HOST MARRIOTT CORP/ Form SC 13D/A May 15, 2001

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13D (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 4) (1)

Host Marriott Corporation

(Name of Issuer)

Common Stock, par value \$.01 per share

(Title of Class of Securities)

44107P104

(CUSIP Number)

Thomas J. Saylak
Blackstone Real Estate Associates L.P.
345 Park Avenue, 31st Floor
New York, New York 10154
(212) 935-2626

With a copy to:

Gregory Ressa, Esq.
Simpson Thacher & Bartlett
425 Lexington Avenue
New York, New York 10017
(212) 455-2000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

May 8, 2001

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [_].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)
(Page 1 of 36 pages)

person's initial filing on this form with respect to the subject class of

(1) The remainder of this cover page shall be filled out for a reporting

	securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.							
Act	The information required on the remainder of sed to be "filed" for the purpose of Section 18 of 1934 or otherwise subject to the liabilitie shall be subject to all other provisions of thes).	of the Securities E s of that section of	Exchange the Act					
CUSI	P No. 44107P104 13D	Page 2 d	of 36					
(1)	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	Blackstone Real Estate Partners II L.P. I.R.S. Identification No 13-3930073							
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GR	OUP* (a)						
(3)	SEC USE ONLY							
(4)	SOURCE OF FUNDS*							
	00							
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS PURSUANT TO ITEMS 2(d) OR 2(e)	IS REQUIRED	[_]					
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION							
	Delaware							

(7) SOLE VOTING POWER

NUN	MBER OF			
SI	HARES		6,641,942	
BENEE	BENEFICIALLY		SHARED VOTING POWER	
NWO	NED BY		468,470	
			SOLE DISPOSITIVE POWER	
		(3)	Sole Dispositive Fower	
	PORTING		6,641,942	
PE	ERSON	(10)	SHARED DISPOSITIVE POWER	
V	VITH			
			468,470 	
(11)	AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	7,110,412			
(12)		 T TI	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	TN SHARES*
(12)	ondon bon		in needlenth miceria in new (11) hielebale obinin	[_]
				[_]
(13)			SS REPRESENTED BY AMOUNT IN ROW (11)	
	2.7%			
(14)	TYPE OF RE	EPORT	ING PERSON*	
	PN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
			SEE INSTRUCTIONS BEFORE FIBLING OUT	
CUSIE	P No. 44107	7P104	13D Page 3	of 36
(1)			ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
			l Estate Holdings II L.P. ication No 13-3916108	
(2)	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_]
				(b) [x]
(3)	SEC USE ON			

(4) SOURCE OF FUNDS*			S*						
	00	0							
(5)) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [_]								
 (6)	CITIZENSH	 IP OR	PLACE OF ORGANIZATION						
	Delaware								
		(7)	SOLE VOTING POWER						
	MBER OF		2,042,673						
	FICIALLY	(8)	SHARED VOTING POWER						
OWNED BY		468,470							
EACH		(9)	SOLE DISPOSITIVE POWER						
RE	REPORTING		2,042,673						
P	ERSON	(10)	SHARED DISPOSITIVE POWER						
,	WITH	(10)	SHARED DISTOSTITVE TOWER						
			468,470						
(11)	AGGREGATE	AMOUI	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
	2,511,143								
			HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN						
				[_]					
(13)	PERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)						
	0.95%								
(14)			ING PERSON*						
	PN								
			*SEE INSTRUCTIONS BEFORE FILLING OUT						

CUSI	P No	. 4410	7P104	13D Pag	e 4 of 36
(1)	I.R	.S. ID	ENTIF	ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONL	Υ)
				l Estate Partners II.TE.1 L.P. ication No 13-3915147	
(2)	CHE	CK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [x]
(3)	SEC	USE O	NLY		
(4)	SOU	RCE OF	FUND	S*	
	00				
(5)				ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)	[_]
(6)	CIT	IZENSH	IP OR	PLACE OF ORGANIZATION	
	Del	aware			
			(7)	SOLE VOTING POWER	
NUI	MBER	OF			
SI	HARE	S		4,990,565	
BENE	FICI	ALLY	(8)	SHARED VOTING POWER	
OWI	NED	ВҮ		468,470	
]	EACH		(9)	SOLE DISPOSITIVE POWER	
RE	PORT	ING		1 222 565	
Pl	ERSO	N		4,990,565	
Ţ	WITH		(10)	SHARED DISPOSITIVE POWER	
				468,470	

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

	5,459,035	
(12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN S	SHARES*
		[_]
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	2.1%	
(14)	TYPE OF REPORTING PERSON*	
	PN	
	*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSI	P No. 44107P104 13D Page 5 of 36	
(1)	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Blackstone Real Estate Partners II.TE.2 L.P.	
	I.R.S. Identification No 13-3915149	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
	(a) (b)	
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS*	
,		
	00	
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[_]
	I one of the late	1-1
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	(7) SOLE VOTING POWER	

NUMBER OF		214,596	
SHARES	(8)	SHARED VOTING POWER	
BENEFICIALLY	(0)		
OWNED BY		468,470	
EACH	(9)	SOLE DISPOSITIVE POWER	
REPORTING		214,596	
PERSON	(10)		
WITH	(10)	SHARED DISPOSITIVE POWER	
		468,470	
(11) AGGREGATE	E AMOU	NT BENEFICIALLY OWNED BY EACH REPORTI	NG PERSON
683,066			
(12) CHECK BOX	K IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN SHARES*
			[_]
(13) PERCENT (OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
0.3%			
(14) TYPE OF H	REPORT	ING PERSON*	
PN			
		*SEE INSTRUCTIONS BEFORE FILLING OU	T
		105	
CUSIP No. 4410)/P104	13D	Page 6 of 36
		ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITI	ES ONLY)
111101 11	,		20 01.21,
		l Estate Partners II.TE.3 L.P. ication No 13-3943180	
(2) CHECK THE	E APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	
			(a) [_] (b) [x]
(3) SEC USE (ONLY		

(4)	SOURCE OF	FUND	S*	
	00			
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)	[_]
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION	
	Delaware			
		(7)	SOLE VOTING POWER	
	MBER OF		1,025,959	
	FICIALLY	(8)	SHARED VOTING POWER	
	OWNED BY		468,470	
	EACH	(9)	SOLE DISPOSITIVE POWER	
	REPORTING		1,025,959	
	PERSON <u> </u>		SHARED DISPOSITIVE POWER	
			468,470	
(11)	AGGREGATE	AMOU!	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,494,429			
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	IN SHARES*
				[_]
(13)	PERCENT C	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	0.6%			
(14)	TYPE OF R	EPORT	ING PERSON*	
	PN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	

