

F98000004716



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 929726 4380061

AUTHORIZATION :

COST LIMIT :

Patricia Pizant

ORDER DATE : August 17, 1998

ORDER TIME : 10:59 AM

ORDER NO. : 929726-010

CUSTOMER NO: 4380061

CUSTOMER: Mr. Jeff B. Stant - #52.862
Marriott International, Inc.
10400 Fernwood Rd.

Bethesda, MD 20817

FOREIGN FILINGS

NAME: SPRINGHILL SMC CORPORATION

XXXX QUALIFICATION (TYPE: CO)

200002618832--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

RECEIVED
98 AUG 18 AM 11:36
DIVISION OF CORPORATION

FILED
98 AUG 18 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
[Signature]

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

- 10. Registered agent's acceptance:**

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

By: Gloria M. Barry Asst. Secy
(Registered agent's signature)

GLORIA M. BARRY, Asst. SECY.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
28 AUG 18 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EX-105

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JEFF B. STANT ASSISTANT SECRETARY
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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08/12/1998

BUSINESS
ADDRESS:

Marriott International, Inc.
10400 Fernwood Road
Bethesda, MD 20817

Page Number : 1

Corporate Subsidiaries
Officer Listing

Corporation : 198 - Springhill SMC Corporation

Position

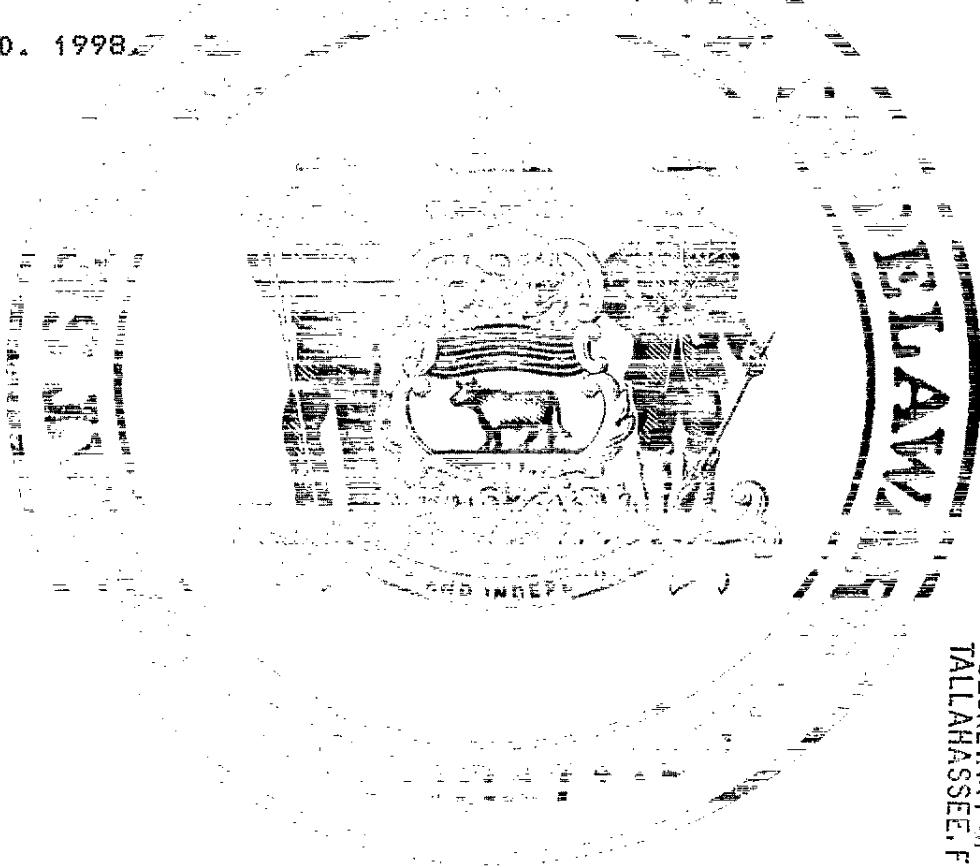
Name

Assistant Secretary(ies):	Carol Bruff
Assistant Secretary(ies):	G. Cope Stewart III
Assistant Secretary(ies):	Jeff B. Stant
Assistant Secretary(ies):	John T. Cassella
Assistant Secretary(ies):	M. Lester Pulse Jr.
Assistant Secretary(ies):	Maritza Cordero
Assistant Secretary(ies):	Nancy L. Benz
Assistant Secretary(ies):	Ward R. Cooper
Assistant Treasurer(s):	Carolyn B. Handlon
Director(s):	Kevin M. Kimball
Director(s):	Myron D. Walker
Director(s):	Todd Clist
President:	Todd Clist
Secretary:	W. David Mann
Treasurer:	Raymond G. Murphy
Vice President(s):	G. Cope Stewart III
Vice President(s):	Kevin M. Kimball
Vice President(s):	M. Lester Pulse Jr.
Vice President(s):	Myron D. Walker
Vice President(s):	William R. Tiefel

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPRINGHILL SMC CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF AUGUST, A.D. 1998.



FILED

98 AUG 18 PM 1:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2933440 8300

981320113

AUTHENTICATION:

9254037

DATE:

08-14-98