

FelCor Lodging Trust Incorporated
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Irving, Texas 75062-3933
P 972.444.4900 F 972.444.4949
www.felcor.com
NYSE: FCH

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August 12, 2002

VIA FACSIMILE (202-824-5090) FOLLOWED BY FEDERAL EXPRESS DELIVERY

Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: FelCor Lodging Trust Incorporated – Statements Under Oath of Principal Executive Officer and Principal Financial Officer

Dear Secretary Katz,

On behalf of the Principal Executive Officer and Principal Financial Officer of FelCor Lodging Trust Incorporated, pursuant to the Securities and Exchange Commission order dated June 27, 2002 (File No. 4-460), enclosed are one (1) original and one (1) copy of each of the following documents:

1. Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings executed by Thomas J. Corcoran, Jr., Principal Executive Officer of FelCor Lodging Trust Incorporated; and
2. Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings executed by Richard J. O'Brien, Principal Financial Officer of FelCor Lodging Trust Incorporated.

We would greatly appreciate your acknowledging receipt of the enclosed by file stamping the enclosed (i) copy of this letter and (ii) each copy of the enclosures to this letter and returning the same to the undersigned in the enclosed self-addressed, stamped envelope.

If you have any questions regarding the foregoing, please do not hesitate to contact the undersigned at (972) 444-4900.

Very truly yours,

Lawrence D. Robinson
Executive Vice President and
General Counsel

Enclosures

cc: Thomas J. Corcoran, Jr.
Richard J. O'Brien
Robert W. Dockery, Esq. – Jenkins & Gilchrist, P.C.

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**Statement Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Richard J. O'Brien, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of FelCor Lodging Trust Incorporated, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of FelCor Lodging Trust Incorporated;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of FelCor Lodging Trust Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

Richard J. O'Brien
Richard J. O'Brien
August 12, 2002

Subscribed and sworn to
before me this 12 day of
August 2002.

Scarlett Ray
Notary Public

My Commission Expires: 7-28-05

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