

815208

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merger  
filed 11-5-74

9pgs.

# C T CORPORATION SYSTEM



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

OCT 23 1976

- RE: (1) ✓ MARRIOTT CORPORATION (Del.)  
Merged: LAS VEGAS IN-FLITE SERVICES, INC. (Del.)  
PUGET CATERERS, INC. (Del.)
- (2) MARRIOTT CORPORATION (Del.)  
Merged: BLACKSTONE PROPERTIES, INC. (Del.)  
GRAYSTONE PROPERTIES, INC. (Del.)  
REDSTONE PROPERTIES, INC. (Del.)  
FARRAND COMPANY, INC. (Mich.)  
MARRIOTT SECURITY SYSTEMS, INC. (Fla.)

OCT 22 9 -108600 \*\*\*135.00

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

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

Dear Sir:

PRIVILEGE TAX	
C. TAX	
FILING	135.00
C. COPY	
R. A. FEE	
P. COPY	
SEARCH	
TOTAL	135.00
BALANCE DUE	

At the request of the above-named attorney, we attach a document covering each of the above mergers issued by the Secretary of State of Delaware. Please file the documents on behalf of the surviving Delaware corporation which is qualified to transact business in your jurisdiction. The mergers do not amend the Certificate of Incorporation of the surviving corporation.

Our check is enclosed to cover your fee and the usual evidence should be forwarded to this office.

Many thanks for your assistance.

Very truly yours,

C T CORPORATION SYSTEM

Richard T. Rizzi  
Assistant Secretary

RTR/ff  
Encs.

P.S. BLACKSTONE PROPERTIES, INC., a Delaware corporation is also qualified in Florida. Please remove it from your records.

# C T CORPORATION SYSTEM



Associated with the Corporation Trust Company  
1000 K STREET, N.W. WASHINGTON, D.C. 20004

November 1, 1976

RE: MARRIOTT CORPORATION  
Merged: MARRIOTT SECURITY SYSTEMS, INC. (Fla.) et al

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

Dear Sir:

We return the certified copy of merger issued by the Secretary of State of Delaware on behalf of the subject Delaware corporation and your form letter dated October 27, 1976.

We assume that item 16 of your form letter refers to the filing of Articles of Merger on behalf of the Florida corporation, MARRIOTT SECURITY SYSTEMS, INC. This document was filed in your office on October 12, 1976 and evidence has already been received and forwarded to counsel.

We trust that you will be in a position to file the attached since you are holding the funds.

Many thanks.

Very truly yours,

C T CORPORATION SYSTEM

Richard T. Rizzi  
Assistant Secretary

RTR/tt  
Enc.



## Secretary of State

STATE OF FLORIDA  
THE CAPITOL  
TALLAHASSEE 32304

November 8, 1976

BRUCE A. SMATHERS

C T CORPORATION SYSTEM  
918 16th Street, N.W.  
Washington, D.C. 20006  
Attn: Richard F. Ricci

Telephone Number:  
904/488-3140

CHARTER NUMBER: 815208

SUBJECT: MARRIOTT CORPORATION MERGING: MARRIOTT SECURITY SYSTEMS, INC,  
BLACKSTONE PROPERTIES, INC: GRAYSTONE PROPERTIES, INC: REDSTONE PROPERTIES,  
INC: FARRAND COMPANY, INC:

This will acknowledge receipt of the following:

- ☒ 1. Check in the amount of \$ 20.00
- ☐ 2. Articles of Incorporation filed
- ☐ 3. Amendment to Articles of Incorporation filed
- ☒ 4. Articles of Merger or Consolidation filed November 5, 1976.
- ☐ 5. Certificate of Withdrawal filed
- ☐ 6. Limited Partnership filed
- ☐ 7. Trademark Application filed
- ☐ 8. 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.
- ☐ 9. Reinstatement filed
- ☐ 10. Dissolution filed
- ☐ 11. Other: \_\_\_\_\_

### ENCLOSED:

- ☐ 1. Certified Copy(ies)
- ☐ 2. Certificate(s) Under Seal
- ☐ 3. Photocopy(ies)
- ☐ 4. Other: \_\_\_\_\_

jz

DIVISION OF CORPORATIONS



## Secretary of State

STATE OF FLORIDA  
THE CAPITOL  
TALLAHASSEE 32304  
(904) 488-3918

October 27, 1976

BRUCE A. SMATHERS  
SECRETARY OF STATE

Telephone Number: 904/488-4830

C T CORPORATION SYSTEM  
918-16th Street N.W.  
Washington, D.C. 20006  
Attn: Richard T. Rizzi

