

815208

200002537522--9

Merger  
Filed 3-17-76

6 pgs.

# C.T. CORPORATION SYSTEM



Associated with The Corporation Trust Company  
918-16TH STREET, N.W., WASHINGTON, D. C. 20006 • (202) 347-1601

March 9, 1976

RE: MARRIOTT CORPORATION (Del.)  
Merged: WHITESTONE PROPERTIES, INC. (Del.)  
FESPAR ENTERPRISES, INC. (Calif.)

SECRETARY OF STATE  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32304

MAR 15 9

MAR 12 2 03 PM '76  
155800 \*\*\*45.00  
RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Robert B. Morris, Atty.  
Marriott Corporation  
5161 River Road, N.W.  
Washington, D.C. 20016

Dear Sir:

At the request of the above-named attorney, we attach a document issued by the Secretary of State of Delaware covering the above. Please file the attached on behalf of the surviving Delaware corporation which is qualified to transact business in your jurisdiction. The usual evidence should be forwarded to this office.

Our check to cover your fee is attached. Many thanks.

Very truly yours,

C.T. CORPORATION SYSTEM

Richard T. Rizzi  
Assistant Secretary

RTR:ml  
enc.

PRIVILEGE TAX	
C. TAX	45
FILING	
C. COPY	
R. A. FEE	
P. COPY	
SEARCH	45
TOTAL	
BALANCE DUE	

A-682  
misc. M



# Secretary of State

STATE OF FLORIDA  
THE CAPITOL  
TALLAHASSEE 32304

March 18, 1976

BRUCE A. SMATHERS  
SECRETARY OF STATE

TELEPHONE NUMBER  
904/488-3140

C T CORPORATION SYSTEM  
918-16th STREET N. W.  
WASHINGTON, D.C. 30006

NUMBER: 815208

ATTN: RICHARD T. RIZZI

SUBJECT: MARRIOTT CORPORATION

THIS WILL ACKNOWLEDGE RECEIPT AND FILING OF THE FOLLOWING  
DOCUMENTS:

- xx 1. CHECK IN THE AMOUNT OF \$ 45.00
2. ARTICLES OF INCORPORATION FILED
3. AMENDMENT TO ARTICLES OF INCORPORATION FILED
- xx 4. ARTICLES OF MERGER OR CONSOLIDATION FILED 3-17-76 merging  
WHITESTONE PROPERTIES, INC (DEL.) & FESPAR ENTERPRISES, INC. (CALIF) into  
5. CERTIFICATE OF WITHDRAWAL FILED the above.
6. LIMITED PARTNERSHIP FILED
7. TRADEMARK APPLICATION FILED
8. APPLICATION FOR REGISTRATION OF FOREIGN CORPORATION NAME  
FILED

ENCLOSED:

1. CERTIFIED COPY(IES)
2. CERTIFICATE(S) UNDER SEAL
3. PHOTOCOPY(IES)
4. OTHER

SINCERELY,

*Nettie F. Sims*

NETTIE F. SIMS, CHIEF  
BUREAU OF CORPORATION RECORDS

NFS/ js

ENCLOSURES:

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

WHITESTONE PROPERTIES, INC..  
FESPAR ENTERPRISES, INC.

\*\*\*\*\*

MARRIOTT CORPORATION, a corporation organized and existing under the laws of Delaware.

DOES HEREBY CERTIFY:-----

FIRST: That this corporation was incorporated on the 10th day of July, 1929, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of WHITESTONE PROPERTIES, INC., a corporation incorporated on the 8th day of November, 1965, pursuant to the General Corporation Law of the State of Delaware.

That this corporation owns all of the outstanding shares of the stock of FESPAR ENTERPRISES, INC., a corporation incorporated on the 18th day of December, 1958, pursuant to the General Corporation Law of the State of California.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the Executive Committee of the Board of Directors at its duly called and convened meeting at which meeting a quorum was present and voting throughout held on the 14th day of October, 1975, and subsequently approved by the full Board of Directors, determined to and did merge into itself, WHITESTONE PROPERTIES, INC., and FESPAR ENTERPRISES, INC.

RESOLVED, that MARRIOTT CORPORATION Merge, and it hereby does merge into itself said WHITESTONE PROPERTIES, INC., FESPAR ENTERPRISES, INC., and assumes all of their obligations and

RESOLVED FURTHER, that for accounting purposes said WHITESTONE PROPERTIES, INC., Merger shall be effective on

October 17, 1975, and FESPAR ENTERPRISES, INC., merger shall be effective on November 14, 1975.

RESOLVED FURTHER, that the proper officers of this Corporation be and they hereby are directed to make and execute under the corporate seal of this Corporation a Certificate of Ownership and Merger setting forth a copy of the resolution to merge WHITESTONE PROPERTIES, INC., and FESPAR ENTERPRISES, INC., and assume their obligations and liabilities, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and a certified copy to be filed in the office of the Recorder of Deeds of New Castle County and to do all acts and things whatsoever whether within or without the State of Delaware which may be in any wise necessary or proper to effect said merger.

IN WITNESS WHEREOF, said MARRIOTT CORPORATION has caused its corporate seal to be hereunto affixed and this certificate to be signed by Woodrow D. Marriott, its Vice President, and attested by Robert B. Morris, its Secretary this 2nd day of February, 1976.

MARRIOTT CORPORATION

By Woodrow D. Marriott  
Vice President

Corporate Seal

ATTEST:

By Robert B. Morris  
Secretary

A-682

Misc. DMS

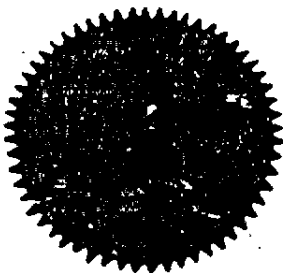


# State of DELAWARE

Office of SECRETARY OF STATE

*I, Robert H. Reed, Secretary of State of the State of Delaware,*  
*do hereby certify that the above and foregoing is a true and correct copy of*  
 Certificate of Ownership of the "MARRIOTT CORPORATION", a corporation organized and  
 existing under the laws of the State of Delaware, merging "WHITESTONE PROPERTIES, INC.",  
 a corporation organized and existing under the laws of the State of Delaware and "FESPAR  
 ENTERPRISES, INC.", a corporation organized and existing under the laws of the State of  
 California, pursuant to Section 253 of the General Corporation Law of the State of  
 Delaware, as received and filed in this office the third day of March, A.D. 1976, at  
 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*  
*and official seal at Dover this* \_\_\_\_\_ *third* \_\_\_\_\_ *day*  
*of* \_\_\_\_\_ *March* \_\_\_\_\_ *in the year of our Lord*  
*one thousand nine hundred and* \_\_\_\_\_ *seventy-six.*



*Robert H. Reed*

Robert H. Reed

Secretary of State

*Grover A. Biddle*

Grover A. Biddle Assistant Secretary of State