

815208

Merger

filed 8-24-78

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M E R G E R

8/30/78
CTD

MARRIOTT CORPORATION

815208

MERGER MERGING:

FIVE STAR FOODS CORPORATION OF MARYLAND
(NOT QUALIFIED)
INTO THE ABOVE

FILED: 8/24/78

815208

C T CORPORATION SYSTEM

Associated with The Corporation Trust Company
918--18TH STREET, N.W., WASHINGTON, D. C. 20006 • (202) 347-1801

August 3, 1978

RE: MARRIOTT CORPORATION (Del.)
Merged: FIVE STAR FOODS CORPORATION OF MARYLAND (Md.) NOV

COUNSEL: Marriott Corporation
Michael Jarrad, Atty.
5161 River Road, N.W.
Washington, D.C. 20058

AUG -7-78 02 171600 *****15.00

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

Dear Sir:

At the request of the above-named attorney, we attach a merger document issued by the Secretary of State of Delaware on behalf of the surviving corporation which is qualified to transact business in your jurisdiction. Please file the document on behalf of the surviving corporation furnishing us with the usual evidence. We understand that the merged corporation is not qualified in your jurisdiction.

Our check is attached to cover your fee.

Many thanks for your assistance.

Very truly yours,

C T CORPORATION SYSTEM

Richard T. Rizzol
Assistant Secretary

Encl.
RTR:ak

PRIVILEGE TAX	
C. TAX	
FILING	15
C. COPY	
R. A. FEE	
P. COPY	
SEARCH	
TOTAL	15
BALANCE DUE	

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AUG 7 11 09 AM '78
DEPARTMENT OF STATE
TALLAHASSEE, FLA.

FILED
AUG 24 11 23 AM '78
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

11-12231



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304
(804) 488-3918

BRUCE A. SMATHERS
SECRETARY OF STATE

August 11, 1978

RECEIVED

AUG 16

DEPARTMENT
HALL ROOM
1335 FILL

AUG 17-78 *2 7300n ****15.0f

C T CORPORATION SYSTEM
ATTN: RICHARD T. RIZZI
918-16TH STREET
N.W. WASHINGTON, D.C. 20006

SUBJECT: MARRIOTT CORPORATION merging with FIVE STAR FOODS CORPORATION OF MARYLAND

CHECK ACKNOWLEDGED \$15.00 ; BALANCE DUE \$15.00 ; RETURNED
Filing Fee \$30.00
PENDING

1. NAME IS NOT AVAILABLE.
2. A current certified copy of your Articles of Incorporation and any amendments is required. The copy must be certified by the proper State official who has custody of the records pertaining to corporations in your State (WITHIN THE PAST NINE MONTHS).
3. The certified copy must be legible. It must be a positive copy, black print with white background.
4. Number(s) must be completed on our attached Corp. Form 31.
5. Letters "G" and "H" should be corrected as follows, "G" SHOULD BE: "H" SHOULD BE: Please check your calculations.
6. The attached must be completed for
7. A resolution of the Board of Directors adopting a fictitious name the use in Florida must be submitted.
8. Registered Agent must be designated. Registered Agent failed
9. The attached annual report must be completed and returned.
10. Section 620.02, F. S., requires that Limited Partnerships be sworn to. The words "SWEAR TO or SWORN TO" must be in the document.
11. Original signatures of all partners must be obtained or we must have a copy of the power of attorney.
12. The exact amount of invested capital must be listed on Line 3. The report must be signed by the general partner or the preparer.
13. The above limited partnership was cancelled for failure to file the annual report(s) for the year(s)
14. To Reinstate the above L. P., 620.31, F. S., requires that all delinquent reports and fees must be filed and paid prior to the issuance of a preliminary certificate. Please complete and return the attached report(s) with the proper filing fee(s).
15. We have no record of the above document(s) in our files.
16. OTHER:

PRIVILEGE TAX	
C. TAX	
FILING	15
C. COPY	
P. COPY	
SEALING	
TOTAL	15
BALANCE DUE	

Please return this letter with all Correspondence to:

SECRETARY OF STATE'S OFFICE
DIVISION OF CORPORATIONS
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

CHA. 103
05/10/76
/dm

11-12231



BRUCE A. SMATHERS
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

August 28, 1978
F. R. RITTER, Director
Division of Corporations
904/488-3140

DAVID C. MACNAMARA
ASSISTANT SECRETARY OF STATE

C T CORPORATION SYSTEM
ATTN: RICHARD T. RIZZI
918-16TH STREET, N.W.
WASHINGTON, D.C. 20006

SUBJECT: MARRIOTT CORPORATION

DOCUMENT NUMBER: 815208

This will acknowledge receipt of the following:

1. ☒ Check(s) totalling \$30.00
2. ☐ Articles of Incorporation filed
3. ☐ Amendments to Articles of Incorporation filed
4. ☒ Articles of Merger or Consolidation filed 8/24/78, merger merging FIVE STAR FOODS CORPORATION OF MARYLAND 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:

Corp. 100
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CERTIFICATE OF MERGER
OF
FIVE STAR FOODS CORPORATION OF MARYLAND
INTO
MARRIOTT CORPORATION

The undersigned corporation

DOWS HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Marriott Corporation	Delaware
Five Star Foods Corporation of Maryland	Maryland

SECOND: That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Marriott Corporation, a Delaware corporation.

FOURTH: That the certificate of incorporation of Marriott Corporation, a Delaware corporation, shall be the certificate in incorporation of the surviving corporation.

FIFTH: That the executed agreement of merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 5161 River Road, Bethesda, Maryland.

SIXTH: That a copy of the agreement of merger will be furnished on request and without cost to any stockholder of any constituent corporation.

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

Corporation	Class	Number of Shares	Par Value per share or statement that shares are without par value
Marriott Corporation	Common	60,000,000	\$1
Marriott Corporation	Preferred	1,000,000	None
Five Star Foods Corporation of Maryland	Class A Common	5,000,000	\$.05
Five Star Foods Corporation of Maryland	Class B Common	1,000,000	\$.01

EIGHTH: This Certificate of Merger shall be effective on June 30, 1978.

Dated: June 28, 1979

MARRIOTT CORPORATION

By Robert E. Koehler
Vice President
Robert E. Koehler

ATTEST:

By R. J. Niederriter
Secretary
R. J. Niederriter

CORPORATE SEAL

11-12231



State of DELAWARE

Office of SECRETARY OF STATE

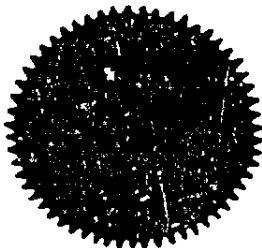
*J. Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of*

Certificate of Merger of the "FIVE STAR FOODS CORPORATION OF MARYLAND", a corporation organized and existing under the laws of the State of Maryland, merging with and into the "MARRIOTT CORPORATION", a corporation organized and existing under the laws of the State of Delaware, under the name of "MARRIOTT CORPORATION", as received and filed in this office the thirtieth day of June, A.D. 1978, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation shall be governed by the laws of the State of Delaware.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this seventeenth
of July in the year of our Lord
one thousand nine hundred and seventy-eight.

FILED
AUG 24 11 24 AM '78
DEPARTMENT OF STATE
HALLWAY, DELAWARE



FORM 120

Glenn C. Kenton

Glenn C. Kenton, Secretary of State

Andrew

Assistant Secretary of State

A-12231