

State of Indiana
Office of the Secretary of State

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

of

ARAMARK CORRECTIONAL SERVICES, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Application for Amended Certificate of Authority of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

ARAMARK CORRECTIONAL SERVICES, LLC

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, May 01, 2007.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, May 1, 2007.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE



ARTICLES OF ENTITY CONVERSION:
Conversion of a Corporation into a Limited Liability Company
 State Form 51576 (1-04)
 Approved by State Board of Accounts, 2004

APPROVED
AND
FILED
Todd Rokita
IND. SECRETARY OF STATE

TODD ROKITA
 SECRETARY OF STATE
 CORPORATE DIVISION
 302 W. Washington Street, Rm. E018
 Indianapolis, IN 46204
 Telephone: (317) 232-6576

INSTRUCTIONS: Use 8 1/2" x 11" white paper for attachments.
 Present original and one copy to the address in upper right corner of this form.
 Please TYPE or PRINT.
 Please visit our office on the web at www.sos.in.gov.

Indiana Code 23-1-18-3
FILING FEE: \$30.00

ARTICLES OF CONVERSION OF <u>ARAMARK Correctional Services, Inc.</u> <i>(hereinafter "Non-surviving Corporation")</i>	2007 MAY - 1 AM 11:53 INDIANA SECRETARY OF STATE RECEIVED
INTO <u>ARAMARK Correctional Services, LLC</u> <i>(hereinafter "Surviving LLC")</i>	

ARTICLE I: PLAN OF ENTITY CONVERSION

a. Please set forth the Plan of Conversion, containing such information as required by *Indiana Code 23-1-38.5-11* and *Indiana Code 23-1-38.5-12*, attach herewith, and designate it as "Exhibit A."
 The following is basic information that must be included in the Plan of Entity Conversion: (please refer to *Indiana Code 23-1-38.5-12* for a more complete listing of requirements before submitting the plan).

- A statement of the type of business entity that Surviving LLC will be and, if it will be a foreign non-corporation, its jurisdiction of organization;
- The terms and conditions of the conversion;
- The manner and basis of converting the shares of Non-surviving Corporation into the interests, securities, obligations, rights to acquire interests or other securities of Surviving LLC following its conversion; and
- The full text, as in effect immediately after the consummation of the conversion, of the organic document (if any) of Surviving LLC.
- If, as a result of the conversion, one or more shareholders of Non-surviving Corporation would be subject to owner liability for debts, obligations, or liabilities of any other person or entity, those shareholders must consent in writing to such liabilities in order for the Plan of Merger to be valid.

b. Please read and sign the following statement.
I hereby affirm under penalty of perjury that the plan of conversion is in accordance with the Articles of Incorporation or bylaws of Non-surviving Corporation and is duly authorized by the shareholders of Non-surviving Corporation as required by the laws of the State of Indiana.

Signature *Jacklyn Meredith-Batchelor* Printed Name Jacklyn Meredith-Batchelor Title Authorized Person

ARTICLE II: NAME AND DATE OF INCORPORATION OF NON-SURVIVING CORPORATION

a. The name of Non-surviving Corporation immediately before filing these Articles of Entity Conversion is the following:
ARAMARK Correctional Services, Inc.

b. The date on which Non-surviving Corporation was incorporated in the State of Indiana is the following: 9/19/1994

ARTICLE III: NAME AND PRINCIPAL OFFICE OF SURVIVING LLC

a. The name of Surviving LLC is the following:
ARAMARK Correctional Services, LLC

- (Please note pursuant to *Indiana Code 23-18-2-8*, this name must include the words "Limited Liability Company", "L.L.C.", or "LLC").
- (If Surviving LLC is a foreign LLC, then its name must adhere to the laws of the state in which it is domiciled).

b. The address of Surviving LLC's Principal Office is the following:

