


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 08 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P26284 (0)
1. Corporation Name
COUNTRY INNS & SUITES BY CARLSON, INC.

Principal Place of Business
**CARLSON PARKWAY
P.O. BOX 59159
MINNEAPOLIS MN 55459**

Mailing Address
**P. O. BOX 59159
ATTN: TAX DEPT.
MINNEAPOLIS MN 55459-8250
US**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/03/1989	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 41-1562546		Applied For Not Applicable	
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country	29 Country	7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No			

8. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYES ST
SUITE 105
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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 reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEOP	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NELSON, CURTIS	1.2 NAME	
STREET ADDRESS	12755 STATE HWY. 55	1.3 STREET ADDRESS	
CITY-ST-ZIP	MINNEAPOLIS MN	1.4 CITY-ST-ZIP	
TITLE	V	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAMANN, DARREL M.	2.2 NAME	
STREET ADDRESS	12755 STATE HWY. 55	2.3 STREET ADDRESS	
CITY-ST-ZIP	MINNEAPOLIS MN	2.4 CITY-ST-ZIP	
TITLE	S	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WIDELL, GARY	3.2 NAME	
STREET ADDRESS	12755 STATE HWY 55	3.3 STREET ADDRESS	
CITY-ST-ZIP	MINNEAPOLIS MN	3.4 CITY-ST-ZIP	
TITLE	VP	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JOHNSON, NANCY	4.2 NAME	
STREET ADDRESS	12755 STATE HWY 55	4.3 STREET ADDRESS	
CITY-ST-ZIP	MINNEAPOLIS MN	4.4 CITY-ST-ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KIRWIN, PAUL S.	5.2 NAME	
STREET ADDRESS	12755 STATE HWY. 55	5.3 STREET ADDRESS	
CITY-ST-ZIP	MINNEAPOLIS MN	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. 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 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:

D M Nelson VP-TAX

4-27-98 612/546-5883

CR2E034 (10/97)

Country Inns & Suites by Carlson, Inc.**F.E.I.N.: 41-1562546****(Formerly Country Lodging by Carlson, Inc.)**

<u>Office</u>	<u>Name</u>	<u>Address</u>
Chairman of the Board	Curtis L. Carlson	12755 State Highway 55, Minneapolis, MN 55441
CEO	Curtis Nelson	12755 State Highway 55, Minneapolis, MN 55441
President	Paul S. Kirwin	12755 State Highway 55, Minneapolis, MN 55441
Vice President - Lodging Development	Nancy Johnson	12755 State Highway 55, Minneapolis, MN 55441
Vice President - Tax	Darrel M. Hamann	12755 State Highway 55, Minneapolis, MN 55441
Vice President-Treasurer	John M. Diracles, Jr.	12755 State Highway 55, Minneapolis, MN 55441
Secretary	Gary Widell	12755 State Highway 55, Minneapolis, MN 55441
Director	Curtis Nelson	12755 State Highway 55, Minneapolis, MN 55441
Director	Curtis L. Carlson	12755 State Highway 55, Minneapolis, MN 55441

COUNTRYINNS**November 1997 Listing**