CUSIP No.	44107P104	13D	Page 7 of 36
		ING PERSONS ICATION NOS. OF ABOVE PERS	SONS (ENTITIES ONLY)
		l Estate Partners II.TE.4 ication No 13-3943181	L.P.
(2) CHEC	K THE APPR	OPRIATE BOX IF A MEMBER OF	(a) [_] (b) [x]
(3) SEC	USE ONLY		
(4) SOUR	CE OF FUND	S*	
00			
		ISCLOSURE OF LEGAL PROCEED EMS 2(d) OR 2(e)	INGS IS REQUIRED [_]
(6) CITI	ZENSHIP OR	PLACE OF ORGANIZATION	
Dela	ware		
	(7)	SOLE VOTING POWER	
NUMBER		208,693	
SHARES	(8)	SHARED VOTING POWER	
OWNED B		468,470	
EACH	(9)	SOLE DISPOSITIVE POWER	
REPORTI	NG	208,693	
PERSON		SHARED DISPOSITIVE POWER	
WITH	(±0)	JIMED DIOLOGITIVE LOWER	
		468,470	

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6			6	

NUMBER OF

(12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	IN SHARES*
		[_]
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	0.3%	
(14)	TYPE OF REPORTING PERSON*	
	PN	
	*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSI	P No. 44107P104 13D Page	8 of 36
(1)	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Blackstone Real Estate Partners II.TE.5 L.P. I.R.S. Identification No 13-3973673	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
		(a) [_] (b) [x]
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS*	
	00	
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[_]
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	(7) SOLE VOTING POWER	

SE	HARES		438,980	
	FICIALLY	(8)	SHARED VOTING POWER	
	NED BY		468,470	
	EACH	(9)	SOLE DISPOSITIVE POWER	
	PORTING	())	SOLL DISTOSTITVE TOWER	
			438,980	
	ERSON	(10)	SHARED DISPOSITIVE POWER	
V	VITH		460,450	
			468,470	
(11)	AGGREGATE	AMOUI	IT BENEFICIALLY OWNED BY EACH REPORTING	PERSON
	907,450			
(12)	CHECK BOX	IF TH	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES	CERTAIN SHARES*
				[_]
(13)	PERCENT OF	' CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	0.3%			
(14)	TYPE OF RE	PORT	NG PERSON*	
	DN			
	PN		+CEE INCEDIGETONG DEPONE ETITING OUR	
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSIE	P No. 44107	'P104	13D	Page 9 of 36
(1)			CATION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
			Estate Partners I L.P.	
	I.R.S. Ide	ntif:	cation No 13-3930073	
(2)	CHECK THE	APPRO	DPRIATE BOX IF A MEMBER OF A GROUP*	
				(a) [_] (b) [x]
(3)	SEC USE ON	ILY		

11

(4)	SOURCE OF	FUND	S*		
	00				
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)	[_]	
(6)	(6) CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware				
		(7)	SOLE VOTING POWER		
	MBER OF		1,934,258		
	FICIALLY	(8)	SHARED VOTING POWER		
	OWNED BY		468,470		
EACH (9		(9)	SOLE DISPOSITIVE POWER		
REPORTING			1,934,258		
	PERSON WITH		SHARED DISPOSITIVE POWER		
			468,470		
(11)	AGGREGATE	AMOU!	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	2,402,728				
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES*	
				[_]	
(13)	PERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	0.9%				
(14)	TYPE OF R	EPORT	ING PERSON*		
	PN				
			*SEE INSTRUCTIONS BEFORE FILLING OUT		

CUSIP No. 4	4107P104	13D	Page 10 of 36
1 1		ING PERSONS ICATION NOS. OF ABOVE PER	RSONS (ENTITIES ONLY)
		l Estate Partners Two L.F ication No 13-3787414	· .
(2) CHECK	THE APPR	OPRIATE BOX IF A MEMBER (OF A GROUP* (a) [_] (b) [x]
(3) SEC US	E ONLY		
(4) SOURCE	OF FUND	S*	
00			
		ISCLOSURE OF LEGAL PROCEE EMS 2(d) OR 2(e)	EDINGS IS REQUIRED [_]
(6) CITIZE		PLACE OF ORGANIZATION	
	(7)	SOLE VOTING POWER	
NUMBER OF		126,834	
BENEFICIALL	(8) Y	SHARED VOTING POWER	
OWNED BY		468,470	
EACH	(9)	SOLE DISPOSITIVE POWER	
REPORTING		126,834	
PERSON	(10)	SHARED DISPOSITIVE POWER	
WITH		468,470	
(11) AGGREG	ATE AMOU	NT BENEFICIALLY OWNED BY	EACH REPORTING PERSON

595,304

(12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE	RTAIN SHARES*
		[_]
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	0.2%	
(14)	TYPE OF REPORTING PERSON*	
	PN	
	*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSI	P No. 44107P104 13D Pac	ge 11 of 36
(1)	NAME OF REPORTING PERSONS	17)
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONL	Υ)
	Blackstone Real Estate Partners Three L.P. I.R.S. Identification No 13-3787415	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
		(a) [_] (b) [x]
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS*	
	00	
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[_]
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	(7) SOLE VOTING POWER	
NU	MBER OF	
	1,230,545	

SI	HARES			
BENEFICIALLY		(8)	SHARED VOTING POWER	
			468,470	
OWI	NED BY			
E	EACH	(9)	SOLE DISPOSITIVE POWER	
REI	PORTING		1,230,545	
PI	ERSON			
V	NITH	(10)	SHARED DISPOSITIVE POWER	
			468,470	
(11)	AGGREGATE	AMOUI	NT BENEFICIALLY OWNED BY EACH REPORTING PERSO	N
	1,699,015			
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERT	AIN SHARES*
				[_]
(13)	PERCENT OF	CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	0.6%			
(14)	TYPE OF RE	PORT	ING PERSON*	
	PN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSIE	P No. 44107	'P104	13D Page	12 of 36
(1)			ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
			l Estate Partners IV L.P. ication No 13-3787416	
(2)	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	
				(a) [_] (b) [x]
(3)	SEC USE ON	ILY		

