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DEPT-01 RECORDING

\$27.00

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4389 # 1-93-483202

COOK COUNTY RECORDER

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

MARRIOTT HOTEL SERVICES, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to

be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this 23RD

day of JUNE *A.D. 19* 93 *and*

of the Independence of the United States

the two hundred and 17TH



George H Ryan
SECRETARY OF STATE

Box 314

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10/17/12

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Form **BCA-13.15**

(Rev. Jan. 1991)

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE

George H. Ryan
Secretary of State
Department of Business Services

FILED

JUN 23 1993

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date

6/23/93

License Fee \$

Franchise Tax \$

Filing Fee \$

Penalties \$

Approved \$

25.00
75.00
\$ 100.00

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: MARRIOTT HOTEL SERVICES, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

EXPEDITED

2. (a) State or Country of Incorporation: DELAWARE

JUN 23 1993

(b) Date of Incorporation: 3/23/76

(c) Period of Duration: PERPETUAL

SECRETARY OF STATE

3. (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois:

DEPT. 862, 10400 FERNWOOD ROAD

33 NORTH LASALLE

BETHESDA, MD 20817

CHICAGO, IL 60602

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent The Prentice-Hall Corporation System, Inc.

First Name

Middle Name

Last Name

Registered Office 33 North LaSalle Street

Number

Street

Suite #

Chicago, Illinois 60602

City

Zip Code

Cook

County

5. States and countries in which it is admitted or qualified to transact business:

CA, FL, NJ, OK

6. Names and residential addresses of officers and directors:

SEE ATTACHED LIST

Name

No. & Street

City

State

Zip

President

Secretary

Director

Director

Director

If more than 3, attach list

2700
BMR

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7. Purpose or purposes provided for the corporation in transacting business in this state:
(If not sufficient space to cover the point, add one or more sheets of this size.)

LIQUOR LICENSE CORPORATION

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
COMMON	N/A	NPV	100	100

9. Paid-in Capital: \$ 1,000.00

(*Paid-in Capital includes the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 40,788,958.00
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 39,665.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 102,832,221.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 100,000.00

11. Interrogatories:

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: DEPT. 923, 10400 FERNWOOD ROAD, BETHESDA MD 20817
- (b) Number of shares of all classes owned by residents of Illinois: -0-
- (c) Number of shares of all classes owned by non-residents of Illinois: 100
- (d) Is the corporation transacting business in this state at this time? NO
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

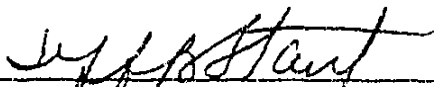
13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated JUNE 18, 19 93

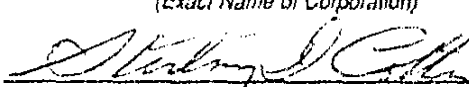
MARRIOTT HOTEL SERVICES, INC.

(Exact Name of Corporation)

attested by


(Signature of Secretary or Assistant Secretary)

by


(Signature of President or Vice President)

JEFF B. STANT, ASST. SEC.

(Type or Print Name and Title)

STERLING D. COLTON, VICE PRESIDENT

(Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

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MARRIOTT HOTEL SERVICES, INC.

OFFICERS:

President:

William R. Tiefel
2426 Wyoming Avenue, NW
Washington, DC 20005
SS: 140-28-7045

Vice President:

Sterling D. Colton
8005 Greentree Road
Bethesda, Maryland 20817
SS: 528-40-8242

Secretary:

Joan Rector McGlockton
1409 Squaw Hill Lane
Silver Spring, Maryland
SS: 014-38-4177

Assistant Secretary:

Jeff B. Stant
739 N. Oakland Street
Arlington, VA 22203
SS: 227-56-4274

Treasurer:

Raymond G. Murphy
14604 Carrolton Road
Rockville, Maryland 20853
SS: 301-90-7411

DIRECTORS:

Michael Mackei - 714 Ridge Drive, McLean, VA 22101
SS: 215-54-7283

William R. Tiefel - Address Same As Above

Myron D. Walker - 4107 Maryland Avenue, Bethesda, MD 20816
SS: 578-60-0222

BUSINESS ADDRESS:

10400 Fernwood Road
Bethesda, Maryland 20817

STATE OF INCORPORATION:

Delaware - March 23, 1976

FEDERAL ID. NO.: 52-1052650

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