

815208

Merger
Filed 4-7-76

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6pgs.

C T CORPORATION SYSTEM



Associated with The Corporation Trust Company

918-16TH STREET, N.W., WASHINGTON, D. C. 20006 • (202) 347-1601

March 29, 1976

RE: MARriott CORPORATION (Del. Dom.)
Merged: BLUESTONE PROPERTIES, INC. (Del. Dom.)

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

APR -1-76 #2 127900 ****30.01

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

Dear Sir:

At the request of counsel we enclose a certified copy of Certificate of Ownership and merger for filing on behalf of Marriott Corporation, a Delaware Corporation which is qualified to do business in your state. Our check to cover the fee for filing the certificate in your office is also enclosed.

Please place the enclosed on file and send evidence of filing to this office.

Thank you for your assistance.

Very truly yours,

C T CORPORATION SYSTEM

Richard T. Rizzi
Assistant Secretary

RTR/ff
Enc.
Check

AMOUNT DUE	
C. TAX	
SEARCH	30
C. COPY	
R. A. FILE	
P. COPY	
SEARCH	
TOTAL	30
BALANCE DUE	

4-695



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

April 8, 1976

BRUCE A. SMATHERS
SECRETARY OF STATE

TELEPHONE NUMBER
904/488-3140

CORPORATION SYSTEM
1101 G. STREET, N.W.
WASHINGTON, D.C. 20006

NUMBER: 615208

ATTN: RICHARD T. RIZZI

SUBJECT: MARRIOTT CORPORATION

THIS WILL ACKNOWLEDGE RECEIPT AND FILING OF THE FOLLOWING DOCUMENTS:

- xx 1. CHECK IN THE AMOUNT OF \$ 30.00
2. ARTICLES OF INCORPORATION FILED
3. AMENDMENT TO ARTICLES OF INCORPORATION FILED
- xx 4. ARTICLES OF MERGER OR CONSOLIDATION FILED 4-7-76 merging
BLUESTONE PROPERTIES, INC., into the above.
5. CERTIFICATE OF WITHDRAWAL FILED
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

BLUESTONE PROPERTIES, 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 BLUESTONE PROPERTIES, INC., a corporation incorporated on the 12th day of December, 1969, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors at its duly called and convened meeting at which a quorum was present and voting through out, held on the 11th day of March, 1976, determined to and did merge into itself, effective February 6, 1976, said BLUESTONE PROPERTIES, INC., for accounting purposes.

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

FURTHER RESOLVED, that the merger shall be effective February 6, 1976, 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 Merger setting forth a copy of the resolutions to

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misc

merge said BLUESTONE PROPERTIES, 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. Koehler, its Vice President, and attested by Robert B. Morris, its Secretary, this 12th day of March, 1976.

MARRIOTT CORPORATION

By Robert E. Koehler
Vice President

Corporate Seal

ATTEST:

Robert B. Morris
Secretary

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True

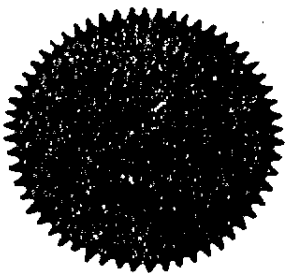


State of DELAWARE

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", merging "BLUESTONE PROPERTIES,
INC.", pursuant to Section 253 of the General Corporation Law of the State of Delaware,
as received and filed in this office the twenty-second 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 twenty-second *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

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Miss M. H.