(4)	SOURCE OF	FUND	S*	
	00			
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)	[_]
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION	
	Delaware			
		(7)	SOLE VOTING POWER	
	MBER OF		38,684	
	FICIALLY	(8)	SHARED VOTING POWER	
IWO	NED BY		468,470	
Ι	EACH	(9)	SOLE DISPOSITIVE POWER	
REI	PORTING		38,684	
	ERSON	(10)	SHARED DISPOSITIVE POWER	
V	WITH		468,470	
(11)	AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	507,154			
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES*
				[_]
(13)	PERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	0.2%			
(14)	TYPE OF RI	EPORT	ING PERSON*	
	PN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	

CUSIP No. 44107P104

(1)		PORTING PERSONS NTIFICATION NOS.	. OF ABOVE PERSONS (ENTITIES ON	LY)
		RE Capital Part		
(2)	CHECK THE	APPROPRIATE BOX	IF A MEMBER OF A GROUP*	
, ,				(a) [_] (b) [x]
(3)	SEC USE C	LY		
(4)	SOURCE OF	FUNDS*		
	00			
(5)		IF DISCLOSURE OF O ITEMS 2(d) OR	F LEGAL PROCEEDINGS IS REQUIRED 2 (e)	[_]
(6)	CITIZENSH	P OR PLACE OF OR	RGANIZATION	
		(7) SOLE VOTING	7 POWER	
		(*, 5522 *51116	2 2 0 1 2 1 2 1	
NU	MBER OF			
c	HARES	201,766		
J	IIAINLO	(8) SHARED VOTI	ING POWER	
BENE	FICIALLY			
OW	NED BY	468,470		
	EACH	(9) SOLE DISPOS	SITIVE POWER	
RE	PORTING	201 766		
Р	ERSON	201,766		
		(10) SHARED DISP	POSITIVE POWER	
	WITH			
		468,470		
(11)	AGGREGATE	AMOUNT BENEFICIA	ALLY OWNED BY EACH REPORTING PE	RSON
	670 , 236			
(12)	CHECK BOX	IF THE AGGREGATE	E AMOUNT IN ROW (11) EXCLUDES C	ERTAIN SHARES*

[_] (13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.25% (14) TYPE OF REPORTING PERSON* ΡN *SEE INSTRUCTIONS BEFORE FILLING OUT CUSIP No. 44107P104 13D Page 14 of 36 (1) NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Blackstone RE Capital Partners II L.P. I.R.S. Identification No. - 13-3794148 (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [_] (b) [x] (3) SEC USE ONLY (4) SOURCE OF FUNDS* 00 (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [_] (6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware (7) SOLE VOTING POWER NUMBER OF 22,146 SHARES (8) SHARED VOTING POWER

BENE	FICIALLY			
OWI	NED BY		468,470	
1	EACH	(9)	SOLE DISPOSITIVE POWER	
RE	PORTING		22,146	
Pl	ERSON		22,140	
Ī	WITH	(10)	SHARED DISPOSITIVE POWER	
			468,470	
(11)	AGGREGATE	AMOUI	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1
	490,616			
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	AIN SHARES*
				[_]
(13)	PERCENT OF	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	0.2%			
(14)	TYPE OF RE	EPORT	ING PERSON*	
	PN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSI	P No. 44107	7P104	13D Page 1	15 of 36
(1)			ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
			Offshore Capital Partners L.P. ication No 13-3794149	
(2)	CHECK THE	APPRO	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [x]
(3)	SEC USE ON	ILY		
(4)	SOURCE OF	FUND:	5*	

00 (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [_] (6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware (7) SOLE VOTING POWER NUMBER OF 38,965 SHARES (8) SHARED VOTING POWER BENEFICIALLY 468,470 OWNED BY EACH (9) SOLE DISPOSITIVE POWER REPORTING 38,965 PERSON (10) SHARED DISPOSITIVE POWER WITH 468,470 (11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 507,435 (12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [_] (13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 0.2% (14) TYPE OF REPORTING PERSON*

*SEE INSTRUCTIONS BEFORE FILLING OUT

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ΡN

(1)			ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
			l Estate Holdings L.P. ication No 13-3789506		
(2)	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	[_] [x]
(3)	SEC USE O	NLY			
(4)	SOURCE OF	FUND	S*		
	00				
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)		[_]
(6)	CITIZENSH Delaware	IP OR	PLACE OF ORGANIZATION		
		(7)	SOLE VOTING POWER		
NII	MBER OF	(, ,	0022 101210 10121		
			1,349,205		
	HARES	(8)	SHARED VOTING POWER		
	FICIALLY		468,470		
	EACH	(9)	SOLE DISPOSITIVE POWER		
RE	PORTING		1,349,205		
Р	ERSON	(10)	SHARED DISPOSITIVE POWER		
	WITH	(±0)	OHNOLD DIGIOGITIVE TOWER		
			468,470		
(11)	AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,817,675				
(12)	CHECK BOX	TF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	TN S	HARES*

[_]

(13)	PERCENT OF	F CLA	S REPRESENTED BY AMOUNT IN ROW (11)	
	0.7%			
(14)	TYPE OF RI	EPORT	NG PERSON*	
	PN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSIE	P No. 4410	7P104	13D	Page 17 of 36
(1)			NG PERSONS CATION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	CR/RE L.L	.C.		
(2)	CHECK THE	APPRO	PRIATE BOX IF A MEMBER OF A GROUP*	
,				(a) [_] (b) [x]
(3)	SEC USE Of	NLY		
(4)	SOURCE OF	FUND	*	
	00			
(5)			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIR MS 2(d) OR 2(e)	ED [_]
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION	
	Delaware			
		(7)	SOLE VOTING POWER	
NUN	MBER OF			
22	HARES		27,078	
		(8)	SHARED VOTING POWER	
BENEI	FICIALLY		468,470	
MO	NED BY			

