

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
Under the Securities Exchange Act of 1934  
(Amendment No. 13)

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Red Lion Hotels Corporation

(Name of Issuer)

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Common Stock, par value \$0.01 per share

(Title of Class of Securities)

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756764106

(CUSIP Number)

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Alexander B. Washburn  
c/o Columbia Pacific Advisors, LLC  
1910 Fairview Avenue East, Suite 500  
Seattle, Washington 98102

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

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February 28, 2012

(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 §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☒

1. Names of Reporting Persons  
Columbia Pacific Opportunity Fund, L.P. (1)

2. Check the Appropriate Box if a Member of a Group  
(a) ☐  
(b) ☒

3. SEC Use Only

4. Source of Funds (See Instructions) WC

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization  
Washington

	7	Sole Voting Power
		5,497,448 shares of Common Stock (2)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	Shared Voting Power
		0 shares of Common Stock

	9.	Sole Dispositive Power
		5,497,448 shares of Common Stock (2)

	10.	Shared Dispositive Power
		0 shares of Common Stock

11. Aggregate Amount Beneficially Owned by Each Reporting Person  
5,497,448 shares of Common Stock

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares ☐

13. Percent of Class Represented by Amount in Row (11)  
28.76% (3)

14. Type of Reporting Person  
PN

(1) The filing of this joint Schedule 13D shall not be construed as an admission that any of the reporting persons are, for purposes of Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered by the statement.

(2) Columbia Pacific Advisors, LLC has the sole power to vote or direct the vote of, and to dispose or direct the disposition of, the 5,497,448 shares of Common Stock to which this Schedule 13D relates.

(3) Based on 19,113,698 shares of common stock outstanding as of October 27, 2011, as reported on the Company's Form 10-Q for the period ended September 30, 2011; filed on November 8, 2011.

## 1. Names of Reporting Persons

Columbia Pacific Advisors, LLC (1)

## 2. Check the Appropriate Box if a Member of a Group

(a) ☐(b) ☒

## 3. SEC Use Only

## 4. Source of Funds (See Instructions) AF

## 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

## 6. Citizenship or Place of Organization

Washington

## 7. Sole Voting Power

5,497,448 shares of Common Stock (2)

NUMBER OF SHARES  
BENEFICIALLY  
OWNED BY EACH  
REPORTING PERSON  
WITH

## 8. Shared Voting Power

0 shares of Common Stock

## 9. Sole Dispositive Power

5,497,448 shares of Common Stock (2)

## 10. Shared Dispositive Power

0 shares of Common Stock

## 11. Aggregate Amount Beneficially Owned by Each Reporting Person

5,497,448 shares of Common Stock

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares ☐

## 13. Percent of Class Represented by Amount in Row (11)

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## 14. Type of Reporting Person

IA

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1. Names of Reporting Persons  
Alexander B. Washburn (1)

2. Check the Appropriate Box if a Member of a Group  
(a) ☐  
(b) ☒

3. SEC Use Only

4. Source of Funds (See Instructions) AF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization  
United States of America

	7	Sole Voting Power
		5,497,448 shares of Common Stock (2)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	Shared Voting Power
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1. Names of Reporting Persons  
Daniel R. Baty (1)

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2. Check the Appropriate Box if a Member of a Group  
(a) ☐  
(b) ☒

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3. SEC Use Only

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4. Source of Funds (See Instructions) AF

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5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

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6. Citizenship or Place of Organization  
United States of America

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	7	Sole Voting Power
		5,497,448 shares of Common Stock (2)

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	Shared Voting Power
		0 shares of Common Stock

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	9.	Sole Dispositive Power
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11. Aggregate Amount Beneficially Owned by Each Reporting Person  
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1. Names of Reporting Persons  
Stanley L. Baty (1)

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2. Check the Appropriate Box if a Member of a Group  
(a) ☐  
(b) ☒

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3. SEC Use Only

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4. Source of Funds (See Instructions) AF

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United States of America

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	7	Sole Voting Power
		5,497,448 shares of Common Stock (2)

