

File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED
MAY 26 11 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE \$ 188.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M96000000251

SLC DANIA LLC
2231 EAST CAMELBACK RD.
SUITE 400
PHOENIZ AZ 85016

1a. Principal Place of Business Address
2231 EAST CAMELBACK RD.
SUITE 400
PHOENIZ AZ 85016

2 Principal Place of Business
777 WESTCHESTER AVE
Suite, Apt. #, etc.

City & State
WHITE PLAINS NY
Zip Country
10604 USA

2a. Mailing Address
Suite, Apt. #, etc.

City & State
Zip Country

3. Date Organized or Qualified 07/12/1996
3a. State of Formation DE
4. FEI Number 65-0684536
 Applied For
 Not Applicable
5. Date of Last Report 03/04/1998
6. Certificate of Status Desired
 \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

8. Name and Address of New Registered Agent/Office
Name
Street Address (P.O. Box Number is Not Acceptable) 2231 EAST CAMELBACK RD.
Suite, Apt. #, etc. SUITE 400
City Zip Code PHOENIX AZ 85016

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent Signature required when retiring agent) DATE _____

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MBR	SLC OPERATING LIMITE,	2231 EAST CAMELBACK RD., #	PHOENIX AZ
MGR	SLC OPERATING LIMITE,	2231 EAST CAMELBACK RD., #	PHOENIX AZ
MBR	STARWOOD LODGING COR,	2231 EAST CAMELBACK RD., #	PHOENIX AZ
MGR	STARWOOD LODGING COR,	2231 EAST CAMELBACK RD., #	PHOENIX AZ
MBR	Starwood Hotels & Resorts Worldwide, Inc.	2231 E. Camelback Rd, Ste 400	Phoenix, AZ 85016
MGR	Starwood Hotels & Resorts Worldwide, Inc.	2231 E. Camelback Rd, Ste 400	Phoenix, AZ 85016

11. 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: Peter Morrow PETER MORROW 4-20-99 602-852-3900
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGER, MEMBER, OR MANAGER Date Telephone/Fax #