

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures. Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1972 (6-02)

BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years,
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Sponsor Beneficial Owner Executive Officer General Partner

Full Name (Last name first, if individual)

Thayer Lodging Group, Inc.

Business or Residence Address (Number and Street, City, State, Zip Code)

410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Sponsor Beneficial Owner Executive Officer General Partner (GP)

Full Name (Last name first, if individual)

Thayer Hotel Investments IV LLC

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Thayer Lodging Group, Inc., 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Managing Principal of GP

Full Name (Last name first, if individual)

Malek, Frederic V.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Thayer Hotel Investments IV LLC, 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Managing Principal of GP

Full Name (Last name first, if individual)

Pillsbury, Leland C.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Thayer Hotel Investments IV LLC, 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer

Full Name (Last name first, if individual)

Weymer, David J.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Thayer Investments Trust IV LLC., 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer

Full Name (Last name first, if individual)

Reid, Martin A.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Thayer Investments Trust IV LLC, 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer

Full Name (Last name first, if individual)

Kammerer, Thomas E.

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o GIC Real Estate, Inc., 156 West 56th Street, Suite 1900, New York, New York 10019

BASIC IDENTIFICATION DATA

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer

Full Name (Last name first, if individual)
Warfield, Carroll M.

Business or Residence Address (Number and Street, City, State, Zip Code)
c/o Thayer Hotel Investment IV LLC, 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Check Box(es) that Apply: Promoter Beneficial Owner Trustee Principal

Full Name (Last name first, if individual)
Kretschmann, Klaus

Business or Residence Address (Number and Street, City, State, Zip Code)
c/o GIC Real Estate, Inc., 156 West 56th Street, Suite 1900, New York, New York 10019

Check Box(es) that Apply: Promoter Beneficial Owner Trustee Principal

Full Name (Last name first, if individual)
Zytka, Nancy

Business or Residence Address (Number and Street, City, State, Zip Code)
c/o Wells Fargo Bank, Real Estate Merchant Banking, 333 South Grand Avenue, 9th Floor, Los Angeles, CA 90071

Initial Trustees of THI Trust IV

Weymer, David J.
c/o Thayer Lodging Group, Inc., 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Reid, Martin A.
c/o Thayer Lodging Group, Inc., 410 Severn Avenue, Suite 314, Annapolis, MD 21403

Michel, Patrica G.
c/o Thayer Lodging Group, Inc., 410 Severn Avenue, Suite 314, Annapolis, MD 21403

B. INFORMATION ABOUT OFFERING

I. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Yes No

Answer also in Appendix, Column 2. if filing under ULOE.

2. What is the minimum commitment for an investor? \$10,000,000 *

* This amount may be waived by the General Partner in its sole discretion.

(General Partner commitment of \$7.5 million if aggregate investor commitments are \$200 million or less; \$9.0 million if commitments exceed \$200 million)

3. Does the offering permit joint ownership of a single unit? Yes No

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)

Credit Suisse First Boston LLC

Business or Residence Address (Number and Street, City, State, Zip Code)

111 Madison Avenue, 11th Floor, New York, NY 10010

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

At First Close -

[AL]	[AK]	[AZ]	[AR]	CA✓	[CO]	*CT	[DE]	DC✓	[FL]	*GA	[HI]	[ID]
IL✓	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	MD✓	*MA	[MI]	*MN	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	NY✓	[NC]	[ND]	OH✓	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	TN✓	[TX]	[UT]	[VT]	*VA	[WA]	[WV]	[WI]	[WY]	[PR]