Street Address	City	State	Zip Code
1101 Market Street	Philadelphia	PA	19107

ARTICLE IV: REGISTERED OFFICE AND AGENT OF SURVIVING LLC

Registered Agent: The name and street address of Surviving LLC's Registered Agent and Registered Office for service of process are the following:

Name of Registered Agent			
CT Corporation System			
Address of Registered Office (street or building)		City	Zip Code
251 East Ohio Street, Suite 1100		Indianapolis	Indiana 46204

ARTICLE V - JURISDICTION OF SURVIVING LLC AND CHARTER SURRENDER OF NON-SURVIVING CORPORATION

JURISDICTION

Please state the jurisdiction in which Surviving LLC will be organized and governed. Delaware

CHARTER SURRENDER ((Please complete this section only if Surviving LLC is organized outside of Indiana).

If the jurisdiction stated above is not Indiana, please set forth the Articles of Charter Surrender for the Non-surviving Corporation and attach herewith as "Exhibit B."

Pursuant to *Indiana Code 23-1-38.5-14*, the Articles of Charter Surrender must include:

1. The name of Non-surviving Corporation;
2. A statement that the Articles of Charter Surrender are being filed in connection with the conversion of Non-surviving Corporation into an LLC that will be organized in a jurisdiction other than the State of Indiana;
3. A signed statement under penalty of perjury that the conversion was duly approved by the shareholders of Non-surviving Corporation in a manner required by Indiana Law and consistent with the Articles of Incorporation or the bylaws of Non-surviving Corporation;
4. The jurisdiction under which the Surviving LLC will be organized; and
5. The address of Surviving LLC's executive office.

ARTICLE VI: DISSOLUTION OF SURVIVING LLC

Please indicate when dissolution will take place in Surviving LLC:

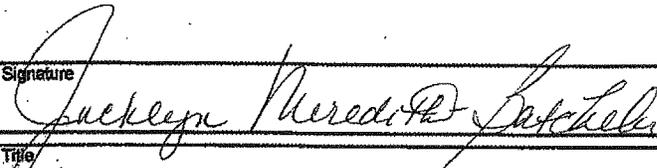
- The latest date upon which Surviving LLC is to dissolve is _____, OR
- Surviving LLC is perpetual until dissolution.

ARTICLE VII: MANAGEMENT OF SURVIVING LLC

Surviving LLC will be managed by: The members of Surviving LLC, OR A manager or managers

In Witness Whereof, the undersigned being an officer or other duly authorized representative of Non-surviving Corporation executes these Articles of Entity Conversion and verifies, subject to penalties of perjury, that the statements contained herein are true,

this 26th day of April, 2007

Signature 	Printed Name Jacklyn Meredith-Batchelor
Title Authorized Person	

PLAN OF CONVERSION
OF
ARAMARK CORRECTIONAL SERVICES, INC.

* * * * *

FIRST: The name of the entity before conversion is ARAMARK Correctional Services, Inc., a business corporation organized under the laws of the State of Delaware, (the "Corporation");

SECOND: The name of the entity after conversion will be ARAMARK Correctional Services, LLC, a limited liability company organized under the laws of the State of Delaware, (the "LLC");

THIRD: The Corporation has filed a Certificate of Conversion and the LLC has filed a Certificate of Formation with the Delaware Secretary of State effective April 2, 2007.

FOURTH: The limited liability company has adopted a Limited Liability Company Agreement for the governance of the business and affairs of the LLC.

FIFTH: Upon the effectiveness of the Conversion, ARAMARK Corporation, formerly ARAMARK Services, Inc., a Delaware Corporation and sole stockholder of the Converted Company prior to conversion, is admitted as the Sole Member of the LLC.

SIXTH: Each share of common stock that is issued and outstanding and held by the Corporation's sole stockholder on the effective date of the conversion, shall be exchanged by such sole stockholder for 100% of the membership interest of the LLC.

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARAMARK CORRECTIONAL SERVICES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF APRIL, A.D. 2007.

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

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

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5590595

DATE: 04-13-07