	77.011	(0)	2017	DISPOSITATION DOLLAR	
ŀ	EACH	(9)	SOLE	DISPOSITIVE POWER	
REI	PORTING		07.05	0	
PI	ERSON		27,07	8	
7.	at Tii	(10)	SHARE	D DISPOSITIVE POWER	
V	√ITH				
			468,4	70	
(11)	AGGREGATE	AMOU	NT BEN	EFICIALLY OWNED BY EACH RE	EPORTING PERSON
	495,548				
(12)	CHECK BOX	IF T	HE AGO	REGATE AMOUNT IN ROW (11)	EXCLUDES CERTAIN SHARES*
					[_]
(13)	PERCENT OF	F CLA	SS REF	RESENTED BY AMOUNT IN ROW	(11)
	0.2%				
(14)	TYPE OF RE	EPORT	ING PE	RSON*	
	00				
			*SEE	INSTRUCTIONS BEFORE FILL	ING OUT
CUSIE	P No. 4410	7P104		13D	Page 18 of 36
CUSIE	? No. 4410	7P104		13D	Page 18 of 36
CUSIF					Page 18 of 36
CUSIF	NAME OF RE	EPORT		RSONS	
	NAME OF RE	EPORT ENTIF	ICATIO		
	NAME OF REILR.S. IDE	EPORT ENTIF Hote	ICATIO	RSONS	
	NAME OF REILR.S. IDE	EPORT ENTIF Hote	ICATIO	RSONS N NOS. OF ABOVE PERSONS (F	
	NAME OF REI.R.S. IDE	EPORT ENTIF Hote entif	ICATIO l Inc.	RSONS N NOS. OF ABOVE PERSONS (F	ENTITIES ONLY)
(1)	NAME OF REI.R.S. IDE	EPORT ENTIF Hote entif	ICATIO l Inc.	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]
(1)	NAME OF REI.R.S. IDE	EPORT ENTIF Hote entif	ICATIO l Inc.	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY)
(1)	NAME OF REI.R.S. IDE	EPORT ENTIF Hote entif	ICATIO l Inc.	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]
(2)	NAME OF REIL.R.S. IDENTIAL BRE LOGAN I.R.S. Identification CHECK THE	EPORT ENTIF Hote entif	ICATIO l Inc.	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]
(1)	NAME OF REIL.R.S. IDENTIAL BRE LOGAN I.R.S. Identification CHECK THE	EPORT ENTIF Hote entif	ICATIO l Inc.	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]
(2)	NAME OF REIL.R.S. IDENTIAL BRE LOGAN I.R.S. Identification CHECK THE	EPORT ENTIF Hote entif APPR	ICATIO	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]
(1)	NAME OF RII.R.S. IDE	EPORT ENTIF Hote entif APPR	ICATIO	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]
(1)	NAME OF RII.R.S. IDE	EPORT ENTIF Hote entif APPR	ICATIO	RSONS N NOS. OF ABOVE PERSONS (F n No 13-3731847	ENTITIES ONLY) DUP* (a) [_]

[_]

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED

PURSUANT TO ITEMS 2(d) OR 2(e)

(1) NAME OF REPORTING PERSONS

(6) CITIZENSHI	P OR	PLACE OF ORGANIZATION	
Delaware			
	(7)	SOLE VOTING POWER	
NUMBER OF		14,362	
SHARES	(8)	SHARED VOTING POWER	
BENEFICIALLY		None	
OWNED BY			
EACH	(9)	SOLE DISPOSITIVE POWER	
REPORTING		14,362	
PERSON	(10)	SHARED DISPOSITIVE POWER	
WITH			
		None	
(11) AGGREGATE	AMOUI	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1
14,362			
(12) CHECK BOX	IF TH	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	AIN SHARES*
			[_]
(13) PERCENT OF	CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
Less than	0.1%		
(14) TYPE OF RE	PORT	ING PERSON*	
СО			
		*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSIP No. 44107	P104	13D Page	19 of 36

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

²⁴

BRE/Ceriale L.L.C. (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [_] (b) [x] (3) SEC USE ONLY (4) SOURCE OF FUNDS* 00 (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [_] (6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware (7) SOLE VOTING POWER NUMBER OF 468,470 SHARES (8) SHARED VOTING POWER BENEFICIALLY None OWNED BY (9) SOLE DISPOSITIVE POWER EACH REPORTING 468,470 PERSON (10) SHARED DISPOSITIVE POWER WITH None (11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 468,370 (12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [_]

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

	0.2%				
(14)	TYPE OF RI	EPORT	ING PERSON*		
	00				
			*SEE INSTRUCTIONS BEFORE FILLING OUT		
CUSI	P No. 4410'	7P104	13D	Page 20 of	36
(1)			ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	RTZ Manage	ement	Corp.		
(2)	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)	[_]
(3)	SEC USE OI	NLY			
(4)	SOURCE OF	FUND	S*		
	00				
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIR EMS 2(d) OR 2(e)	ED	[_]
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION		
	Delaware				
		(7)	SOLE VOTING POWER		
	MBER OF		14		
BENE:	FICIALLY	(8)	SHARED VOTING POWER		
OW!	NED BY		None		
	EACH	(9)	SOLE DISPOSITIVE POWER		
RE:	PORTING		14		

Р	ERSON		
	(10) SHARED DISPOSITIVE POWER WITH		
	None		
(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	1	
	14		
(12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	IN SE	IARES*
			[_]
(1.2)	DEDGENE OF GLAGG DEDDEGENEED DV AMOUNT IN DOLY (11)		
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	Less than 0.1%		
(14)	TYPE OF REPORTING PERSON*		
(±1)	THE OF REPORTING PERSON		
	CO		
	*SEE INSTRUCTIONS BEFORE FILLING OUT		
CUSI	P No. 44107P104 13D Page 21 c	of 36	
(1)	NAME OF REPORTING PERSONS		
(±)	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Blackstone Real Estate Associates L.P.		
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(2)	r 1
		(a) (b)	[_]
(3)	SEC USE ONLY		
(4)	SOURCE OF FUNDS*		
	00		
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)		[_]

(6) CITIZENSHIP OR PLACE OF ORGANIZATION

	(7)	SOLE VOTING POWER	
NUMBER OF			
SHARES		None	
BENEFICIALLY	(8)	SHARED VOTING POWER	
OWNED BY		4,061,668	
EACH	(9)	SOLE DISPOSITIVE POWER	
REPORTING			
PERSON		None	
WITH	(10)	SHARED DISPOSITIVE POWER	
** + + + + +		4,061,668	
11, MOUNDOALE	, 111.100	NT BENEFICIALLY OWNED BY EACH	RELORITING LERROOM
4,061,668	}		
(12) CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
			[_]
(13) PERCENT C	F CLA	SS REPRESENTED BY AMOUNT IN RO	W (11)
1 50			
1.5%			
(14) TYPE OF R	EPORT	ING PERSON*	
DI			
PN			
PN		*SEE INSTRUCTIONS BEFORE FIL	LING OUT
PN		*SEE INSTRUCTIONS BEFORE FIL	LING OUT
PN CUSIP No. 4410	17P104		LING OUT Page 22 of 36
CUSIP No. 4410	REPORT		Page 22 of 36
CUSIP No. 4410 (1) NAME OF R I.R.S. ID	REPORT DENTIF	13D ING PERSONS	Page 22 of 36

