2008 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P09122

FILED Apr 22, 2008 Secretary of State

Entity Name: BEST WESTERN INTERNATIONAL, INC.

Current Principal Place of Business: New Principal Place of Business: 6201 N. 24TH PARKWAY 6201 N. 24TH PARKWAY P.O. BOX 10203 PHOENIX, AZ 850647203 PHOENIX, AZ 850647203 **Current Mailing Address: New Mailing Address:** 6201 N. 24TH PARKWAY 6201 N. 24TH PARKWAY PHOENIX, AZ 850162023 US PHOENIX, AZ 850647203 FEI Number: 86-0138899 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired () Name and Address of Current Registered Agent: Name and Address of New Registered Agent: THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE, FL 32301 US The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. SIGNATURE: Electronic Signature of Registered Agent Date **OFFICERS AND DIRECTORS:** ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS: () Delete () Change () Addition KONG, DAVID T Name: Name: 6201 N. 24TH PKWY Address: Address: City-St-Zip: PHOENIX, AZ 850162023 City-St-Zip: Title: () Delete Title: (X) Change () Addition JOHNSTON, RAYMOND E Name: JOHNSTON, RAYMOND E Name: Address: 93 APPIAN WAY Address: 2222 S. INDIAN CANYON DRIVE City-St-Zip: PALM DESERT, CA 92211 City-St-Zip: PALM SPRINGS, CA 92262 Title: () Delete Title: (X) Change () Addition KINDGREN, NILS MACRAE, LARRY Name: Name: 1005 EAST APACHE BLVD. 5280 GRANT CREEK ROAD Address: Address: City-St-Zip: TEMPE, AZ 85281 City-St-Zip: MISSOULA, MT 59808 Title: () Delete Title: () Change () Addition Name: HELM, CHARLES H Name: 1521 SHANNON ROAD EAST Address: Address: SULPHUR SPRINGS, TX 75482 City-St-Zip: City-St-Zip: Title: () Delete Title: () Change () Addition JAWOROWICZ, ROMAN Name: Name: 924 KING STREET Address: Address: City-St-Zip: MIDLAND, ON L4R 4L3 CA City-St-Zip: Title: () Delete Title: (X) Change () Addition MCPEAKE, BONNIE GROMAN, SANDRA Name: Name: Address: 1500 SANDHILLS BLVD Address: 6201 N. 24TH PARKWAY PHOENIX, AZ 85016 SOUTHERN PINES, NC 23815 City-St-Zip: City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 617, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: SANDRA GROMAN S 04/22/2008