

820 699

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

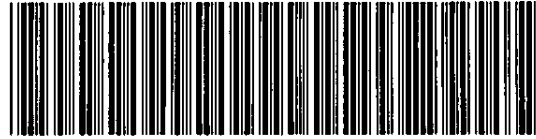
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SUFFOLK COUNTY OFFICE OF RECORDS & CLERK

OCT 24 2015

C. CARROLL

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 340763 7222649
AUTHORIZATION : 
COST LIMIT : \$35.00

ORDER DATE : October 20, 2016
ORDER TIME : 8:54 AM
ORDER NO. : 340763-195
CUSTOMER NO: 7222649

FOREIGN FILINGS

NAME: HILTON WORLDWIDE, INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HILTON WORLDWIDE, INC.
Name of Corporation

DOCUMENT NUMBER: 820699

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Name of Contact Person

Firm/Company

Address

City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Name of Contact Person at (_____) _____
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

\$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))

1. HILTON WORLDWIDE, INC.
(Name of corporation as it appears on the records of the Department of State)
2. DE (Incorporated under laws of) 3. 09/01/1967 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 06/01/2016

5. PARK HOTELS & RESORTS INC.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

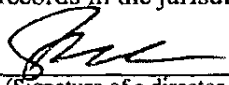
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Sean Dell'Orto

(Typed or printed name of person signing)

SVP & Treasurer

(Title of person signing)

2716 OCT 21 AM 8:22


Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HILTON WORLDWIDE, INC.", CHANGING ITS NAME FROM "HILTON WORLDWIDE, INC." TO "PARK HOTELS & RESORTS INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2016, AT 3:05 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

403628 8100
SR# 20166298169

Authentication: 203198594
Date: 10-20-16

You may verify this certificate online at corp.delaware.gov/authver.shtml

CERTIFICATE OF AMENDMENT

TO THE

CERTIFICATE OF INCORPORATION

OF


HILTON WORLDWIDE, INC.

Hilton Worldwide, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), pursuant to Section 242 of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify as follows:

1. The name of the Corporation is Hilton Worldwide, Inc.
2. The original Certificate of Incorporation of the Corporation was filed with the office of the Secretary of State of the State of Delaware on May 29, 1946. An amended and restated Certificate of Incorporation was filed with the office of the Secretary of State of the State of Delaware on November 19, 2007.
3. The amendment of the Certificate of Incorporation set forth herein has been duly adopted by the Board of Directors of the Corporation and by the sole stockholder in accordance with the provisions of Sections 228 and 242 of the DGCL.
4. Article First of the Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

"FIRST: The name of the Corporation is Park Hotels & Resorts Inc."
5. This amendment to the Certificate of Incorporation shall be effective on and as of the date of filing of this Certificate of Amendment with the office of the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, a duly authorized officer of the Corporation and on behalf of the Corporation in the capacity specified under the undersigned's name, has duly executed this Certificate of Amendment as of June 1, 2016.


Name: Owen W. W. W.
Title: Assistant Secretary