

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-07**

SEC Accession No. **0001046311-99-000049**

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SUBJECT COMPANY

SUNBURST HOSPITALITY CORP

CIK: **1018146** | IRS No.: **521985619** | State of Incorporation: **DE** | Fiscal Year End: **0531**

Type: **4** | Act: **34** | File No.: **001-11915** | Film No.: **99709260**

SIC: **7011** Hotels & motels

Mailing Address

10770 COLUMBIA PIKE
SILVER SPRING MD 20901

Business Address

10770 COLUMBIA PIKE
SILVER SPRING MD 20901
3019795000

REPORTING OWNER

BAINUM BRUCE

CIK: **1036806**

Type: **4**

Mailing Address

8738 COLESVILLE ROAD
SUITE 800
SILVER SPRING MD 20910

Business Address

8738 COLESVILLE ROAD
SUITE 800
SILVER SPRING MD 20910
3014954400

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Bainum, Bruce D
 10770 Columbia Pike, Suite 100
 Silver Spring, MD 20901
 USA
2. Issuer Name and Ticker or Trading Symbol
 Sunburst Hospitality Corporation (SNB)
 SNB
3. IRS or Social Security Number of Reporting Person (Voluntary)
 ###-##-####
4. Statement for Month/Year
 8/7/99
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director (X) 10% Owner () Officer (give title below) () Other
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

<TABLE>
 <CAPTION>

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Dir (D) or Indir (I)	7. Nature of Indirect Beneficial Ownership
<S> Common Stock	<C>	<C>	<C><C>	<C> <C> 635,457	<C>	<C> Note 1
" "				48,208	I	Note 2
" "				72,495	I	Note 3
" "				35,890	I	Note 4
" "				284,429	I	Note 5
" "				30,447	I	Note 6
" "				635,457	I	Note 7
" "				24,161	I	Note 8
" "				233,405	I	Note 9
" "				4,110	I	Note 10
" "	8/7/99	J(11)	348	D 9,863	I	Note 11
" "				31,500	D	

<CAPTION>

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Dir (D) or Indir (I)	11. Nature of Indirect Beneficial Ownership
<S>	<C>	<C>	<C>	<C><C>	<C> <C>	<C> <C>	<C>	<C>	<C>	<C> <C>

</TABLE>

Explanation of Responses:

Note 1: Shares owned by the Bruce Bainum Declaration of Trust (the "Trust"), the sole trustee of which is Mr.

Bainum.

Note 2: The proportionate interest in shares (593,209) owned by Mid Pines Associates, L.P. by the Trust, the sole trustee of which is Mr.

Bainum.

Note 3: The proportionate interest of the Bruce Bainum Grantor Retained Annuity Trust dated September 5, 1996, the sole trustee of which is Mr. Bainum, in shares (593,209) owned by Mid Pines Associates, L.P.

Note 4: The proportionate interest of various trusts, the beneficiaries of which are Mr. Bainum's minor children in shares (593,209) owned by Mid Pines Associates, L.P.

Note 5: The proportionate interest of the Trust in shares (1,189,209) owned by Realty Investment Company, Inc., a real estate investment and management company in which Mr. Bainum is a noncontrolling shareholder. Also includes 51,033 shares indirectly held through certain trusts for the benefit of Mr. Bainum's minor children.

Note 6: The proportionate interest of Mr. Bruce Bainum in shares (85,000) owned by Vintage Limited Partnership. Also includes 23,363 shares owned by Mr. Bainum's minor children.

Note 7: Shares owned by the Roberta Bainum Irrevocable Trust. Mr. Bainum is a trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.

Note 8: The proportionate interest of the Roberta Bainum Irrevocable Trust in shares (593,209) owned by Mid Pines Associates, L.P. Mr. Bainum is a trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.

Note 9: The proportionate interest of the Roberta Bainum Irrevocable Trust in shares (1,189,290) owned by Realty Investment Company, Inc. Mr. Bainum is a trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.

Note 10: The proportionate interest of the Roberta Bainum Irrevocable Trust in shares (85,000) owned by Vintage Limited Partnership. Mr. Bainum is a trustee and his sister is the beneficiary. Beneficial ownership is disclaimed.

Note 11: The proportionate interest of various trusts in shares (1,189,290) owned by Mid Pines Associates, L.P. for the benefit of Mr. Bainum's nephews. Mr. Bainum is the trustee and his nephews are the beneficiaries. Beneficial ownership is disclaimed. The number of shares Mr. Bainum must report as a trustee were reduced on August 7, 1999 when a trust distribution was made to a nephew.