(a) [_]

/ 7		
1 h	١	3 2
(L)	,	

(3) SEC USE O	NT V
(3) SEC USE U	NT I
(4) SOURCE OF	FUNDS*
Not Appli	cable
	IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TO ITEMS 2(d) OR 2(e) [_]
IONSOANI	
(6) CITIZENSH	IP OR PLACE OF ORGANIZATION
Delaware	
	(7) SOLE VOTING POWER
NUMBER OF	None
SHARES	(8) SHARED VOTING POWER
BENEFICIALLY OWNED BY	13,989,205
EACH	(9) SOLE DISPOSITIVE POWER
REPORTING	
PERSON	None
WITH	(10) SHARED DISPOSITIVE POWER
	13,989,205
(11) AGGREGATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
13,989,20	5
(12) CHECK BOX	IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
	[_]
(13) PERCENT O	F CLASS REPRESENTED BY AMOUNT IN ROW (11)
5.3%	
(14) TYPE OF R	EPORTING PERSON*

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT

*SEE INSTRUCTIONS BEFORE FILLING OUT					
~~	44401	7-101	105	- 00 6	
CUSI	P No. 4410	/P104	13D	Page 23 of 3	36
(1)			ING PERSONS	ONIT W	
	1.K.S. IDI	SNIIF	ICATION NOS. OF ABOVE PERSONS (ENTITIES	ONL1)	
	Blackstone	e Rea	l Estate Management II L.P.		
(2)	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*		
(2)	0112011 1112			(a)	[_]
				(b)	[x]
(3)	SEC USE O	NLY			
(4)	SOURCE OF	FUND	S*		
	Not Appli	rahla			
	NOC APPIIO	Jabie			
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIF		
	PURSUANT 7	ro it:	EMS 2(d) OR 2(e)		[_]
	~~~~				
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION		
	Delaware				
		(7)	COLE VOTING DOMED		
		(7)	SOLE VOTING POWER		
NU	MBER OF				
_			None		
S	HARES	(8)	SHARED VOTING POWER		
BENE	FICIALLY	(0)	SHARED VOTING FOWER		
			16,031,878		
OW.	NED BY				
	EACH	(9)	SOLE DISPOSITIVE POWER		
		( - )	101		
RE	PORTING				
ים	ERSON		None		
P.	EI/OON	(10)	SHARED DISPOSITIVE POWER		
,	WITH	*			
			16 021 070		

16,031,878

(11)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	16,031,878	
(12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN S	SHARES*
		[_]
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	6.05%	
(14)	TYPE OF REPORTING PERSON*	
	PN	
	*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSI	P No. 44107P104 13D Page 24 of	36
(1)	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	BREA L.L.C.	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	[_]
	(b)	
(3)	SEC USE ONLY	
(3)		
(4)	SOURCE OF FUNDS*	
	Not Applicable	
<u></u>	CURRY DOV TE DISCLOSURE OF LEGAL PROGREDINGS TO DECUIDED	
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	[_]
1.63	OTHERNAUTD OF DIAGR OF ORGANIZATION	
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	

		(7)	SOLE VOTING POWER	
NUI	MBER OF		N	
SI	HARES		None	
BENEI	FICIALLY	(8)	SHARED VOTING POWER	
IWO	NED BY		5,410,873	
Ι	EACH	(9)	SOLE DISPOSITIVE POWER	
REI	PORTING			
PI	ERSON		None	
7	NITH	(10)	SHARED DISPOSITIVE POWER	
			5,410,873	
(11)	AGGREGATE	AMOUI	T BENEFICIALLY OWNED BY EACH REPOR	RTING PERSON
	5,410,873			
(12)	CHECK BOX	IF T	E AGGREGATE AMOUNT IN ROW (11) EXC	CLUDES CERTAIN SHARES*
				[_]
(13)	PERCENT OF	CLAS	S REPRESENTED BY AMOUNT IN ROW (1:	1)
	2.0%			
(14)	TYPE OF RE	EPORT	NG PERSON*	
	00			
			*SEE INSTRUCTIONS BEFORE FILLING	OUT
CUSII	P No. 44107	7P104	13D	Page 25 of 36
(1)			NG PERSONS CATION NOS. OF ABOVE PERSONS (ENT	ITIES ONLY)
	BREA II L.	L.C.		
(2)	CHECK THE	APPRO	PRIATE BOX IF A MEMBER OF A GROUP	* (a) [_] (b) [x]
(3)	SEC USE ON	IT.V		

(4)	SOURCE OF	FUND	5*	
	Not Appli	cable		
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)	[_]
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION	
	Delaware			
		(7)	SOLE VOTING POWER	
	MBER OF		None	
	FICIALLY	(8)	SHARED VOTING POWER	
	NED BY		16,031,878	
	EACH	(9)	SOLE DISPOSITIVE POWER	
RE	PORTING		None	
Р	ERSON	(10)	SHARED DISPOSITIVE POWER	
	WITH			
			16,031,878	
(11)	AGGREGATE	AMOUI	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	16,031,87	8		
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARES*
				[_]
(13)	PERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	6.05%			
(14)	TYPE OF R	EPORT	ING PERSON*	
	00			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	

CUSIP No. 4	14107P104	13D	Page 26 of 36
I.R.S.	. IDENTIF	ING PERSONS CATION NOS. OF ABOVE PERSONS (EN	CITIES ONLY)
Peter	G. Peter	son	
(2) CHECK	THE APPR	PRIATE BOX IF A MEMBER OF A GROUP	(a) [_] (b) [x]
(3) SEC US	SE ONLY		
(4) SOURCE	E OF FUND	**	
Not Ag	pplicable		
		SCLOSURE OF LEGAL PROCEEDINGS IS MS 2(d) OR 2(e)	REQUIRED [_]
(6) CITIZE	ENSHIP OR	PLACE OF ORGANIZATION	
	(7)	SOLE VOTING POWER	
NUMBER OF	?	None	
BENEFICIALI OWNED BY	(8)	SHARED VOTING POWER 20,988,657	
EACH	(9)	SOLE DISPOSITIVE POWER	
REPORTING	Ē	None	
PERSON	(10)	SHARED DISPOSITIVE POWER	
WITH	, ,		
		20,988,657	
(11) AGGREC	GATE AMOU	IT BENEFICIALLY OWNED BY EACH REPO	ORTING PERSON

20,988,657

(12)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	ATN SHARES*
(/		
		[_]
(13)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	7.00	
	7.9%	
(14)	TYPE OF REPORTING PERSON*	
	IN	
	*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSI	P No. 44107P104 13D Page	27 of 36
(1)	NAME OF REPORTING PERSONS	
( ± )	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Stephen A. Schwarzman	
	•	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
		(a) [_] (b) [x]
		(2) [11]
(3)	SEC USE ONLY	
(4)	SOURCE OF FUNDS*	
, ,		
	Not Applicable	
(5)	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED	
(3)	PURSUANT TO ITEMS 2(d) OR 2(e)	[_]
(6)	CITIZENSHIP OR PLACE OF ORGANIZATION	
	U.S.	
	(7) SOLE VOTING POWER	
NIIT	MBER OF	
	None	
S	HARES	

		(8)	SHARED VOTING POWER	
	FICIALLY		20,988,657	
