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Mar 29, 1999 8:00 am
Secretary of State

03-29-1999 90019 027 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F98000005348

1. Corporation Name
LA QUINTA INNS, INC.



Principal Place of Business 197 FIRST AVENUE NEEDHAM MA 02494	Mailing Address 197 FIRST AVENUE NEEDHAM MA 02494
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21	2a. Mailing Address 26 P.O. BOX 2636
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27
City & State 23	City & State 28 SAN ANTONIO, TX
Zip Country 24	Zip Country 29 78259-2636 30

3. Date Incorporated or Qualified 09/23/1998	Applied For Not Applicable
4. FEI Number 06-1519204	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**CORPORATION SERVICE COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301-2525**

10. Name and Address of New Registered Agent

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

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

TITLE	PC	<input type="checkbox"/> DELETE
NAME	COUNTRY, EZZATS S	
STREET ADDRESS	197 FIRST AVENUE	
CITY-ST-ZIP	NEEDHAM MA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SCHULTZ, STEVEN T	
STREET ADDRESS	197 FIRST AVENUE	
CITY-ST-ZIP	NEEDHAM MA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MCCALMONT, WILLIAM S	
STREET ADDRESS	197 FIRST AVENUE	
CITY-ST-ZIP	NEEDHAM MA	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	HICKEY, STEVEN B	
STREET ADDRESS	197 FIRST AVENUE	
CITY-ST-ZIP	NEEDHAM MA	
TITLE	CD	<input checked="" type="checkbox"/> DELETE
NAME	ROBINSON, EDWARD J	
STREET ADDRESS	197 FIRST AVENUE	
CITY-ST-ZIP	NEEDHAM MA	
TITLE	VS	<input type="checkbox"/> DELETE
NAME	SCHMUTZ, JOHN F	
STREET ADDRESS	197 FIRST AVENUE	
CITY-ST-ZIP	NEEDHAM MA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	COUNTRY, EZZAT S.
1.3 STREET ADDRESS	112 E. PECAN
1.4 CITY-ST-ZIP	SAN ANTONIO, TX 78205
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	112 E. PECAN
2.4 CITY-ST-ZIP	SAN ANTONIO, TX 78205
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	112 E. PECAN
3.4 CITY-ST-ZIP	SAN ANTONIO, TX 78205
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	CHEVINS, THOMAS J.
4.3 STREET ADDRESS	112 E. PECAN
4.4 CITY-ST-ZIP	SAN ANTONIO, TX 78205
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	D BENSON, DAVID F.
5.3 STREET ADDRESS	24 MIDDLETON ROAD
5.4 CITY-ST-ZIP	BOXFORD, MA 01921
6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	112 E. PECAN
6.4 CITY-ST-ZIP	SAN ANTONIO, TX 78205

14. I 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, with all other like empowered.

SIGNATURE: DAVID BRADTKE VP-CORPORATE TAX

Date: 3/14/99 Daytime Phone #: (L10) 302-6000

CR2E034 (1/198)

Officers and Directors of

LA QUINTA INNS, INC.

DOC - F9800005348
26-7794-90019-27

OFFICERS

Ezzat S. Coutry	President & Chief Executive Officer	084-46-9327	112 E. Pecan St., San Antonio, TX 78205
Steven T. Schultz	EXEC VP - Chief Development Officer	273-42-1746	112 E. Pecan St., San Antonio, TX 78205
Thomas J. Chevins	SR VP - Sales and Marketing	077-52-1623	112 E. Pecan St., San Antonio, TX 78205
Thomas Hall	SR VP - Operations	358-38-3467	112 E. Pecan St., San Antonio, TX 78205
William S. McCalmont	SR VP - Chief Financial Officer	213-72-6630	112 E. Pecan St., San Antonio, TX 78205
John F. Schmutz	SR VP - General Counsel & Secretary	087-40-9860	112 E. Pecan St., San Antonio, TX 78205
Vito Stellato	SR VP - Human Resources	116-38-0396	112 E. Pecan St., San Antonio, TX 78205
Kenneth J. Bednar	VP - Western Division	294-30-6744	112 E. Pecan St., San Antonio, TX 78205
James M. Blomstrom	VP - Operations Support	563-56-6822	112 E. Pecan St., San Antonio, TX 78205
David P. Bradtke	VP - Corporate Taxes	389-50-7935	112 E. Pecan St., San Antonio, TX 78205
Jacalyn M. Burke	VP - Reservation Services	283-48-5205	112 E. Pecan St., San Antonio, TX 78205
Murry Cathlina	VP - Development Services	497-60-9316	112 E. Pecan St., San Antonio, TX 78205
Janice G. Fisher	VP - Sales	250-78-3817	112 E. Pecan St., San Antonio, TX 78205
Thomas W. Henry	VP - Design	495-52-1783	112 E. Pecan St., San Antonio, TX 78205
Austin G. Kerin	VP - Construction	122-30-7295	112 E. Pecan St., San Antonio, TX 78205
Kevin Durban	VP - Eastern Division	297-66-0969	112 E. Pecan St., San Antonio, TX 78205
Russell D. Miller	VP - Acquisitions & Real Estate	432-84-9989	112 E. Pecan St., San Antonio, TX 78205
David E. Mims	VP - Risk Management	453-78-1170	112 E. Pecan St., San Antonio, TX 78205
Michael C. Moline	Asst. General Counsel & Secretary	514-42-3254	112 E. Pecan St., San Antonio, TX 78205
Robert Perkins	VP - Revenue Management	346-48-9943	112 E. Pecan St., San Antonio, TX 78205
Irene C. Primera	VP - Controller	459-06-3511	112 E. Pecan St., San Antonio, TX 78205
Thomas A. Reekers	VP - Internal Audit	406-86-2864	112 E. Pecan St., San Antonio, TX 78205
Brent Spaeth	VP - Central Division	494-56-3594	112 E. Pecan St., San Antonio, TX 78205
Lon G. Potter	Assistant Secretary	466-44-1221	112 E. Pecan St., San Antonio, TX 78205

DIRECTORS

David F. Benson	Director	022-38-9550	24 Middleton Road, Boxford, MA 01921
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