

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

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PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P19636 (0)

1. Corporation Name
HAMPTON INNS, INC.



Principal Place of Business: 1023 CHERRY ROAD MEMPHIS TN 38117
Mailing Address: 1023 CHERRY ROAD MEMPHIS TN 38117

2. Principal Place of Business
21 755 Crossover Lane
22 Suite, Apt. #, etc.
23 Memphis, TN
24 38117
25 Country
26 755 Crossover Lane
27 Suite, Apt. #, etc.
28 Memphis, TN
29 38117
30 Country

3. Date Incorporated or Qualified: 06/14/1988
3a. Date of Last Report: 05/01/1995
4. FEI Number: 62-1194362
Applied For: Not Applicable
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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 re-listing) DATE: _____

12. OFFICERS AND DIRECTORS		
TITLE	PD	<input type="checkbox"/> DELETE
NAME	SCHULTZ, RAYMOND E.	
STREET ADDRESS	6800 POPLAR AVE, #200	
CITY-ST-ZIP	MEMPHIS TN	
TITLE	T	<input type="checkbox"/> DELETE
NAME	DEMPSEY, DONALD H.	
STREET ADDRESS	6800 POPLAR AVE, #200	
CITY-ST-ZIP	MEMPHIS TN	
TITLE	VPS	<input checked="" type="checkbox"/> DELETE
NAME	MCCALMONT, WILLIAM S	
STREET ADDRESS	1023 CHERRY RD	
CITY-ST-ZIP	MEMPHIS TN	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	HALPERN, M RONALD	
STREET ADDRESS	6800 POPLAR AVE, #200	
CITY-ST-ZIP	MEMPHIS TN	
TITLE	AT	<input checked="" type="checkbox"/> DELETE
NAME	REGAN, MICHAEL N	
STREET ADDRESS	1023 CHERRY RD.	
CITY-ST-ZIP	MEMPHIS TN	
TITLE	AS	<input checked="" type="checkbox"/> DELETE
NAME	WALLACE, DEE A.	
STREET ADDRESS	1023 CHERRY ROAD	
CITY-ST-ZIP	MEMPHIS TN 38117	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1. TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS	755 Crossover Lane	
4. CITY-ST-ZIP	38117	
5. TITLE	Sr.V/T	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6. NAME		
7. STREET ADDRESS	755 Crossover Lane	
8. CITY-ST-ZIP	38117	
9. TITLE	Exec/Vp	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
10. NAME	David C. Sullivan	
11. STREET ADDRESS	755 Crossover Lane	
12. CITY-ST-ZIP	Memphis, TN 38117	
13. TITLE	V/AS	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
14. NAME		
15. STREET ADDRESS	755 Crossover Lane	
16. CITY-ST-ZIP	38117	
17. TITLE	Sr.V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
18. NAME	Thomas L. Keltner	
19. STREET ADDRESS	755 Crossover Lane	
20. CITY-ST-ZIP	Memphis, TN 38117	
21. TITLE	Sr.V/S	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
22. NAME	Ralph B. Lake	
23. STREET ADDRESS	755 Crossover Lane	
24. CITY-ST-ZIP	Memphis, TN 38117	

14. I do 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 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: Donald A. Balash Donald A. Balash 4/25/96 901-374-5299
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (12/95)

HAMPTON INNS, INC.
DIRECTORS & OFFICERS
FEDERAL ID NUMBER 62-1194362

NAME	ADDRESS
Raymond E. Schultz	755 Crossover Lane Memphis, TN 38117
David C. Sullivan	755 Crossover Lane Memphis, TN 38117

NAME	ADDRESS	TITLE
Raymond E. Schultz	755 Crossover Lane Memphis, TN 38117	President
David C. Sullivan	755 Crossover Lane Memphis, TN 38117	Exe. Vice President
Donald H. Dempsey	755 Crossover Lane Memphis, TN 38117	Sr. Vice President/ Treasurer
Thomas L. Keltner	755 Crossover Lane Memphis, TN 38117	Sr. Vice President
Ralph B. Lake	755 Crossover Lane Memphis, TN 38117	Sr. Vice President/ Secretary
Mark C. Wells	755 Crossover Lane Memphis, TN 38117	Sr. Vice President
M. Ronald Halpern	755 Crossover Lane Memphis, TN 38117	Vice President/ Assistant Secretary
Carol G. Champion	755 Crossover Lane Memphis, TN 38117	Assistant Treasurer
Donald A. Balash	755 Crossover Lane Memphis, TN 38117	Assistant Treasurer
Jeffery M. Jarvis	755 Crossover Lane Memphis, TN 38117	Assistant Treasurer