

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

SODEXHO MARRIOTT EDUCATION SERVICES, INC.
File number C 124539

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: June 24, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie L. Weinreich*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED
JUN 24 3 22 PM '98

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and States as follows:

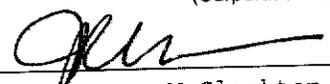
- The name of the corporation is SODEXHO MARRIOTT EDUCATION SERVICES, INC.
- The name which it shall use in Idaho is SODEXHO MARRIOTT EDUCATION SERVICES, INC.
- It is incorporated under the laws of DELAWARE
- Its date of incorporation is March 26, 1980
- The address of its principal office is 10400 Fernwood Road, Bethesda, MD 20817
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 200 North 23rd Street, Boise, Idaho 83702, and its registered agent in Idaho at that address is Corporation Service Company

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

| Name | Office | Address |
|--|--------|---------|
| <u>See attached officers/directors rider</u> | | |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

Dated: May 15, 1998

SODEXHO MARRIOTT EDUCATION SERVICES, INC.
(Corporation name)

By 
Joan Rector McGlockton

Its Secretary
(specify capacity of signer)

Customer Acct # :

(if using pre-printed) **IDAHO SECRETARY OF STATE**

Secretary of State use only
06/24/1998 09:00
CR: 7799 CT: 22601 IN: 122717

1 @ 100.00 = 100.00 AUTH PRO
1 @ 20.00 = 20.00 EXPEDITE C

C124539

Revised 7/87 g:\corpforms\ACA.ppt6

DIRECTORS AND OFFICERS OF
SODEXHO MARRIOTT EDUCATION SERVICES, INC.
(Previously Marriott Educational Services, Inc.)

as of March 30, 1998

DIRECTORS

| <i>Name</i> | <i>Address (*)</i> |
|-------------------|--------------------|
| Charles D. O'Dell | |
| Robert A. Stern | |
| Lawrence E. Hyatt | |
| Michel Landel | |

OFFICERS

| <i>Name</i> | <i>Title</i> | <i>Address (*)</i> |
|------------------------|----------------|--------------------|
| Charles D. O'Dell | President | |
| Lawrence E. Hyatt | Vice President | |
| Michel Landel | Vice President | |
| Robert A. Stern | Vice President | |
| Robert Drury | Vice President | |
| Joan Rector McGlockton | Secretary | |
| Robert Drury | Treasurer | |

(*) The address for all directors and officers is:

Sodexho Marriott Education Services, Inc.
10400 Fernwood Road
Bethesda, MD 20817

Office of the Secretary of State

JUN 24 3 23 PM '98
SECRETARY OF STATE
DELAWARE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SODEXHO MARRIOTT EDUCATION 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 NINTH DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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981221006



Edward J. Freel

9127549
06-09-98

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

JUN 24 3 29 PM '98
SECRETARY OF STATE
STATE OF IDAHO

To: Secretary of State
State of Idaho

LETTER OF CONSENT TO USE
OF SIMILAR NAME

To Whom It May Concern:

Sodexo Marriott Management, Inc., hereby grants consent to the use of its name or any part thereof to:

Sodexo Marriott Education Services, Inc.

Dated: 6/18/98



Brenda P. Fuller
Assistant Secretary