

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/14/2000		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Host Marriott Services Corporation		03/14/2000	CORPORATION: DELAWARE
HMSHost Corporation		03/14/2000	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HMSHost Corporation		
Street Address:	6905 Rockledge Drive MS 7-1		
City:	Bethesda		
State/Country:	MARYLAND		
Postal Code:	20817		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2481142	CITY DELI	
CORRESPONDENCE DATA			
Fax Number:	(202)857-6395		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-857-6000		
Email:	walker.christina@arentfox.com		
Correspondent Name:	Christina R. Walker		
Address Line 1:	1050 Connecticut Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036		
ATTORNEY DOCKET NUMBER:	026986.00028		
NAME OF SUBMITTER:	Christina R. Walker		
Signature:	/Christina R. Walker/		

CH \$40.00 2481142

Date:

10/31/2007

Total Attachments: 4

source=HMSTHost Corporation Merger with Host Marriott Services#page1.tif

source=HMSTHost Corporation Merger with Host Marriott Services#page2.tif

source=HMSTHost Corporation Merger with Host Marriott Services#page3.tif

source=HMSTHost Corporation Merger with Host Marriott Services#page4.tif

State of Delaware
Office of the Secretary of State

PAGE 1

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 AGREEMENT OF MERGER, WHICH MERGES:
"HMS HOST CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "HOST MARRIOTT SERVICES CORPORATION" UNDER THE NAME OF "HMS HOST CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

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

2528750 8100M

001133236




Edward J. Freel, Secretary of State

AUTHENTICATION: 0319488

DATE: 03-16-00

TRADEMARK
REEL: 003651 FRAME: 0471

AGREEMENT OF MERGER

OF

HMS HOST CORPORATION
(a Delaware corporation)

AND

HOST MARRIOTT SERVICES CORPORATION
(a Delaware corporation)

AGREEMENT OF MERGER approved on March 14, 2000 by HMS Host Corporation, a business corporation of the State of Delaware, and by resolution adopted by its Board of Directors on said date, and approved on March 14, 2000 by Host Marriott Services Corporation, a business corporation of the State of Delaware, and by resolution adopted by its Board of Directors on said date.

WHEREAS HMS Host Corporation is a business corporation of the State of Delaware with its registered office therein located at 1013 Centre Road, City of Wilmington, County of New Castle; and

WHEREAS Host Marriott Services Corporation is a business of the State of Delaware with its registered office therein located at 1013 Centre Road, City of Wilmington, County of New Castle; and

WHEREAS the total number of shares of stock which HMS Host Corporation has authority to issue is eight thousand (8,000), all of which are of one class and of a par value of \$.01 each; and

WHEREAS the total number of shares of stock which Host Marriott Services Corporation has authority to issue is one hundred one million (101,000,000), of all classes and without par value; and

WHEREAS HMS Host Corporation and Host Marriott Services Corporation and the respective Boards of Directors thereof declare it advisable and to the advantage, welfare, and best interests of said corporations and their respective stockholders to merge HMS Host Corporation with and into Host Marriott Services Corporation pursuant to the provisions of the General Corporation Law of the State of Delaware upon the terms and conditions hereinafter set forth;

NOW, THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being hereunto duly approved by a resolution adopted by the Board of Directors of HMS Host Corporation and duly approved by a resolution adopted by the Board of Directors of Host Marriott Services Corporation, the Agreement of Merger and the

terms and conditions thereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth therein, are hereby determined and agreed upon as hereinafter in this Agreement set forth.

1. HMS Host Corporation and Host Marriott Services Corporation shall, pursuant to the provisions of the General Corporation Law of the State of Delaware, be merged with and into a single corporation, to wit, Host Marriott Services Corporation, which shall be the surviving corporation from and after the effective time of the merger, and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under the name HMS Host Corporation pursuant to the provisions of the General Corporation Law of the State of Delaware.

The separate existence of HMS Host Corporation, which is hereinafter sometimes referred to as the "terminating corporation", shall cease at the said effective time in accordance with the provisions of said General Corporation Law of the State of Delaware.

2. The Certificate of Incorporation of the surviving corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation except that articles FIRST and FOURTH, thereof, relating to the name of the corporation and the authorized shares of the corporation are hereby amended and changed so as to read as follows at the effective time of the merger:

"FIRST: The name of the corporation (hereinafter call the "corporation") is
HMS Host Corporation:

"FOURTH: The total number of shares of stock which the corporation shall have authority to issue is eight thousand (8,000), all of which are of one class and a par value of \$.01 each.:

and said Certificate of Incorporation as herein amended and changed shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

3. The present by-laws of the surviving corporation will be the bylaws of said surviving corporation and will continue in full force and effect until changed, altered, to amended as therein provided and the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

4. The directors and officers in office of the surviving corporation at the effective time of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorship and offices until the election and qualification of the respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. In the event that this Agreement of Merger shall have been fully adopted upon behalf of the terminating corporation and of the surviving corporation in accordance with the provisions of the General Corporation Law of the State of Delaware, the said corporations agree that they will cause to be executed and filed and recorded any document to documents prescribed by the laws of the State of Delaware, and that they will cause to be performed all necessary acts within the State of Delaware and elsewhere to effectuate the merger herein provided for.

6. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered, and directed to do any and all acts and things, as to make execute, deliver, file and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or of the merger herein provided for.

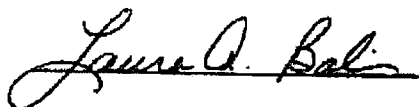
The effective time of the Agreement of Merger, and the time when the merger therein agreed upon shall become effective, shall be Monday, March 20, 2000.

IN WITNESS WHEREOF, this Agreement of Merger is hereby signed upon behalf of each of the constituent corporations parties thereto.

Dated: March 14, 2000

HMS Host Corporation

By:

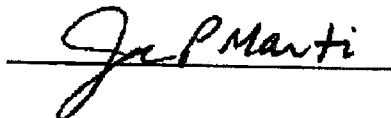


Laura A. Babin
Assistant Secretary

Dated: March 14, 2000

Host Marriott Services Corporation

By:



Joe P. Martin
Secretary