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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # **P98000014166**

1. Corporation Name
DESTINATION MIAMI HOTEL, INC.



| | |
|---|---|
| Principal Place of Business 11777 SAN VICENTE BOULEVARD SUTIE 900 LOS ANGELES CA 90049 | Mailing Address 11777 SAN VICENTE BOULEVARD SUTIE 900 LOS ANGELES CA 90049 |
|---|---|

DO NOT WRITE IN THIS SPACE

| | | | | | | |
|--|--|---|--|--|---|--|
| 2. Principal Place of Business 21 4525 Collins Avenue Suite, Apt. #, etc. 22 City & State 23 Miami Beach, FL Zip 24 33140 | 2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country 25 USA | 3. Date Incorporated or Qualified 02/12/1998 | 4. FEI Number 52-2080361 Applied For Not Applicable | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees | 8. This corporation owes the current year Intangible Personal Property Tax <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
|--|--|---|--|--|---|--|

| | |
|---|---|
| 9. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET 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 85 Zip Code 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|---------------------------------|---|--|
| TITLE | <input type="checkbox"/> DELETE | 1 1 TITLE | Director and President <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 1 2 NAME | Charles S. Peck |
| STREET ADDRESS | | 1 3 STREET ADDRESS | 10333 E. Dry Creek Road, #450 |
| CITY-ST-ZIP | | 1 4 CITY-ST-ZIP | Englewood, CO 80112 |
| TITLE | <input type="checkbox"/> DELETE | 2 1 TITLE | Director, VP & CFO <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 2 2 NAME | Bleecker P. Seaman III |
| STREET ADDRESS | | 2 3 STREET ADDRESS | 11777 San Vicente Blvd., #900 |
| CITY-ST-ZIP | | 2 4 CITY-ST-ZIP | Los Angeles, CA 90049 |
| TITLE | <input type="checkbox"/> DELETE | 3 1 TITLE | Director and EVP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 3 2 NAME | Peter A. Del Franco |
| STREET ADDRESS | | 3 3 STREET ADDRESS | 11777 San Vicente Blvd., #900 |
| CITY-ST-ZIP | | 3 4 CITY-ST-ZIP | Los Angeles, CA 90049 |
| TITLE | <input type="checkbox"/> DELETE | 4 1 TITLE | Secretary <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 4 2 NAME | Betty J. Kenyon |
| STREET ADDRESS | | 4 3 STREET ADDRESS | 11777 San Vicente Blvd., #900 |
| CITY-ST-ZIP | | 4 4 CITY-ST-ZIP | Los Angeles, CA 90049 |
| TITLE | <input type="checkbox"/> DELETE | 5 1 TITLE | Senior Vice President <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 5 2 NAME | Peter R. O'Keefe |
| STREET ADDRESS | | 5 3 STREET ADDRESS | 11777 San Vicente Blvd., #900 |
| CITY-ST-ZIP | | 5 4 CITY-ST-ZIP | Los Angeles, CA 90049 |
| TITLE | <input type="checkbox"/> DELETE | 6 1 TITLE | Chief Executive Officer <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 6 2 NAME | John B. Platt III |
| STREET ADDRESS | | 6 3 STREET ADDRESS | 430 Corona Del Mar |
| CITY-ST-ZIP | | 6 4 CITY-ST-ZIP | Santa Barbara, CA 93103 |

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, with all other like empowered.

SIGNATURE:

Betty J. Kenyon, Secretary
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

2/9/99
 Date

310 820-6661
 Daytime Phone #

CR2E034 (1/1/98)

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**DESTINATION MIAMI HOTEL, INC.
PROFIT CORPORATION ANNUAL REPORT
OFFICERS CONTINUED**

John M. DeMarco
Vice President and Corporate Counsel
11777 San Vicente Boulevard, Suite 900
Los Angeles, California 90049

Dennis J. Fischer
Senior Vice President
10333 East Dry Creek Road, #450
Englewood, Colorado 80112

B. Thomas Goodwin
Senior Vice President
10333 East Dry Creek Road, #450
Englewood, Colorado 80112

Michael T. O'Neil
Vice President
10333 East Dry Creek Road, #450
Englewood, Colorado 80112

Salve A. Pennya
Senior Vice President and Assistant Secretary
11777 San Vicente Boulevard, Suite 900
Los Angeles, California 90049

Kirk R. Poe
Vice President
10333 East Dry Creek Road, #450
Englewood, Colorado 80112

Thomas F. Gaston
Vice President
10333 East Dry Creek Road, #450
Englewood, Colorado 80112

Constance Wolff
Vice President
10333 East Dry Creek Road, #450
Englewood, Colorado 80112