

Earle R. Milner  
Trustee

M. Louise Milner  
Trustee

Earle R. Milner  
Trustee

A. L. Wilson  
Trustee  
Under paragraph fourth of  
Will of Earle R. Milner,  
Deceased.

M. Louise Milner  
Trustee  
A. L. Wilson  
Trustee  
Under Will of Earle R. Milner,  
Deceased.

Earle Ronald Milner  
Earle Ronald Milner

All of the shareholders of Milner Hotels,  
Incorporated, a Virginia Corporation

M. Louise Milner  
Trustee

Earle R. Milner  
Trustee

A. L. Wilson  
Trustee

M. Louise Milner  
Trustee  
A. L. Wilson  
Trustee

Earle R. Milner  
Trustee  
Under paragraph fourth of  
Will of Earle R. Milner,  
Deceased.

of West Virginia  
All of the shareholders of Milner Hotels/  
Inc., a West Virginia Corporation

CERTIFICATE OF SECRETARY

OF

MILNER HOTELS, AN ALABAMA CORPORATION

I, A. L. Wilson, of the City of Detroit, State of Michigan, hereby certify that I am Secretary of Milner Hotels, Inc., an Alabama corporation; that the foregoing Agreement of Merger was duly approved by a resolution of the Board of Directors of that corporation, on November 27, 1963 and was adopted by the unanimous consent of the shareholders of that corporation on November 27, 1963.

I further certify that such meeting of the Board of Directors was duly and legally called and notified in accordance with the laws of the State of Alabama and that such action by the unanimous written consent of the shareholders is permissible under the laws of said state.

A. L. Wilson  
A. L. Wilson  
Secretary

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