IWO	NED BY			
Ι	EACH	(9)	SOLE DISPOSITIVE POWER	
	PORTING ERSON		None	
	WITH	(10)	SHARED DISPOSITIVE POWER	
			20,988,657	
(11)	AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERS	ON
	20,988,65	7		
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CER	TAIN SHARES*
				[_]
(13)	PERCENT OF	CLA:	SS REPRESENTED BY AMOUNT IN ROW (11)	
	7.9%			
(1/1)		ZDODT	ING PERSON*	
(14)	TIFE OF KI	SE OILL	ING FERSON	
	IN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
CUSII	? No. 4410°	7P104	13D Page 2	8 of 36
(1)			ING PERSONS ICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY	)
	John G. So	chreil	per	
(2)	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [x]
(3)	SEC USE ON	1LY		
(4)	SOURCE OF	FUND	5*	

Not Applicable

(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)	[_]
(6)	CITITENSU	TD OD	PLACE OF ORGANIZATION	
(0)	CIIIZENSH.	IP OK	PLACE OF ORGANIZATION	
	U.S.			
		(7)	SOLE VOTING POWER	
NUN	MBER OF			
SI	IARES		None	
BENEE	CIALLY	(8)	SHARED VOTING POWER	
	IED BY		None	
	CACH	(9)	SOLE DISPOSITIVE POWER	
		(9)	SOLE DISPOSITIVE FOWER	
	PORTING		None	
PE	RSON	(10)	SHARED DISPOSITIVE POWER	
V	/ITH			
			17,582,403	
(11)	AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	17,582,403	3		
(12)			HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAI	N SHARES*
(12)	CHECK DOX	11 1	HE ACCRECATE AMOUNT IN NOW (II) EACHOPED CERTAI	
				[_]
(13)	PERCENT OF	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)	
	6.60			
	6.6%			
(14)	TYPE OF RE	EPORT	ING PERSON*	
	IN			
			*SEE INSTRUCTIONS BEFORE FILLING OUT	
CHETT	No. 4410	7p1n4	13D Page 2	9 of 36

(1)		REPORTING PERSONS DENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	John Ceri	ale					
(2)	CHECK THE	APPR		(a) (b)			
(3)	SEC USE O	NLY					
(4)	SOURCE OF	FUND	S*				
	Not Appli	cable					
(5)			ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED EMS 2(d) OR 2(e)		[_]		
(6)	CITIZENSH	IP OR	PLACE OF ORGANIZATION				
		(7)	SOLE VOTING POWER				
	MBER OF		27,078				
	HARES	(8)	SHARED VOTING POWER				
	FICIALLY NED BY		468,470				
	EACH	(9)	SOLE DISPOSITIVE POWER				
RE	PORTING		27,078				
Ρ	ERSON	(10)	SHARED DISPOSITIVE POWER				
	WITH						
			468,470				
(11)	AGGREGATE	AMOU	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	495,548						
(12)	CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTA	IN S	HARES*		

[_]

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.2%

(14) TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

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#### AMENDMENT NO. 4

The Statement on Schedule 13D relating to the Common Stock, par value \$.01 per share (the "Common Stock") of Host Marriott Corporation, a Maryland corporation (the "Issuer") initially filed on May 13, 1999, as amended (the "Schedule 13D"), by Blackstone Real Estate Partners II L.P. ("BRE II"); Blackstone Real Estate Holdings II L.P. ("BREH II"); Blackstone Real Estate Partners II T.E. 1 L.P. ("BRE II TE 1"); Blackstone Real Estate Partners II T.E. 2 L.P. ("BRE II TE 2"); Blackstone Real Estate Partners II T.E. 3 L.P. ("BRE II TE 3"); Blackstone Real Estate Partners II T.E. 4 L.P. ("BRE II TE 4"); Blackstone Real Estate Partners II T.E. 5 L.P. ("BRE II TE 5"); Blackstone Real Estate Partners I L.P. ("BRE I"); Blackstone Real Estate Partners Two L.P. ("BRE Two"); Blackstone Real Estate Partners Three L.P. ("BRE Three"); Blackstone Real Estate Partners IV L.P. ("BRE IV"); Blackstone RE Capital Partners L.P. ("BRECP"); Blackstone RE Capital Partners II L.P. ("BRECP II"); Blackstone RE Offshore Capital Partners L.P. ("BOC"); Blackstone Real Estate Holdings L.P. ("BREH"); CR/RE L.L.C. ("CRRE"); BRE/Ceriale L.L.C. ("BRE/Ceriale"); RTZ Management Corp. ("RTZ"); BRE Logan Hotel Inc. ("Logan"); Blackstone Real Estate Associates L.P. ("BREA"); Blackstone Real Estate Associates II L.P. ("BREA II"); Blackstone Real Estate Management Associates II L.P. ("BREMA II"); BREA L.L.C. ("BREA LLC"); ("BREA II LLC"); Peter G. Peterson ("Peterson"); Stephen A. Schwarzman ("Schwarzman"); John G. Schreiber ("Schreiber"); and John Ceriale ("Ceriale"), is hereby amended as set forth herein. Responses to each item below may be incorporated by reference into each other item, as applicable. Capitalized terms used herein but not defined shall have the meanings set forth in the Schedule 13D.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby deleted in its entirety and replaced by the following text:

As of the date of this filing, the Reporting Persons own, in the aggregate, 21,015,735 OP Units, which are redeemable for cash (or at the Issuer's election, exchangeable for Common Stock on a one-for-one basis). Notwithstanding the foregoing, this Item 5 discloses the aggregate number of Common Stock that the Reporting Persons may be deemed beneficially to own due to their right to redeem OP Units.

As of the date of this filing, BRE II, BREH II, BRE II TE 1, BRE II TE 2, BRE II TE 3, BRE II TE 4 and BRE II TE 5 may be deemed to beneficially own 6,641,942 (or approximately 2.5% of the outstanding shares of Common Stock; all percentages herein are based on the total number of shares of Common Stock