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	Shared Voting Power
		0 shares of Common Stock

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	9.	Sole Dispositive Power
		5,497,448 shares of Common Stock (2)

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	10.	Shared Dispositive Power
		0 shares of Common Stock

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11. Aggregate Amount Beneficially Owned by Each Reporting Person  
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12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares ☐

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13. Percent of Class Represented by Amount in Row (11)  
28.76% (3)

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14. Type of Reporting Person  
IN

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1. Names of Reporting Persons  
Brandon D. Baty (1)

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2. Check the Appropriate Box if a Member of a Group  
(a) ☐  
(b) ☒

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3. SEC Use Only

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4. Source of Funds (See Instructions) AF

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5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

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6. Citizenship or Place of Organization  
United States of America

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	7	Sole Voting Power
		5,497,448 shares of Common Stock (2)

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8.	Shared Voting Power
		0 shares of Common Stock

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	9.	Sole Dispositive Power
		5,497,448 shares of Common Stock (2)

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28.76% (3)

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14. Type of Reporting Person  
IN

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(3) Based on 19,113,698 shares of common stock outstanding as of October 27, 2011, as reported on the Company's Form 10-Q for the period ended September 30, 2011; filed on November 8, 2011.

**EXPLANATORY NOTE**

This Amendment No. 13 amends the Schedule 13D filed jointly by Columbia Pacific Opportunity Fund, L.P., a Washington limited partnership (the "Fund"), Columbia Pacific Advisors LLC, a Washington limited liability company (the "Adviser"), Alexander B. Washburn, a U.S. citizen, Daniel R. Baty, a U.S. citizen, Stanley L. Baty, a U.S. citizen, and Brandon D. Baty, a U.S. citizen (each a "Reporting Person" and collectively the "Reporting Persons") with the Securities and Exchange Commission on June 27, 2008, as amended on February 11, 2009, September 1, 2009, June 16, 2010, July 21, 2010, October 18, 2010, December 1, 2010, January 20, 2011, May 10, 2011, July 7, 2011, August 29, 2011, October 13, 2011 and November 15, 2011 with respect to the common stock, par value \$0.01 per share (the "Common Stock") of Red Lion Hotels Corporation (the "Company")

Mr. Washburn, Mr. D. Baty, Mr. S. Baty and Mr. B. Baty serve as the managing members of the Adviser, which is primarily responsible for all investment decisions regarding the Fund's investment portfolio. The shares of Common Stock reported herein are held in the portfolio of the Fund.

Neither the present filing nor anything contained herein shall be construed as an admission that the Reporting Persons constitute a "group" for any purpose and the Reporting Persons expressly disclaim membership in a group. Except as specifically set forth herein, the Schedule 13D remains unmodified.

**Item 4. Purpose of Transaction**

The Reporting Persons have sent a letter to the Board of Directors of the Issuer. A copy of the referenced letter is attached as Exhibit A.

**Item 5. Interest in Securities of the Issuer**

The responses set forth in Items 5(a) and 5(c) of the Schedule 13D are hereby replaced in their entirety by the following:

(a) As of the date hereof, the Reporting Persons may be deemed to beneficially own an aggregate of 5,497,448 shares of Common Stock, which constitutes 28.76% of the total number shares of Common Stock outstanding as of October 27, 2011, as reported in the Company's Form 10-Q for the period ended September 30, 2011; filed on November 8, 2011.

(c) The trading dates, number of shares purchased and sold and price per share for all transactions in the shares of Common Stock during the past 60 days by the Reporting Persons on behalf of the Fund were all affected in unsolicited broker transactions on the New York Stock Exchange as set forth in Exhibit A.

**Item 7. Material to Be Filed as Exhibits**

Exhibit A: Letter to the Board of Directors.

Exhibit B: Schedule of Transactions in the shares of Common Stock by the Fund during the past 60 days.



**SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 28, 2012 COLUMBIA PACIFIC OPPORTUNITY FUND, L.P. (1)

By: /s/ Alexander B. Washburn  
Alexander B. Washburn  
Title: Managing Member of Columbia Pacific Advisors,  
LLC, its general partner

Dated: February 28, 2012 COLUMBIA PACIFIC ADVISORS, LLC (1)

By: /s/ Alexander B. Washburn  
Alexander B. Washburn  
Title: Managing Member

Dated: February 28, 2012 /s/ Alexander B. Washburn  
Alexander B. Washburn (1)

Dated: February 28, 2012 /s/ Daniel R. Baty  
Daniel R. Baty (1)

Dated: February 28, 2012 /s/ Stanley L. Baty  
Stanley L. Baty (1)

Dated: February 28, 2012 /s/ Brandon D. Baty  
Brandon D. Baty (1)

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(1) This Amendment is being filed jointly by the Fund, the Adviser, Alexander B. Washburn, Daniel R. Baty, Stanley L. Baty, and Brandon D. Baty pursuant to the Joint Filing Agreement dated August 6, 2009 and included with the signature page to the Fund's Schedule 13D with respect to the Company filed on September 1, 2009 and incorporated by reference herein.

**Exhibit A**

February 28, 2012

Red Lion Hotel Corporation  
201 West North River Drive  
Suite 100  
Spokane, WA 99201  
Attn: Member of the Board of Directors

To the Board of Directors,

Columbia Pacific Opportunity Fund, L.P. currently owns 28.8% of the outstanding stock of Red Lion Hotel Corporation, making it the Company's largest shareholder. We have publicly filed two formal communications with the Board, one on January 19, 2011 and one on November 15, 2011, outlining our views and requesting that the Board hire an advisor to run a full and transparent process to sell Red Lion in whole or in parts.

Recently, several financial and strategic parties have notified us that they have an interest in evaluating purchasing either assets of Red Lion or the entire Company if a sale or liquidation were considered. We have not engaged in discussions with them, but their communication makes us believe there is sufficient interest for the Company to run a sale process. A full and transparent sale process will allow the Company and its advisors the opportunity to both control the communication and flow of information as it relates to the business and opportunity. We request that the Board immediately form a committee comprised solely of independent directors to engage a reputable financial advisor to carry out this process to deliver full value to shareholders.

Columbia Pacific believes the Company should encourage all shareholders to express their views and thoughts. We have had, and expect to continue to have, discussions with management, other shareholders of the Company and other relevant parties concerning the business, operations, management, governance, strategy and future plans of the Company.

Sincerely,

Columbia Pacific Opportunity Fund, L.P.

**Exhibit B****TRANSACTIONS IN THE SHARES BY THE FUND DURING THE PAST 60 DAYS**

<b>Date of Transaction</b>	<b>Number of Shares Purchased</b>	<b>Approximate Price per Share</b>
01/03/2012	800	\$7.02
01/04/2012	1,770	\$6.90
01/05/2012	2,372	\$6.92
01/06/2012	3,100	\$6.93
01/09/2012	2,100	\$6.89
01/10/2012	3,300	\$6.95
01/11/2012	3,700	\$6.88
01/12/2012	1,000	\$6.85
01/13/2012	900	\$6.89
01/17/2012	2,216	\$6.94
01/18/2012	1,200	\$6.98
01/19/2012	800	\$6.99
01/20/2012	3,004	\$7.01
01/23/2012	1,600	\$7.00
01/24/2012	900	\$6.95
01/25/2012	1,200	\$7.01
01/27/2012	3,800	\$7.05
01/30/2012	1,100	\$7.15
01/31/2012	1,100	\$7.24
02/01/2012	1,400	\$7.39
02/02/2012	500	\$7.62
02/03/2012	600	\$7.76
02/06/2012	1,100	\$7.88
02/07/2012	1,700	\$7.80
02/08/2012	500	\$7.87
02/09/2012	1,900	\$7.80
02/10/2012	1,802	\$7.74
02/13/2012	500	\$7.88
02/14/2012	3,351	\$7.73