

STATE OF TEXAS

COUNTY OF TARRANT

Personally appeared before me JEANNE LUBY
and made oath that s/he saw the within named LANCE McFADDIN
seal, and as their act and deed and as the act and deed of McFaddin-Kendrick,
Inc, deliver the within written Memorandum of Management Agreement, and that
CATHERINE GARDNER with JEANNE LUBY witnessed
the execution and delivery thereof.

Sworn to before me this 23rd day of Aug., 1983.

Catherine Gardner

Jeanne Luby

Notary Public TX.

My commission expires: 6-15-85

STATE OF GEORGIA

COUNTY OF FULTON

Personally appeared before me ELAINE BAKER
and made oath that s/he saw the within named JULIAN LE CRAW
seal, and as their act and deed and as the act and deed of Motel Services, Inc.
deliver the within written Memorandum of Management Agreement, and that
CLAUDIA J. RICHARDS with ELAINE BAKER witnessed
the execution and delivery thereof.

Sworn to before me this 23rd day of Aug., 1983.

Claudia J. Richards

Elaine Baker

Notary Public GA.

Notary Public, Georgia, State at Large
My Commission Expires June 22, 1987

My Commission expires: _____

THIS INSTRUMENT PREPARED BY:

Wesley B. Warren, Jr.

Wesley B. Warren, Jr.
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