outstanding as reported in the Issuer's most recently filed Schedule 14A filed on April 12, 2001, based upon best available information as of the date hereof), 2,042,673 (0.8%), 4,990,565 (1.9%), 214,596 (less than 0.1%), 1,025,959 (0.4%), 208,693 (less than 0.1%) and 438,980 (0.2%) shares of Common Stock, respectively. As of the date of this filing, BRE I, BRE Two, BRE Three, BRE IV, BRECP, BRECP II, BOC and BREH may be deemed to beneficially own 1,934,258 (0.7%), 126,834 (less than 0.1%), 1,230,545 (0.5%), 38,684 (less than 0.1%), 201,766 (less than 0.1%), 22,146 (less than 0.1%), 38,965 (less than 0.1%) and 1,349,205 (0.5%) shares of Common Stock, respectively. As of the date of this filing, CRRE, Logan, Ceriale and RTZ may be deemed to beneficially own 27,078 (less than 0.1%), 14,362 (less than 0.1%), 468,470 (0.2%) and 14 (less than 0.1%) shares of Common Stock, respectively.

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Such shares of Common Stock represent, in the aggregate, 21,015,575 shares of Common Stock, or approximately 7.9% of the total number of shares of Common Stock outstanding as reported in the Issuer's most recently filed Schedule 14A filed on April 12, 2001. As of the date of this filing, each of the above-mentioned Reporting Persons, acting through each of their respective direct or indirect general partners and members, has the sole power to vote or direct the vote and to dispose or direct the disposition (subject to the provisions of the Contribution Agreement and the Partnership Agreement) of the above mentioned shares of Common Stock beneficially owned by each such Reporting Person.

In addition, by reason of their status as members of Ceriale, BRE I, BRE Two, BRE Three, BRE IV, BRECP, BRECP II, BOC, BREH, BRE II, BREH II, BRE II TE 1, BRE II TE 2, BRE II TE 3, BRE II TE 4, BRE II TE 5 and CRRE may be deemed to beneficially own the 468,470 (0.2%) shares of Common Stock beneficially owned by Ceriale. As of the date of this filing, BRE I, BRE Two, BRE Three, BRE IV, BRECP, BRECP II, BOC, BREH, BRE II, BREH II, BRE II TE 1, BRE II TE 2, BRE II TE 3, BRE II TE 4, BRE II TE 5 and CRRE have the shared power to vote or direct the vote and to dispose or direct the disposition (subject to the provisions of the Contribution Agreement and the Partnership Agreement) of the shares of Common Stock beneficially owned by Ceriale.

By reason of its status as the general partner of BRE I, BRE Two, BRE Three, BRE IV, BRECP, BRECP II and BOC, BREA has the shared power to vote or direct the vote and to dispose or direct the disposition of the shares of Common Stock owned by such entities (in each case to the extent that BRE I, BRE Two, BRE Three, BRE IV, BRECP, BRECP II and BOC have such power) and, accordingly, may be deemed to beneficially own 4,061,668 (1.5%) shares of Common Stock.

By reason of its status as the general partner of BRE II, BRE II TE 1, BRE II TE 2, BRE II TE 3, BRE II TE 4, BRE II TE 5, BREA II has the shared power to vote or direct the vote and to dispose or direct the disposition of shares of Common Stock owned by such entities (in each case to the extent that BRE II, BRE II TE 1, BRE II TE 2, BRE II TE 3, BRE II TE 4, BRE II TE 5, have such power) and, accordingly, may be deemed to beneficially own 13,989,205 (5.3%) shares of Common Stock.

By reason of the requirement that any disposition of an investment (directly or indirectly) by entities to which BREA and BREA II serves as general partner requires the approval of Schreiber, Schreiber has shared power to dispose or direct the disposition of the shares of Common Stock that may be deemed to be beneficially owned by BREA and BREA II (in each case to the extent that BREA and BREA II has such power) and, accordingly, may be deemed to beneficially own 17,582,403 (6.6%) shares of Common Stock which may be

deemed to be beneficially owned by BREA and BREA II.

By reason of its status as the general partner of BREA and BREH, BREA LLC has the shared power to vote or direct the vote and to dispose or direct the disposition of the shares of Common Stock that may be deemed to be beneficially owned by BREA and BREH (in each case to the extent that the BREA and BREH have such power) and, accordingly, may be deemed to beneficially own 5,410,873 (2.0%) shares of Common Stock.

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By reason of its status as the general partner of BREA II and BREH II, BREMA II has the shared power to vote or direct the vote and to dispose or direct the disposition of the shares of Common Stock that may be deemed to be beneficially owned by BREA II and BREH II (in each case to the extent that the BREA II and BREH II have such power) and, accordingly, may be deemed to beneficially own 16,031,878 (6.05%) shares of Common Stock.

By reason of its status as the general partner of BREMA II, BREA II LLC has the shared power to vote or direct the vote and to dispose or direct the disposition of the shares of Common Stock that may be deemed to be beneficially owned by BREA II and BREH II (in each case to the extent that the BREA II and BREH II have such power) and, accordingly, may be deemed to beneficially own 16,031,878 (6.05%) shares of Common Stock.

By reason of their ability to control BREA LLC, BREA II LLC, RTZ and Logan, Peterson and Schwarzman have shared power to vote or to direct the vote and to dispose or direct the disposition of the shares of Common Stock that may be deemed to be beneficially owned by BREA LLC, BREA II LLC, RTZ and Logan (in each case to the extent that BREA LLC, BREA II LLC, RTZ and Logan have such power) and, accordingly, may be deemed to beneficially own 20,988,657 (7.9%) shares of Common Stock.

