

815208

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Amendment

Filed 8-25-77

8 pgs.

MERGER

MARRIOTT CORPORATION

815208

merging MARRIOTT SECURITY, INC. (Del. Corp #836967) into the above:

filed

8-25-77

815208

Handwritten signature
8/24/77

4-994

C T CORPORATION SYSTEM

Associated with The Corporation Trust Company
318 16TH STREET N.W. WASHINGTON, D. C. 20005 • (202) 347-1601



merged

Marricott Security, Inc.

August 19, 1977

Re: MARRIOTT CORPORATION (Del.) Job #UU 08571-2
Counsel: Robert B. Morris, Atty. & Secy.
Marricott Corporation
5161 River Road, N. W.
Washington, D. C. 20016

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

Dear Sirs:

The above Delaware corporation is qualified to do business in your jurisdiction. Recently, such corporation merged into itself a wholly-owned subsidiary, Marricott Security, Inc. The merged corporation was also qualified in your jurisdiction. Evidence of such merger is now enclosed together with any applicable fees. Please file, returning usual evidence to us.

By such filing we would appreciate your noting on the enclosed copy of this letter that the merged corporation has also been removed from your records.

Sincerely yours,

C T CORPORATION SYSTEM

John R. Kirchner
John R. Kirchner
Assistant Vice-President

PRIVILEGE TAX
C. TAX
F. TAX <u>30</u>
C. COPY
R. A. FEE
P. COPY
SEARCH
TOTAL <u>30</u>
BALANCE DUE

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DEPARTMENT OF RESTATEMENT
TALLAHASSEE, FLA.

137

C T CORPORATION SYSTEM



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

August 19, 1977

Re: MARRIOTT CORPORATION (Del.) Job #UU 08571-2
Counsel: Robert B. Morris, Atty. & Secy.
Marriott Corporation
5161 River Road, N. W.
Washington, D. C. 20016

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

Dear Sirs:

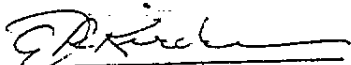
The above Delaware corporation is qualified to do business in your jurisdiction. Recently, such corporation merged into itself a wholly-owned subsidiary, Marriott Security, Inc. The merged corporation was also qualified in your jurisdiction. Evidence of such merger is now enclosed together with any applicable fees. Please file, returning usual evidence to us.

By such filing we would appreciate your noting on the enclosed copy of this letter that the merged corporation has also been removed from your records.

Sincerely yours,

C T CORPORATION SYSTEM

By


John R. Kirchner
Assistant Vice-President

Aug 25 2 05 PM '77
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
DL
11-11-77

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BRUCE A. SMATHERS
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

August 26, 1977
F. R. RITTER, Director
Division of Corporations
904/488-3140

DAVID C. MACNAMARA
ASSISTANT SECRETARY OF STATE

C T CORPORATION SYSTEM
918 16th STREET N. W.
WASHINGTON, D. C. 20006

ATTN: JOHN R. KIRCHNER

SUBJECT:

MARRIOTT CORPORATION

DOCUMENT NUMBER: 815208

This will acknowledge receipt of the following:

1. XX Check(s) totalling \$ 30.00
2. Articles of Incorporation filed
3. Amendments to Articles of Incorporation filed
4. XX Articles of Merger or Consolidation filed 8-25-77 merging MARRIOTT SECURITY, INC., into the above
5. Certificate of Withdrawal filed
6. Limited Partnership filed
7. Limited Partnership Annual Report filed
8. Trademark Application filed
9. Application for qualification filed. It is no longer required to issue a permit. A certificate under seal to this effect may be obtained for \$5.
10. Reinstatement filed
11. Articles of Dissolution filed
12. OTHER:

ENCLOSED:

1. Certified Copy(ies).
2. Certificate(s) Under Seal.
3. Photocopy(ies).
4. OTHER:

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

MARRIOTT SECURITY, INC.

INTO

MARRIOTT CORPORATION

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 MARRIOTT SECURITY, INC., a corporation incorporated on the 22nd day of July, 1976, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolution of its Board of Directors at its duly called and convened meeting at which a quorum was present and voting throughout, held on the 14th day of July, 1977, determined to and did merge into itself, effective July 29, 1977, MARRIOTT SECURITY, INC., for accounting purposes.

RESOLVED, that MARRIOTT CORPORATION merge, and it hereby does merge into itself said MARRIOTT SECURITY, INC., and assumes all of its obligations; and

FURTHER RESOLVED, that the merger shall be effective July 29, 1977, for accounting purposes.

FURTHER RESOLVED, 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 Marger setting forth a copy of the resolution to

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merge said MARRIOTT SECURITY, INC., and assume its 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 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 anywise 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 Robert E. Kochler, its Senior Vice President, and attested by Robert B. Morris, its corporate Secretary, this 4th day of August, 1977.

MARRIOTT CORPORATION

CORPORATE SEAL

ATTEST:

Robert B. Morris
Robert B. Morris
Corporate Secretary

Robert E. Kochler
Robert E. Kochler
Senior Vice President

4-994

vb

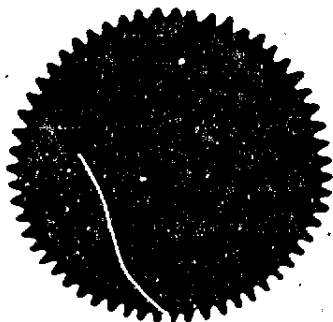


State of DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton *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", merging "MARRIOTT SECURITY,
INC.", pursuant to Section 253 of the General Corporation Law of the State of
Delaware, as received and filed in this office the twelfth day of August, A.D.
1977, at 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this twelfth *day*
of August *in the year of our Lord*
one thousand nine hundred and seventy-seven.



Glenn C. Kenton

Secretary of State

J. B. Soder

Assistant Secretary of State