

**Commonwealth of Kentucky**  
**Trey Grayson, Secretary of State**

PARP

0278833

Trey Grayson  
Secretary of State

Received and Filed

1/13/2009 9:53:22 AM

Fee receipt: \$15.00

Trey Grayson  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

**Annual Report**  
**Web Filing**

**ARP**

**Company:** BUDGET MOTELS, INC.  
**Company ID:** 0278833  
**date filed:** 1/13/2009 9:53:22 AM  
**Fee:** \$15.00

**Principal Office**

10605 GASKINS WAY  
MANASSAS, VA 201092371

**Registered Agent Name/Address**

F.C. BRYAN  
15 NORTH MAYSVILLE STREET  
P.O. BOX 1225  
MT. STERLING, KY 40353-5425

**Current Officers**

|                |                    |                                       |
|----------------|--------------------|---------------------------------------|
| Chairman       | William C Latham   | 10605 Gaskins Way, Manassas, VA 20109 |
| President      | L Ross Leith       | 10605 Gaskins Way, Manassas, VA 20109 |
| Secretary      | John W Tyler Jr    | 10605 Gaskins Way, Manassas, VA 20109 |
| Vice President | Elizabeth H Latham | 10605 Gaskins Way, Manassas, VA 20109 |

**Directors**

|          |                    |                                           |
|----------|--------------------|-------------------------------------------|
| Director | William C. Latham  | 10605 Gaskins Way, Manassas, VA 20109     |
| Director | Elizabeth H Latham | 10605 Gaskins Way, Manassas, VA 20109     |
| Director | Stuart E Houston   | 1762 Church St. N.W. Washington, DC 20036 |

**Signatures**

|                  |                     |
|------------------|---------------------|
| <b>Signature</b> | John W. Tyler, Jr.  |
| <b>Title</b>     | Corporate Secretary |