

F99000002327



ACCOUNT NO. : 072100000032

REFERENCE : 225292 5059718

AUTHORIZATION :

Patricia Pizub

COST LIMIT : \$ 70.00

ORDER DATE : April 30, 1999

ORDER TIME : 1:28 PM

ORDER NO. : 225292-010

900002864029--1

CUSTOMER NO: 5059718

CUSTOMER: Ms. Annie Sweeney -ste 1245-d
Sodexo Marriott Services,
9801 Washingtonian Boulevard
12th Floor
Gaithersburg, MD 20878

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY -5 PM 4:03

FOREIGN FILINGS

NAME: SDH III, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 MAY -5 PM 2:24

RECEIVED

F99-2327

OA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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:

1. SDH III, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DE
(State or country under the law of which it is incorporated)
3. 52-2136388
(FEI number, if applicable)
4. 12/22/98
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. SDH III, INC. c/o Sodexo Marriott Services, Inc. 9801 Washingtonian Blvd.
12th Floor Gaithersburg, MD 20878
(Current mailing address)

8. Food and facilities management services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

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.

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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. Anastasia E. Sweeney 4/28/99
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Anastasia E. Sweeney, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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LIST OF OFFICERS AND DIRECTORS

FOR

SDH III, INC.

DIRECTORS:

Charles D. O'Dell
Michel Landel
Lawrence E. Hyatt
Robert A. Stern

OFFICERS:

President: Charles D. O'Dell

Vice Presidents: Lawrence E. Hyatt
Michel Landel
Robert A. Stern
Anthony F. Alibrio
William W. Hamman

Secretary: Joan Rector McGlockton

Assistant Secretaries: Richard H. Allen
Leslie Jones
Brenda P. Fuller
Robert A. Stern

David Hayes
Thomas R. Morse
Anastasia E. Sweeney

Treasurer: Vacant

Assistant Treasurer: David Scanlan

**ADDRESS FOR THE ABOVE NAMED
DIRECTORS AND OFFICERS:**

c/o SODEXHO MARRIOTT SERVICES, INC.
9801 Washingtonian Blvd.
Gaithersburg, MD 20878

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DIVISION OF CORPORATIONS
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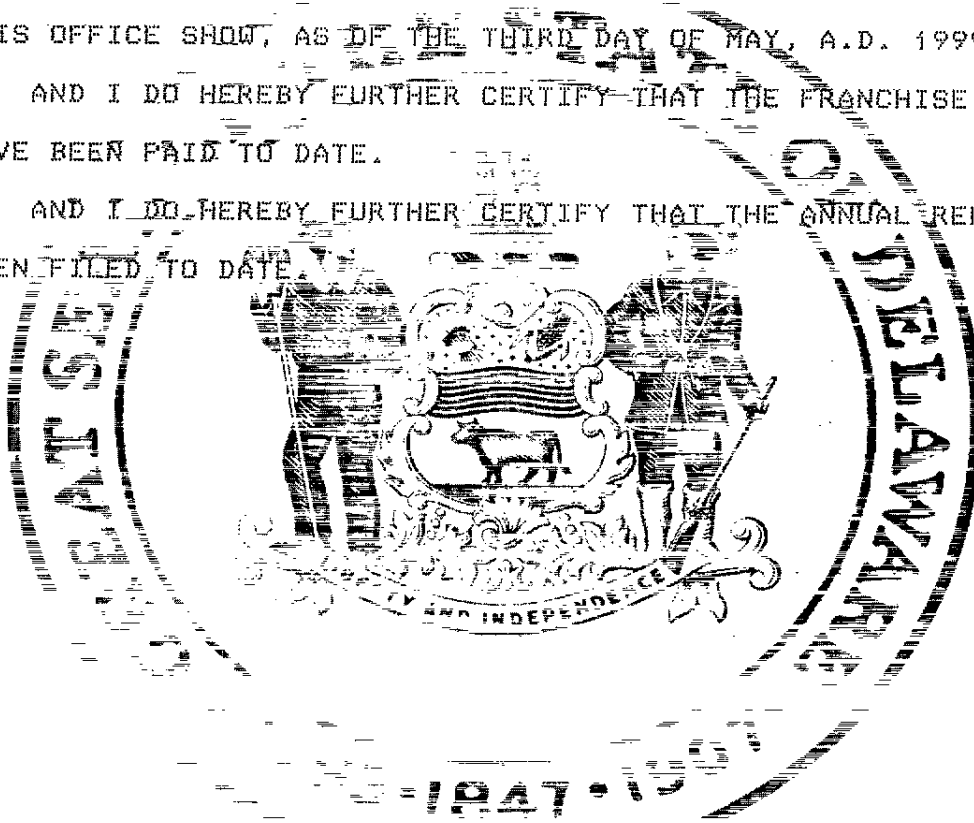
State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SDH III, INC." 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 THIRD DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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991173065

AUTHENTICATION: 9719892

DATE: 05-03-99