

**FILED**  
**Apr 08, 1999 8:00 am**  
**Secretary of State**

04081999-90081-011-\$158.75-\$158.75

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| CORPORATION<br>ANNUAL REPORT<br>1999                                                                                                                                                                                                                                                                                                                                                                                                                                  |                     | FLORIDA DEPARTMENT OF STATE<br>Katherine Harris<br>Secretary of State<br>DIVISION OF CORPORATIONS                                           |                          |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|---------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| <b>DOCUMENT #</b> <u>097000063233</u>                                                                                                                                                                                                                                                                                                                                                                                                                                 |                     |                                                          |                          |
| <b>1. Corporation Name</b><br>H. I. FAMILY SUITES, INC.                                                                                                                                                                                                                                                                                                                                                                                                               |                     |                                                                                                                                             |                          |
| <b>Principal Place of Business</b><br>201 E. Pine Street<br>Suite 1200<br>Orlando, FL 32801                                                                                                                                                                                                                                                                                                                                                                           |                     | <b>Mailing Address</b><br>201 E. Pine Street<br>Suite 1200<br>Orlando, FL 32801                                                             |                          |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     | <b>DO NOT WRITE IN THIS SPACE</b>                                                                                                           |                          |
| <b>2. Principal Place of Business</b><br>21 <u>18000 International</u>                                                                                                                                                                                                                                                                                                                                                                                                |                     | <b>3. Date Incorporated or Qualified</b><br><u>07/22/1997</u>                                                                               |                          |
| <b>2a. Mailing Address</b><br>22 <u>PO Box 22195</u>                                                                                                                                                                                                                                                                                                                                                                                                                  |                     | <b>4. FEI Number</b><br><u>59-3458692</u>                                                                                                   |                          |
| <b>2b. City &amp; State</b><br>23 <u>Orlando FL</u>                                                                                                                                                                                                                                                                                                                                                                                                                   |                     | <b>5. Certificate of Status Desired</b> <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                      |                          |
| <b>2c. Zip</b><br>24 <u>32821</u>                                                                                                                                                                                                                                                                                                                                                                                                                                     |                     | <b>6. Election Campaign Financing</b> <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                                           |                          |
| <b>2d. Country</b><br>25 <u>USA</u>                                                                                                                                                                                                                                                                                                                                                                                                                                   |                     | <b>7. This corporation owes the current year Intangible Personal Property Tax.</b> <input type="checkbox"/> Yes <input type="checkbox"/> No |                          |
| <b>8. Name and Address of Current Registered Agent</b><br>Robinson, Richard M.<br>201 E. Pine Street, Suite 1200<br>Orlando, FL 32801                                                                                                                                                                                                                                                                                                                                 |                     | <b>9. Name and Address of New Registered Agent</b><br>Terry Whaples, President<br>18000 International Drive South<br>Orlando, FL 32821      |                          |
| <b>11. Pursuant to the provisions of Sections 607.0592 and 607.1506, 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 607.0595, Florida Statutes.</b> |                     |                                                                                                                                             |                          |
| <b>SIGNATURE</b> <u>Terry Whaples</u> <b>DATE</b> <u>04/08/99</u>                                                                                                                                                                                                                                                                                                                                                                                                     |                     |                                                                                                                                             |                          |
| <b>12. OFFICERS AND DIRECTORS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                     |                     |                                                                                                                                             |                          |
| <b>TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>NAME</b>         | <b>STREET ADDRESS</b>                                                                                                                       | <b>CITY-ST-ZIP</b>       |
| DP                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Whaples, Terry      | 5678 Irlo Bronson Memorial Hwy.                                                                                                             | Kissimmee, FL 34746-4727 |
| DVPS                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Quinn, John         | 5678 Irlo Bronson Memorial Hwy.                                                                                                             | Kissimmee, FL 34746-4727 |
| DVPT                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Landwirth, Henri    | 5678 Irlo Bronson Memorial Hwy.                                                                                                             | Kissimmee, FL 34746-4727 |
| D                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Glenn, John B., Jr. | 5678 Irlo Bronson Memorial Hwy.                                                                                                             | Kissimmee, FL 34746-4727 |
| <b>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12</b>                                                                                                                                                                                                                                                                                                                                                                                                          |                     |                                                                                                                                             |                          |
| <b>1.1 TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>1.2 NAME</b>     | <b>1.3 STREET ADDRESS</b>                                                                                                                   | <b>1.4 CITY-ST-ZIP</b>   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     | 18000 International Drive South                                                                                                             | Orlando FL 32821         |
| <b>2.1 TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>2.2 NAME</b>     | <b>2.3 STREET ADDRESS</b>                                                                                                                   | <b>2.4 CITY-ST-ZIP</b>   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     | 18000 International Drive South                                                                                                             | Orlando FL 32821         |
| <b>3.1 TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>3.2 NAME</b>     | <b>3.3 STREET ADDRESS</b>                                                                                                                   | <b>3.4 CITY-ST-ZIP</b>   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     | 18000 International Drive South                                                                                                             | Orlando FL 32821         |
| <b>4.1 TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>4.2 NAME</b>     | <b>4.3 STREET ADDRESS</b>                                                                                                                   | <b>4.4 CITY-ST-ZIP</b>   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     | 18000 International Drive South                                                                                                             | Orlando FL 32821         |
| <b>5.1 TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>5.2 NAME</b>     | <b>5.3 STREET ADDRESS</b>                                                                                                                   | <b>5.4 CITY-ST-ZIP</b>   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     | 100 Federal St 37th Floor                                                                                                                   | Boston MA 02110          |
| <b>6.1 TITLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>6.2 NAME</b>     | <b>6.3 STREET ADDRESS</b>                                                                                                                   | <b>6.4 CITY-ST-ZIP</b>   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                     |                                                                                                                                             |                          |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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, with all other filers empowered.

SIGNATURE: X

Terry Whaples, President

(407) 396-4488

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone

CR2034 (1/98)