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BASIC AMENDMENT
SERVICO HOTELS II, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

Amendment

11/22/02

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**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
PURSUANT TO REORGANIZATION OF
SERVICO HOTELS II, INC.**

Pursuant to Section 607.1008 of the Business Corporation Act of the State of Florida, Servico Hotels II, Inc., a corporation duly organized and validly existing under the Business Corporation Act of the State of Florida (the "Corporation"), does hereby certify as follows:

I.

The name of the Corporation is **SERVICO HOTELS II, INC.**

II.

Article III of the articles of incorporation of the Corporation is amended to read in full as follows:

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

Notwithstanding anything herein to the contrary, the Corporation shall not be authorized to issue non-voting equity securities of any class, series or other designation to the extent prohibited by Section 1123(a)(6) of Title 11 of the United States Code (the "Bankruptcy Code"); provided, however, that the foregoing restriction shall (i) have no further force and effect beyond that required under Section 1123(a)(6) of the Bankruptcy Code, (ii) only have such force and effect for so long as such Section 1123(a)(6) is in effect and applies to the Corporation and (iii) be deemed void or eliminated if required by applicable law.

III.

Pursuant to Section 607.1008 of the Business Corporation Act of the State of Florida, a plan of reorganization of the Corporation entitled Joint Plan of Reorganization of Lodgian, Inc., *et al.* Together With the Official Committee of Unsecured Creditors (Other than the CCA Debtors) Under Chapter 11 of the Bankruptcy Code (the "Plan"), having been filed pursuant to Chapter 11 of Title 11 of the United States Code in a proceeding under the United States Bankruptcy Code entitled *In Re Lodgian, Inc. et al.*, Case No. 01-16345 (BRL) (the "Proceeding") and confirmed by an order dated November 5, 2002 by the United States Bankruptcy Court for the Southern District of New York (the "Order"), and such Order providing for the making and filing of these articles of amendment, these articles of amendment amend the provisions of the articles of incorporation of the Corporation.

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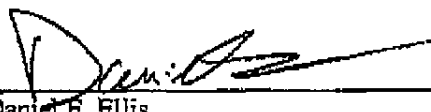
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IN WITNESS WHEREOF, the Corporation has caused these articles to be executed as of the
[21st] day of November, 2002.

SERVICO HOTELS II, INC.

By: 
Daniel E. Ellis
Vice President and Secretary

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