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Apr 30 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 # 245146 (6)

1. Corporation Name
CARRIAGE HOUSE MOTOR LODGE, INC.

Principal Place of Business

9110 E. NICHOLS AVENUE
SUITE 200
ENGLEWOOD CO 80112
US

Mailing Address

C/O UNITED ARTISTS THEATRE CIRCUIT, INC.
9110 E. NICHOLS AVE., SUITE 200
ENGLEWOOD CO 80112-3405
US

3. Date Incorporated or Qualified
03/01/1961

3a. Date of Last Report
04/24/1996

4. FEI Number

59-0938784

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

30 Country

9. Name and Address of Current Registered Agent

THE PRENTICE HALL CORPORATION SYSTEM INC.
110 NORTH MAGNOLIA STREET
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and tele if applicable

(NOTE: Registered Agent signature required when reinstating)

(DATE)

12. OFFICERS AND DIRECTORS

TITLE CDP
NAME BLAIR, STEWART
STREET ADDRESS 9110 E. NICHOLS AVE.
CITY-ST-ZIP ENGLEWOOD CO

DELETE

TITLE VS
NAME HARDY, RALPH E.
STREET ADDRESS 9110 E. NICHOLS AVE.
CITY-ST-ZIP ENGLEWOOD CO

DELETE

TITLE T
NAME CARMAN, TRENT J.
STREET ADDRESS 9110 E NICHOLS AVE
CITY-ST-ZIP ENGLEWOOD CO

DELETE

TITLE V
NAME CLEVELAND, HAL
STREET ADDRESS 9110 E. NICHOLS AVE.
CITY-ST-ZIP ENGLEWOOD CO

DELETE

TITLE VD
NAME HALL, KURT C
STREET ADDRESS 9110 E. NICHOLS AVE.
CITY-ST-ZIP ENGLEWOOD CO

DELETE

TITLE V
NAME KOETS, STEVEN J.
STREET ADDRESS 9110 E. NICHOLS AVE.
CITY-ST-ZIP ENGLEWOOD CO

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE D Change Addition

1.2 NAME Scott M. Shaw
1.3 STREET ADDRESS 767 5th Ave.
1.4 CITY-ST-ZIP New York, NY 10153

2.1 TITLE Change Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE Change Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE Change Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Change Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE Change Addition

6.2 NAME

6.3 STREET ADDRESS

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

CR2E034 (9/96)