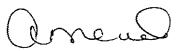
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII - ADDING A DIRECTOR TO THE INITIAL BOARD OF DIRECTORS

The additional director's information is as follows:

OSCAR RIVERA

4225 SUMMITT BLVD., APT. 6202

ORLANDO, FL 32837

OSCAR RIVERA

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: NOVEMBER 27, 2001			
FOURTH	: Adoption of Amendment(s) (CHECK ONE)			
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):			
	"The number of votes cast for the amendment(s) was/were sufficient for approval by			
	(some Brook)			
য়	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
Signature.	Signed this 04 day of NOVEMBER , 2002			
ignature_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)			
	— ——— , ,			
	OR			
	(By a director if adopted by the directors)			
	OR			
	(By an incorporator if adopted by the incorporators)			
	Cesar A. Rivera			
	(Typed or printed name)			
	President/Director			
	(litte)			

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MINUTES OF SPECIAL MEETING C.T. NEW CONCEPT, INC.

Special Meeting of the Board of Directors of C.T. NEW CONCEPT, INC. was duly held on November 27, 2001 at 11:00 a.m. All of the Shareholders & Directors of the corporation were present.

On motion duly made and recorded:

That Cesar A. Rivera, Director and President hereby designates Oscar Rivera of 4225 Summit Circle Blvd. Apt. 6202 in Orlando, Florida 32837 as the new Financial Director with full authorization to sign any financial documents for the corporation and may act in name of the corporation.

That only the President be the only fully authorized to open bank accounts for the corporation in the name of the corporation and may act in the name of the corporation.

There being no further business to come before the meeting at this time, it was voted to adjourn.

ATTEST:

President, COB, Director

Cesár A. Rivera

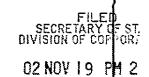
State of Florida: County of Orange:

Sworn and attested before me notary public State of Florida at Large, this 27 day of

November, AD 2001.

Notary Public

Diane Solano
MY COMMISSION # CC799776 EXPIRES
December 28, 2002
BONCED THRU PROY FAIN INSURANCE, INC.



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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

SECRETARY OF STATE DIVISION OF CORPORATIONS

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METRO TWO HOTEL, LLC	
(Present Name) (A Florida Limited Liability Company)	

FIRST: The date of filing of the articles of organization was May 11, 1999

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

To change article

The sole member(s) of the Limited Liability Company is/are: Hersha Hospitality Limited Partnership

The removal of a manager, to be managed by one manager, which should read as follows:

The manager(s) of the Limited Liability Company is/are: Hasu P. Shah 148 Sheridan Drive, Box A, New Cumberland, PA 17070

Signature of a member or authorized representative of a member

Lok Mohapatra, Esq.

Typed or printed name of signee

Filing Fee: \$25,00