FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT **1995**

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

APPROVED AND FILED

95 APR 28 PM 2:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **826552** **(2)**

1. Corporation Name
HILTON INNS, INC.

Principal Place of Business
9336 CIVIC CENTER DRIVE
P.O. BOX 5567
BEVERLY HILLS CA 90209

Mailing Address
9336 CIVIC CENTER DRIVE
P.O. BOX 5567
BEVERLY HILLS CA 90209

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified: 07/28/1971
3a. Date of Last Report: 05/01/1994

2. Principal Place of Business — 21
2a. Mailing Address — 26
Suite, Apt. #, etc. — 22
Suite, Apt. #, etc. — 27
City & State — 23
City & State — 28
Zip — 24
Country — 25
Zip — 29
Country — 30

4. FEI Number: 36-6114932 — 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

FILES CONTINUED W/ PAYMENT

9. Name and Address of Current Registered Agent
UNITED STATES CORPORATION COMPANY
1201 HAYES ST
SUITE 105
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 title if applicable (NOTE: Registered Agent signature required when resigning) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP	1.1 TITLE	☒ Change ☐ Addition
NAME	~~MOTTEK, CARL T.~~	1.2 NAME	DIETER H. HACKETHORN
STREET ADDRESS	9336 CIVIC CENTER DRIVE	1.3 STREET ADDRESS	
CITY-ST-ZIP	BEVERLY HILLS, CA 0 90210	1.4 CITY-ST-ZIP	
TITLE	VD	2.1 TITLE	☒ Change ☐ Addition
NAME	~~HARRILL, DONALD L.~~	2.2 NAME	JAMES R. ABRAHAMSON
STREET ADDRESS	9336 CIVIC CENTER DRIVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	BEVERLY HILLS, CA 0 90210	2.4 CITY-ST-ZIP	
TITLE	~~VD~~	3.1 TITLE	V/CONTROLLER ☒ Change ☐ Addition
NAME	~~SCANLON, MAURICE J.~~	3.2 NAME	DEANNA FUNG
STREET ADDRESS	9336 CIVIC CENTER DRIVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	BEVERLY HILLS, CA 0 90210	3.4 CITY-ST-ZIP	
TITLE	S	4.1 TITLE	☐ Change ☐ Addition
NAME	REES, WILLIAM B.	4.2 NAME	
STREET ADDRESS	9336 CIVIC CENTER DRIVE	4.3 STREET ADDRESS	
CITY-ST-ZIP	BEVERLY HILLS CA 90210	4.4 CITY-ST-ZIP	
TITLE	CD	5.1 TITLE	☐ Change ☐ Addition
NAME	HILTON, BARRON	5.2 NAME	
STREET ADDRESS	9336 CIVIC CENTER DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	BEVERLY HILLS, CA 0 90210	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	☐ Change ☒ Addition
NAME	AVANSINO, RAYMOND C JR.	6.2 NAME	
STREET ADDRESS	9336 CIVIC CENTER DRIVE	6.3 STREET ADDRESS	
CITY-ST-ZIP	BEVERLY HILLS, CA 0	6.4 CITY-ST-ZIP	90210

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on the 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: W.B. Rees — W.B. REES — 4-21-95 — (310) 205-4930
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #
Secy + general counsel

0482660 FP