*** CA, CT, GA, MA, MN, VA – Second Close Investors**

OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Maximum Commitment Amount	Amount of Capital Contribution
Debt.....	\$ <u>0</u>	\$ <u>0</u>
Equity: Each investor was issued one voting common share of beneficial interest, par value \$.01 per share (a "Common Share") per \$1,000 of capital actually invested in the Fund IV plus any fractional Common Shares for a contribution that is less than \$1,000. ¹	\$ <u>300,000,000</u>	\$ <u>148,500,000</u>
<input checked="" type="checkbox"/> Common Shares of Beneficial Interest, \$.01 par value per share ("Common Share") – Each investor was issued one voting Common Share of Fund IV, per \$1,000 of capital actually invested.		
<input type="checkbox"/> Preferred Shares of Beneficial Interest, par value \$1,000 per share, in lieu of Common Shares, to each investor that does not make an initial capital contribution to the Fund IV: (i) One share of a separate series of preferred shares of beneficial interest of the Fund IV for each \$10,000 of initial capital contribution made and for each \$1,000 of additional capital contribution made to the Fund IV. (a) One Series A Cumulative Redeemable Preferred Share to each 100 persons. ²		
Convertible Securities (including warrants) Series A Cumulative Redeemable Preferred Shares, par value \$.01 per share	\$ <u>0</u>	\$ <u>0</u>
Partnership Interests.....	\$ <u>0</u>	\$ <u>0</u>
Other:	\$ <u>0</u>	\$ <u>0</u>
Total	\$ <u>300,000,000</u>	\$ <u>148,500,000</u>

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number of Investors	Aggregate Capital Contribution
Accredited Investors.....	<u>7</u>	\$ <u>148,500,000</u>
Non-accredited Investors	<u>0</u>	\$ <u>0</u>
Total (for filings under Rule 504 only)	<u>N/A</u>	\$ <u>N/A</u>

Answer also in Appendix, Column 4, if filing under ULOE.

¹ Each investor who made an initial capital contribution with respect to an investment to the Fund IV is a "Participating Investor". The investors will be the sole holders of (i) the outstanding voting shares of the Fund IV (one voting Common Share per \$1,000 of capital invested in the Fund IV) and (ii) except for the Series A preferred shares, the shares of beneficial interests in the Fund IV.

² In connection with its formation, the Fund IV shall issue such Series A Shares so that the beneficial ownership of the Fund IV shall not be less than 100 persons.

OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C Question 1.

Type of Offering	Type of Security	Dollar Amount Sold
Rule 505	<u>N/A</u>	\$ <u>N/A</u>
Regulation A.....	<u>N/A</u>	\$ <u>N/A</u>
Rule 504	<u>N/A</u>	\$ <u>N/A</u>
Total	<u>N/A</u>	\$ <u>N/A</u>

4 a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer of Agent's Fees	<input type="checkbox"/>	\$ <u>0</u>
Printing and Engraving Costs.....	<input type="checkbox"/>	\$ <u>0</u>
Legal Fees.....	<input checked="" type="checkbox"/>	\$ <u>240,000</u>
Accounting Fees	<input type="checkbox"/>	\$ <u>0</u>
Engineering Fees.....	<input type="checkbox"/>	\$ <u>0</u>
Sales Commissions (specify finders' fees separately).....	<input checked="" type="checkbox"/>	\$ <u>2,250,000</u>
Other Expenses (identify)	<input type="checkbox"/>	\$ <u> </u>
Total	<input checked="" type="checkbox"/>	\$ <u>2,490,000</u>

*** All expenses will be paid by the General Partner of the Fund IV, including the payment of fees to Credit Suisse First Boston (which acted as placement agent in connection with the offering of interests) and not deducted from the total commitment amount**

b. Enter the difference between the aggregate offering price given in response to Part C--Question 1 and total expenses furnished in response to Part C--Question 4.a. This difference is the "adjusted gross proceeds to the issuer." Gross Proceeds of \$300,000,000

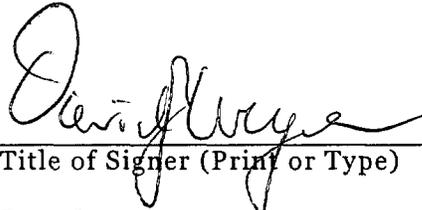
OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

5. Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C--Question 4.b above.

		Payments to Officers, Directors & Affiliates		Payments to Others
Salaries and fees	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Purchase of real estate.....	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Purchase, rental or leasing and installation of machinery and equipment	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Construction or leasing of plant buildings and facilities	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Repayment of indebtedness.....	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Working capital	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>300,000,000</u>
Other (specify): _____	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>0</u>
Column Totals	<input type="checkbox"/> \$	<u>0</u>	<input type="checkbox"/> \$	<u>300,000,000</u>
Total Payments Listed (column totals added)				\$ <u>300,000,000</u>

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Thayer Hotel Investors Trust IV By: Thayer Hotel Investments IV LLC Its General Partner	Signature 	Date May 14, 2004
Name of Signer (Print or Type) David J. Weymer	Title of Signer (Print or Type) President	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C.1001.)