FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1999

INNKEEPERS USA LIMITED PARTNERSHIP



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

B94000000310

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Mailing Address 306 ROYAL POINCIANA WAY PALM BEACH FL 33480 2. Mailing Address Suite, Apt. #, etc. City & State Zip Country	Principal Office Address 306 ROYAL POINCIANA WAY PALM BEACH FL 33480 2a. Principal Office Address Suite, Apt. #, etc. City & State		3. Date Formed or Registered 08/01/1994 3a. Date of Last Report 10/30/1997 4. State or Country of Formation VA 6. FEI Number 65-0493956 7. Certificate of Status Desired	5a. Capital Contributions as Shown on record. \$100.00 \$100.00 5b. Amount of Capital Contributions in FLORIDA to date: Applied For Not Applicable \$8.75 Additional Fee Required	
Zip Country	Zip Country		8. Make check payable to: Dapt. of S	8. Make check payable to: Dept. of State (See reverse side for fee information)	
9. Name and Address of Current Registered Agent Name Name			10. If changed, new Registered Agent/Office		
306 ROYAL POINCIANA WAY PALM BEACH FL 33480		Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 90002562305 1			
10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, 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 its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.					
A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.					
11. Name(s) of Goneral Partner(s)	11a. Address of Each General (Do NOT Use Post Office Box	Partner	1b. City, State & Zip Code	11c. Registration/ Document Number	
INNKEEPERS FINANCIAL CORPORA	306 ROYAL POINCIANA W		PALM BEACH FL 33480	F95000001412	

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. Ido 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 release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE	-an	+
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Daytima Telephona Number 561-227-136