By reason of his status as a member with sole beneficial ownership of CRRE, Ceriale may be deemed to beneficially own, in the aggregate, the 495,548 (0.2%) shares of Common Stock beneficially owned by CRRE. As of the date of this filing, Ceriale has the sole and shared power to vote or direct the vote and to dispose or direct the disposition (subject to the provisions of the Contribution Agreement and the Partnership Agreement) of the shares of Common Stock beneficially owned by CRRE.

To the best knowledge of each of the Reporting Persons, none of the Reporting Persons has beneficial ownership of, or has engaged in any transaction during the past 60 days in, any shares of Common Stock, except as otherwise disclosed herein.

Pursuant to Rule 13d-4 under the Securities Exchange Act of 1934, as amended (the "Act"), the Reporting Persons declare that the filing of this statement shall not be construed as an admission that any such Reporting Person is, for the purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by this statement.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 is hereby supplemented as follows:

Pursuant to the Underwriting Agreement (the "Underwriting Agreement"), dated as of May 2, 2001, among the Issuer, Salomon Smith Barney Inc.

("Salomon"), Host Marriott, L.P. and BRE I, BRE Two, BRE Three, BRE IV, BRECP, BRECP II, BOC, BREH, BRE II, BREH II, BRE II TE 1, BRE II TE 2, BRE II TE 3, BRE II TE 4, BRE II TE 5 and Logan (collectively, the "Selling Shareholders"), the Selling Shareholders agreed to sell, in the aggregate, 10,000,000 shares of Common Stock to Salomon for a price of \$12.32 per share. The Common Stock sold by the Selling Shareholders was issued to them by the Issuer upon the redemption of 10,000,000 OP Units held by them prior to the closing of the sale of Common

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Stock. The closing of the sale of Common Stock took place on May 8, 2001. After giving effect to sale of Common Stock, all Reporting Persons hold, in the aggregate, 21,015,735 OP Units, which are redeemable for cash or (at the election of the Issuer) shares of Common Stock (on a one-for-one basis). A copy of the Underwriting Agreement is filed as Exhibit 7 hereto and is incorporated herein by reference.

Item 7. Material to be filed as Exhibits.

INDEX OF EXHIBITS

Description

Exhibit 7

Underwriting Agreement, dated as of May 2, 2001, among the Issuer, Salomon, Host Marriott, L.P. and the Selling Shareholders.

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#### SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: May 15, 2001

BLACKSTONE REAL ESTATE PARTNERS I L.P. BLACKSTONE REAL ESTATE PARTNERS TWO L.P. BLACKSTONE REAL ESTATE PARTNERS THREE L.P. BLACKSTONE REAL ESTATE PARTNERS IV L.P. BLACKSTONE RE CAPITAL PARTNERS L.P. BLACKSTONE RE CAPITAL PARTNERS II L.P. BLACKSTONE RE OFFSHORE CAPITAL PARTNERS L.P. BLACKSTONE REAL ESTATE HOLDINGS L.P. BLACKSTONE REAL ESTATE PARTNERS II L.P. BLACKSTONE REAL ESTATE HOLDINGS II L.P. BLACKSTONE REAL ESTATE PARTNERS II.TE.1 L.P. BLACKSTONE REAL ESTATE PARTNERS II.TE.2 L.P. BLACKSTONE REAL ESTATE PARTNERS II.TE.3 L.P. BLACKSTONE REAL ESTATE PARTNERS II.TE.4 L.P. BLACKSTONE REAL ESTATE PARTNERS II.TE.5 L.P. CR/RE L.L.C. BRE LOGAN HOTEL INC.

BRE/CERIALE L.L.C.
RTZ MANAGEMENT CORP.
BLACKSTONE REAL ESTATE ASSOCIATES L.P.
BLACKSTONE REAL ESTATE ASSOCIATES II L.P.
BLACKSTONE REAL ESTATE MANAGEMENT
ASSOCIATES II L.P.

BREA L.L.C.
BREA II L.L.C.
PETER G. PETERSON
STEPHEN A. SCHWARZMAN
JOHN G. SCHREIBER

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JOHN CERIALE

By: /s/ Gary M. Sumers

Name: Gary M. Sumers
Title: Attorney-in-fact

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#### INDEX OF EXHIBITS

Description

- Exhibit 1 Joint Filing Agreement and Power of Attorney dated as of May 13, 1999, among the Reporting Persons relating to the filing of a joint statement on Schedule 13D, incorporated by reference to Exhibit 1 to the Schedule 13D.
- Exhibit 2 Second Amended and Restated Agreement of Limited Partnership of the Issuer, incorporated by reference to Exhibit 3.1 to the Registration Statement of the Issuer on Form S-4/A, dated October 10, 1998.
- Exhibit 3 Contribution Agreement dated as of April 16, 1998 by and among the Issuer, the Operating Partnership, and the Contributors (as defined therein), incorporated by reference to Exhibit 10.18 to the Registration Statement of the Issuer on Form S-4/A dated October 10, 1998.
- Exhibit 4 Amendment #1 to Contribution Agreement, dated May 8, 1998, incorporated by reference to Exhibit 10.19 to the Registration Statement of the Issuer on Form S-4/A dated October 10, 1998.
- Exhibit 5 Amendment #2 to Contribution Agreement, dated May 18, 1998, incorporated by reference to Exhibit 10.20 to the Registration Statement of the Issuer on Form S-4/A dated October 10, 1998.
- Exhibit 6 Underwriting Agreement, dated as of February 1, 2001, among the Issuer, Salomon, Host Marriott, L.P. and the Selling Shareholders, incorporated by reference to Exhibit 1.1 to the Current Report of

the Issuer on Form 8-K dated February 7, 2001.

Exhibit 7 Underwriting Agreement, dated as of May 2, 2001, among the Issuer, Salomon, Host Marriott, L.P. and the Selling Shareholders, incorporated by reference to Exhibit 1.1 to the Current Report of the Issuer on Form 8-K dated May 8, 2001.