

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF MARRIOTT EDUCATIONAL SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MARRIOTT EDUCATIONAL SERVICES, INC.

_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to MARRIOTT EDUCATIONAL SERVICES, INC.

to transact business in this State under the name MARRIOTT EDUCATIONAL SERVICES, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated December 4, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra M. Anthony

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

DEC 4 11 07 AM '80

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

SECRETARY OF STATE

1. The name of the corporation is MARRIOTT EDUCATIONAL SERVICES, INC.

2. The name which it shall use in Idaho is _____

MARRIOTT EDUCATIONAL SERVICES, INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of DELAWARE

4. The date of its incorporation is MARCH 26, 1980 and the period of its duration is PERPETUAL

5. The address of its principal office in the state or country under the laws of which it is incorporated is

229 SOUTH STATE STREET, DOVER, DELAWARE 19901

6. The address to which correspondence should be addressed, if different from that in item 5.

DEPT. 862, 10400 FERNWOOD ROAD, BETHESDA, MD 20058

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., One Capital Center, 999 Main Street Boise, Idaho 83702, and the name of its proposed

registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

PAYROLL CORPORATION

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED LIST		

(continued on reverse)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho. **YES**
11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: DECEMBER 1 1987

MARRIOTT EDUCATIONAL SERVICES, INC.
(Corporation Name)

By *Sterling D. Colton*
STERLING D. COLTON *President* (Vice President (please specify))
 and *Shirley J. Evans*
SHIRLEY J. EVANS *Secretary* (Secretary/Assistant Secretary (please specify))

STATE OF MARYLAND)
) at
 COUNTY OF MONTGOMERY)

I, Helen C. Taylor, a notary public, do hereby certify that on this 1st day of DECEMBER, 19 87, personally appeared before me STERLING D. COLTON, who being by me first duly sworn, declared that (s)he is the VICE PRESIDENT of MARRIOTT EDUCATIONAL SERVICES, INC.

that (s)he signed the foregoing document as VICE PRESIDENT of the corporation and that the statements therein contained are true.

Helen C. Taylor
 HELEN C. TAYLOR
 NOTARY PUBLIC STATE OF MARYLAND
 My Commission Expires July 1, 1990
 Notary Public

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:5101000071

MARRIOTT EDUCATIONAL SERVICES, INC.

President: Richard E. Marriott
10840 Pleasant Hill Drive
Potomac, MD 20854

Vice Presidents: Sterling D. Colton
8005 Greentree Road
Bethesda, MD 20817

John H. Dasburg
10609 Alloway Drive
Potomac, MD 20854

William J. Shaw
7812 River Falls Drive
Potomac, MD 20854

William W. McCarten
2008 Roundhouse Road
Vienna, VA 22180

Secretary: Shirley J. Evans
334 New Mark Esplanade
Rockville, MD 20854

Assistant Secretaries: William O. Kafes
9018 Fairview Road
Silver Spring, MD 20910

Robert B. Morris
1074 Pipestem Place
Rockville, MD 20854

Christopher G. Townsend
10 Paramus Court
Gaithersburg, MD 20878

M. Lester Pulse, Jr.
926 Farm Haven Drive
Rockville, MD 20852

Treasurer: William J. Shaw
7812 River Falls Road
Potomac, MD 20854

Assistant

Treasurers:

**Wendell B. Ward, Jr.
6406 Hillmead Road
Bethesda, MD 20817**

**Matthew J. Hart
6311 Poe Road
Bethesda, MD 20817**

Directors:

**Richard E. Marriott - as above
Sterling D. Colton - as above
John H. Dasburg - as above**

**Corporate address for all is: 10400 Fernwood Road
Bethesda, MD 20058**

All citizens of the United States

3090w

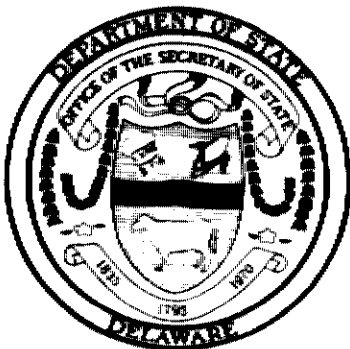


DEC 4 11 07 AM '87
SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY MARRIOTT EDUCATIONAL SERVICES, 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 DATE SHOWN BELOW.

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: |1484840

DATE: 12/01/1987