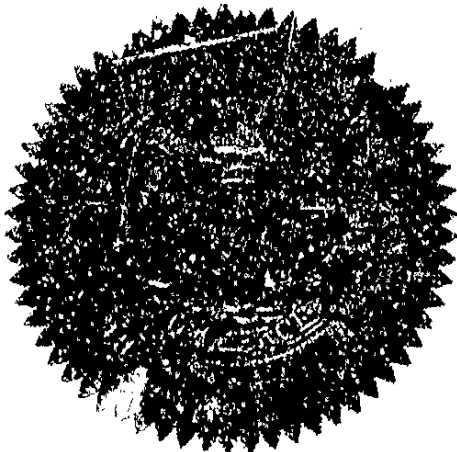
7-16-72

Department of State

I, JOE C. CARR, Secretary of State of the  
State of Tennessee, do hereby certify that the attached  
is a true and correct copy of the Charter of

HOLIDAY INNS (U.K.), INC.

which was recorded in this office at Nashville, Tennessee  
on September 8, 1972 in Corporation Record Book  
Volume C-5, Page 6403.



IN WITNESS WHEREOF, I have hereto affixed my signature  
and the Great Seal of the State, at Nashville, this 8th  
day of September in the year of our Lord  
nineteen hundred 72

Joe C. Carr  
Secretary of State