SUBJECT: MARRIOTT CORPORATION, :

CHECK ACKNOWLEDGED \$90.00 ; BALANCE DUE \_\_\_\_\_ ; RETURNED XX ;  
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 for the use in Florida must be submitted.
8. \_\_\_\_\_ Registered Agent must be designated. Registered Agent failed to sign.
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. XX OTHER: We cannot file the certified copy of the merger until after the filing of the executed merger, which complies with Florida Statutes. Please return this letter with all correspondence to: 607.234

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

js

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

BLACKSTONE PROPERTIES, INC.  
GRAYSTONE PROPERTIES, INC.  
REDSTONE PROPERTIES, INC.  
FARRAND COMPANY, INC.  
MARRIOTT SECURITY SYSTEMS, INC.

INTO

MARRIOTT CORPORATION

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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 BLACKSTONE PROPERTIES, INC., a corporation incorporated on the 29th day of November, 1960, pursuant to the General Corporation Law of the State of Delaware.

That this corporation owns all of the outstanding shares of the stock of GRAYSTONE PROPERTIES, INC., a corporation incorporated on the 23rd day of July, 1962, pursuant to the General Corporation Law of the State of Delaware.

That this corporation owns all of the outstanding shares of the stock of REDSTONE PROPERTIES, INC., a corporation incorporated on the 17th 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 FARRAND COMPANY, INC., a corporation incorporated on the 23rd day of January, 1969, pursuant to the General Corporation Law of the State of Michigan.

FILED  
JUL 1 1969  
MARRIOTT CORPORATION

That this corporation owns all of the outstanding shares of the stock of MARRIOTT SECURITY SYSTEMS, INC., a corporation incorporated on the 25th day of July, 1959, pursuant to the General Corporation Law of the State of Florida.

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 throughout, held on the 8th day of July, 1976, determined to and did merge into itself, effective July 30, 1976, BLACKSTONE PROPERTIES, INC., GRAYSTONE PROPERTIES, INC., REDSTONE PROPERTIES, INC., FARRAND COMPANY, INC., AND MARRIOTT SECURITY SYSTEMS, INC., for accounting purposes.

RESOLVED, that MARRIOTT CORPORATION merge, and it hereby does merge into itself said BLACKSTONE PROPERTIES, INC., GRAYSTONE PROPERTIES, INC., REDSTONE PROPERTIES, INC., FARRAND COMPANY, INC. AND MARRIOTT SECURITY SYSTEMS, INC., and assumes all of their obligations; and

FURTHER RESOLVED, that the mergers shall be effective July 30, 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 merge said BLACKSTONE PROPERTIES, INC., GRAYSTONE PROPERTIES, INC., REDSTONE PROPERTIES, INC., FARRAND COMPANY, INC., AND MARRIOTT SECURITY SYSTEMS, 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 Vice President, and attested by Warren A. Slothower, its Assistant Secretary, this 6th day of August, 1976.

MARRIOTT CORPORATION

CORPORATE SEAL

By Robert E. Kochler  
Robert E. Kochler,  
Vice President

ATTEST:

Warren A. Slothower  
Warren A. Slothower,  
Assistant Secretary

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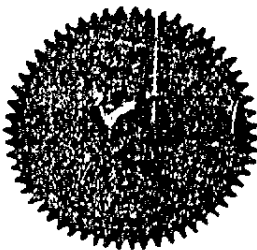
# State of DELAWARE

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 "BLACKSTONE PROPERTIES, INC.",  
"GRAYSTONE PROPERTIES, INC." and "REDSTONE PROPERTIES, INC.", corporations organized  
and existing under the laws of the State of Delaware, "FARRAND COMPANY, INC.", a  
corporation and existing under the laws of the State of Michigan and "MARRIOTT  
SECURITY SYSTEMS, INC.", a corporation organized and existing under the laws of the  
State of Florida, pursuant to Section 253 of the General Corporation Law of the State  
of Delaware, as received and filed in this office the eighth day of October, A.D.  
1976, at 10 o'clock A.M.

RECEIVED  
OCT 11 1976  
STATE OF DELAWARE

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



FORM 120

*Robert H. Reed*

Robert H. Reed

Secretary of State

*Grover A. Biddle*

Grover A. Biddle Assistant Secretary of State

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