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|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--|
|                                                                                                                                                                                                                                                                                                                    |                                                                                                           |  |
| 1. Name of conveying party(ies):  ITT Sheraton Corporation  Individual(s) Association  General Partnership Limited Partnership  X Corporation-State Delaware  Other  Additional name(s) of conveying party(ies) attached? Yes X No  3. Nature of conveyance:  Assignment Merger  Security Agreement Change of Name | 2. Name and address of receiving party(ies)  Name: The Sheraton Corporation  Internal Address:            |  |
| Other  Execution Date: 11-08-2000                                                                                                                                                                                                                                                                                  | representative designation is attached: Yes No (Designations must be a separate document from assignment) |  |
|                                                                                                                                                                                                                                                                                                                    | Additional name(s) & address( es) attached? Yes No                                                        |  |
| 4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  Additional number(s) at                                                                                                                                                                                                      | B. Trademark Registration No.(s) 2,297,362                                                                |  |
| Name and address of party to whom correspondence concerning document should be mailed:                                                                                                                                                                                                                             | 6. Total number of applications and registrations involved:                                               |  |
| Name: Mary B. Aversano  Internal Address: Kramer Levin Naftalis  & Frankel LLP                                                                                                                                                                                                                                     | 7. Total fee (37 CFR 3.41)\$  X Enclosed  Authorized to be charged to deposit account                     |  |
| Street Address: 919 Third Avenue                                                                                                                                                                                                                                                                                   | 8. Deposit account number:  50-0540                                                                       |  |
| City: NY State: NY Zip: 10022                                                                                                                                                                                                                                                                                      |                                                                                                           |  |
| DO NOT USE THIS SPACE  9. Signature.                                                                                                                                                                                                                                                                               |                                                                                                           |  |
| Mary B. Aversano Name of Person Signing  Total number of pages including cover sheet, attachments, and document:    Mary B. Aversano                                                                                                                                                                               |                                                                                                           |  |

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documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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## State of Delaware Office of the Secretary of State

## PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO BEREEN CERTIFI 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 FORMARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

dward J. Freel, Secretary of State

02417 8100 AUTHENTICATION: 0786916

DATE: 11-13-00

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> TRADEMARK REEL: 002956 FRAME: 0167

## 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:

RECORDED: 04/26/2004

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 IIT Sheraton Corporation has caused this certificate to be signed by Scott Kenyon, its Assistant Secretary, this 2 day of November, 2000.

ITT SHERATON CORPORTION

Name: S

e: Scott Kany

Title:

Assistant Secretary

TRADEMARK REEL: 002956 FRAME: 0168