

2000 UNIFORM BUSINESS REPORT (UBR)

FILED
May 15, 2000 8:00 am
Secretary of State

05-15-2000 90308 002 ***150.00

DOCUMENT # 820699 ✓

1. Entity Name
HILTON HOTELS CORPORATION

Principal Place of Business Mailing Address
~~1334~~ CIVIC CENTER DR 9336 CIVIC CENTER DRIVE
 P.O. BOX 5567 B.O. BOX 5567
~~BEVERLY HILLS, CA 90209-5567~~ BEVERLY HILLS, CA 90209-5567

2. Principal Place of Business 3. Mailing Address
 Suite, Apt. #, etc. Suite, Apt. #, etc.
 City & State City & State
 Zip Country Zip Country

DO NOT WRITE IN THIS SPACE

4. FEI Number Applied For
36-2058176 Not Applicable
 5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Name and Address of Current Registered Agent
UNITED STATES CORPORATION COMPANY
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

7. Name and Address of New Registered Agent
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 City **FL** Zip Code

8. 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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable.

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)

FILE NOW!!! FEE IS \$150.00
After MAY 1, 2000 Fee will be \$550.00
Make Check Payable to Department of State

10. Election Campaign Financing Trust Fund Contribution. **\$5.00 May Be Added to Fees**

11. OFFICERS AND DIRECTORS

TITLE	SVP + Treasurer	<input type="checkbox"/> Delete
NAME	Marcel C. Albrecht	
STREET ADDRESS	9336 Civic Center Dr	
CITY-ST-ZIP	Beverly Hills Ca 90210	
TITLE	President + CEO	<input type="checkbox"/> Delete
NAME	Stephen F. Bollenbach	
STREET ADDRESS	9336 Civic Center Dr	
CITY-ST-ZIP	Beverly Hills Ca 90210	
TITLE	EVP + President - Hotel Operations	<input type="checkbox"/> Delete
NAME	Dieter H. Huckestein	
STREET ADDRESS	9336 Civic Center Dr	
CITY-ST-ZIP	Beverly Hills Ca 90210	
TITLE	EVP - CAO	<input type="checkbox"/> Delete
NAME	Thomas E. Gallagher	
STREET ADDRESS	9336 Civic Center Dr	
CITY-ST-ZIP	Beverly Hills Ca 90210	
TITLE	EVP + CFO	<input type="checkbox"/> Delete
NAME	Matthew J. Hart	
STREET ADDRESS	9336 Civic Center Dr	
CITY-ST-ZIP	Beverly Hills Ca 90210	
TITLE	SVP + Controller	<input type="checkbox"/> Delete
NAME	Robert M. LaForgia	
STREET ADDRESS	9336 Civic Center Dr	
CITY-ST-ZIP	Beverly Hills Ca 90210	

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Thomas E. Gallagher Date _____ Daytime Phone # _____
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

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HILTON HOTELS CORPORATION
DIRECTORS, EXECUTIVE OFFICERS AND SENIOR OFFICERS
Current as of April 13, 2000

DIRECTORS:

Barron Hilton
Stephen F. Bollenbach
A. Steven Crown
Peter M. George
Arthur M. Goldberg
Dieter H. Huckestein
Robert L. Johnson
Benjamin V. Lambert
John H. Myers
John L. Notter
Judy L. Shelton
Donna F. Tuttle
Peter V. Ueberroth
Sam D. Young, Jr.

EXECUTIVE OFFICERS:

Barron Hilton	Chairman of the Board
Stephen F. Bollenbach	President and Chief Executive Officer
Dieter H. Huckestein	Executive Vice President, and President - Hotel Operations
Thomas E. Gallagher	Executive Vice President, Chief Administrative Officer, General Counsel and Secretary
Matthew J. Hart	Executive Vice President and Chief Financial Officer

SENIOR OFFICERS:

Mariel C. Albrecht	Senior Vice President and Treasurer
Marc A. Grossman	Senior Vice President- Corporate Affairs
James T. Harvey	Senior Vice President and Chief Information Officer
Dorothy Hayden-Watkins	Senior Vice President- Diversity
Robert M. La Forgia	Senior Vice President and Controller
Molly McKenzie-Swarts	Senior Vice President- Human Resources
Stevan D. Porter	Senior Vice President
Hilmar A. Rosenast	Senior Vice President