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May 15 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 835370 (8)
1. Corporation Name
ITT SHERATON CORPORATION

Principal Place of Business
C/O ITT CORPORATION
1330 AVENUE OF THE AMERICAS
NEW YORK NY 10019
US

Mailing Address
C/O ITT CORPORATION
1330 AVENUE OF THE AMERICAS
NEW YORK NY 10019-5400
US



3. Date Incorporated or Qualified 11/12/1975 3a. Date of Last Report 05/01/1996

2. Principal Place of Business	2a. Mailing Address	4. FEI Number 04-2546817	Applied For
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.		Not Applicable
22 City & State	27 City & State	5. Certificate of Status Desired	\$8.75 Additional Fee Required
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
24 Country	29 Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	Yes No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	AS	1.1 TITLE	
NAME	RESNICK, STEVEN A.	1.2 NAME	
STREET ADDRESS	1330 AVENUE OF THE AMERICAS	1.3 STREET ADDRESS	
CITY - ST - ZIP	NEW YORK NY	1.4 CITY - ST - ZIP	
TITLE	SV	2.1 TITLE	
NAME	LATHAM, JAMES D	2.2 NAME	
STREET ADDRESS	60 STATE ST	2.3 STREET ADDRESS	
CITY - ST - ZIP	BOSTON, MA 0	2.4 CITY - ST - ZIP	
TITLE	VD	3.1 TITLE	
NAME	CRYAN, MICHAEL D.	3.2 NAME	
STREET ADDRESS	60 STATE ST	3.3 STREET ADDRESS	
CITY - ST - ZIP	BOSTON MA	3.4 CITY - ST - ZIP	
TITLE	AS	4.1 TITLE	
NAME	CLAGGETT, EDWARD R.	4.2 NAME	
STREET ADDRESS	1330 AVENUE OF THE AMERICAS	4.3 STREET ADDRESS	
CITY - ST - ZIP	NEW YORK NY	4.4 CITY - ST - ZIP	
TITLE	CD	5.1 TITLE	
NAME	KAPIOLTAS, JOHN	5.2 NAME	
STREET ADDRESS	60 STATE ST	5.3 STREET ADDRESS	
CITY - ST - ZIP	BOSTON, MA 00000	5.4 CITY - ST - ZIP	
TITLE	DP	6.1 TITLE	
NAME	WEADOCK, DANIEL P.	6.2 NAME	
STREET ADDRESS	60 STATE STR	6.3 STREET ADDRESS	
CITY - ST - ZIP	BOSTON MA	6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [Signature] 04-29-97 (212) 258-5173
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0004110

CR2E034 (9/96)

ITT SHERATON CORPORATION

Rand V. Araskog, Director 102 Old Cowpasture Lane Smoke Rise, NJ 07405		Daniel P. Weadock, Director 256 Simon Willard Road Concord, MA 01742
Robert A. Bowman, Director 30 Hillandale Road Westport, CT 06880	Peter G. Boynton, Director 2 East 55th Street - St. Reggaes New York, N.Y. 10022	Ann N. Reese, Director 12 Lark Spur Rye, New York 10550
Richard S. Ward, Director 77 Winfiled Lane New Canaan, CT 06840		
	President & Chief Executive Officer Daniel P. Weadock 256 Simon Willard Avenue Concord, MA 01742	Executive VP & Chief Financial Officer Michael D. Cryan 23 Ranger Road Natick, MA 01760
Sr. VP & Director Human Resources Robert W. Brokaw 37 Magnolia Avenue Garden City, NY 11530	Sr. VP & President Europe Division Robert F. Cotter Avenue Louise B 480, B1050 Brussels, Belgium	Sr. VP & Area Director - Operations Michael F. Bloomer 60 State Street Boston, MA 02109
Sr. VP & President Asia-Pacific Divisn. Edward Davie 37B Wolseley Road Point Piper, NSW 2027, Australia	Sr. VP & President Nth American Div. Richard M. Hartman 197 8th St. Flagship Wharf Charlestown, MA 02129	Sr. VP, General Counsel & Secretary James D. Latham 43 Fiske Street Tewksbury, MA 01876
Sr. VP/Pres. Latin American Div/Mngin Director Sheraton Buenos Aires Osvaldo V. Librizzi Sheraton Buenos Aires, Argentina	Sr. VP/Controller Andrew J. Mandell 258 Edgel Road Framingham, MA 01701	Sr. VP/Chief Info Systems Officer Richard L. Nauman 99 Pinkney Street #1 Boston, MA 02114
Sr. VP/Director Operations Luxury Collection/GM St. Regis Horatio "Rick" Segal 2 East 55th Street New York, N.Y. 10022	Sr. VP/Director Development Mark Thomas 120 Central Park South New York, N.Y. 10019	Sr. VP/Director Marketing & Strategic Planning David Van Kalsbeek
Sr. VP/Pres. Africa & Mdle East Divis. Sami H. Zoghbi Rua Latino Cuelho 1 Lisbon, Portugal	Vice President Peter A. Abruzzese 109 Canoe Brook Parkway Summit, NJ 07901	Sr. Counsel/Ass. Secretary Peter A. Alpert 108 Locust Lane Needham, MA 02192
VP/Dir. Crprt Development, Acquisition & Investor Relations Katherine A. Burns 223 Beacon Street Boston, MA 02116	Assistant Secretary Edward R. Claggett 254 New Canaan Road Wilton, CT 06897	Assistant Secretary Allan J. Durst 102 Maytime Drive Jericho, NY 11753
VP/Dir. Marketing Programs & Partner Marketing Hoyt Harper 145 Fair Oaks Lane Cohasset, MA 02025	Ass Gen Cnsl/Ass. Secretary Robert H. Moriner 2 Wright Farm Road Concord, MA 01742	VP/Director Compensation Michael K. O'Hara 704 Washington Street Brighton, MA 02135
VP/Dir. Hotel & Distribution System Sean O'Neill 130 Colonial Road N. Attleboro, MA 02760	VP/Director Construction Robert Pearson 163 Bogertsmill Road Harrington Park, NJ 07640	Assistant Secretary Steven A. Resnick 304 E. 65th Street New York, N.Y. 10021
VP/Associate Gen Counsel David T. Rich 39 Concord Square Boston, MA 02118	VP/Director Media Relations Dolores M. Sanchez 1236 Beacon Street Brookline, MA 02146	Treasurer Elizabeth A. Tuttle 23 West 73 Street - #711 New York, N.Y. 10023
VP/Dir Development & Asset Mngmt Anthony Vorlicek 40 Temple Street Belmont, MA 02178	Assistant Treasurer James P. Whitson 14 Silver Spring Road Wilton, CT 06897	

MAIN OFFICE ADDRESS: 60 STATE ST., BOSTON, MA 02109

MAILING ADDRESS: 1330 AVENUE OF THE AMERICAS, NEW YORK, NY 10019