RI SOS Filing Number: 201288984640 Date: 02/03/2012 4:00 PM

State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, *Secretary of Stat*
Corporations Divisio
148 W. River Stre
Providence, RI 02904-261
401.222.304

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2012

Filing Period: January 1 - March 1 • **Filing Fee:** $50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

** In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of $25.00.*

1. Corporate ID No.	2. Name of Corporation
96713	STARWOOD HOTELS & RESORTS WORLDWIDE, INC.

3. Street Address Principal Business Office	City	State	Zip
ONE STARPOINT (ATTN: TAX DEPT - SCOTTSDALE)	STAMFORD	CT	06902

4. Business Phone No.	5. State of Incorporation
480-905-4500	MARYLAND

5. Brief Description of the Character of Business Conducted in Rhode Island
HOTEL OPERATIONS

7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS

President Name	Street Address	City	State	Zip
FRITS VAN PAASSCHEN	ONE STARPOINT	STAMFORD	CT	06902

Vice President Name	Street Address	City	State	Zip
JOHN BUCKWALTER	15147 N SCOTTSDALE RD, STE H-210	SCOTTSDALE	AZ	85254

Secretary Name	Street Address	City	State	Zip
KENNETH S SIEGEL	ONE STARPOINT	STAMFORD	CT	06902

Treasurer Name	Street Address	City	State	Zip
VASANT M PRABHU	ONE STARPOINT	STAMFORD	CT	06902

8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name	Street Address	City	State	Zip
FRITS VAN PAASSCHEN	ONE STARPOINT	STAMFORD	CT	06902

Director Name	Street Address	City	State	Zip
THOMAS O RYDER	ONE STARPOINT	STAMFORD	CT	06902

Director Name	Street Address	City	State	Zip
ERIC HIPPEAU	ONE STARPOINT	STAMFORD	CT	06902

Director Name	Street Address	City	State	Zip
STEPHEN R QUAZZO	ONE STARPOINT	STAMFORD	CT	06902

9. SHARES AUTHORIZED

This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.

10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐

ISSUED SHARES — THIS SECTION MUST BE COMPLETED

Number of Shares	Class/Series	Par Value
189,415,206	COMMON	0.01
THIS SECTION MUST BE COMPLETED		

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

FILED
File Date FEB 03 2012
Check No. By
By: 00092203
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this repor including any accompanying schedules and statemen contained herein are true and correct.

Signature 2/1/12 Date

JOHN BUCKWALTER
Print or Type Name

VP GLOBAL TAX & ASS'T TREASURER
Title