

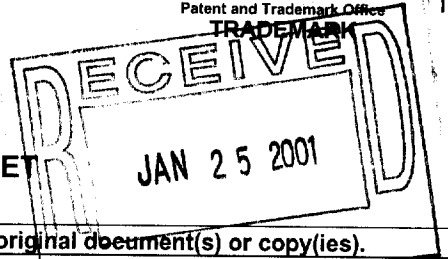
02-01-2001



FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

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U.S. Department of Commerce
Patent and Trademark Office



1.25.01

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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other _____

Effective Date
Month Day Year
11 08 00

Conveying Party

Mark if additional names of conveying parties attached

Name ITT Sheraton Corporation

Execution Date
Month Day Year
11 08 00

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name The Sheraton Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 60 State Street

Address (line 2) _____

Address (line 3) Boston

City

Massachusetts

State/Country

02109

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

01/31/2001 6TON11 00000190 2381916

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01 FC:481 40.00 OP
02 FC:482 100.00 OP

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TRADEMARK
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Domestic Representative Name and Address

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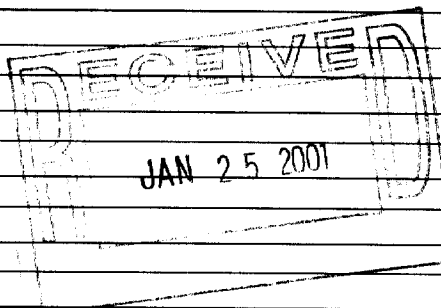
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

212-715-9464

Name

Mary B. Scott, Esq.

Address (line 1)

Kramer Levin Naftalis & Frankel LLP

Address (line 2)

919 Third Avenue

Address (line 3)

New York, New York 10022

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

2

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

2381916	2041953	
2215555	1754322	
2188607		

Number of Properties

Enter the total number of properties involved.

#

5

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

140

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

50-0540

Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Mary B. Scott

Name of Person Signing

Mary B Scott
Signature

1/23/01
Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "ITT SHERATON CORPORATION", CHANGING ITS NAME FROM "ITT SHERATON CORPORATION" TO "THE SHERATON CORPORATION", FILED IN THIS OFFICE ON THE EIGHTH DAY OF NOVEMBER, A.D. 2000, AT 11:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0802417 8100

001563105

AUTHENTICATION: 0786916

DATE: 11-13-00

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

ITT SHERATON CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

1. The name of the corporation shall be **THE SHERATON CORPORATION.**

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said ITT Sheraton Corporation has caused this certificate to be signed by Scott Kenyon, its Assistant Secretary, this 8th day of November, 2000.

ITT SHERATON CORPOATION

By: 
Name: Scott Kenyon
Title: Assistant Secretary