



INNKEEPERS USA

Mark A. Murphy, Esq.
c/o Innkeepers USA Trust
306 Royal Poinciana Way
Palm Beach, Florida 33480

January 4, 1999

FILED
99 JAN -7 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation of JF Hotel Florida, Inc.

200002733062--8
-01/07/99--01043--005
*****43.75 *****43.75

Dear Sir or Madam:

Relative to the above-captioned corporation, enclosed herewith is the original
Articles of Amendment to Articles of Incorporation of JF Hotel Florida, Inc.

Also enclosed is a check in the amount of \$43.75, made payable to the *Department of State*, to cover the following:

Filing fee	\$35.00
Certificate of status	8.75
Total	<u>\$43.75</u>

I have enclosed a self-addressed stamped envelope for returning to me the Certificate of Status.

Thank you in advance for your attention to this matter and if you should have any questions or need any additional information, please do not hesitate to contact me.

Very truly yours,


Mark A. Murphy

MAM/wg
Enclosures


KRC
1/7/99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
JF HOTEL FLORIDA, INC.

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1. The name of the corporation is JF HOTEL FLORIDA, INC.
2. Article I of the Corporation's Articles of Incorporation shall be deleted in its entirety, and a new Article I shall be inserted in its place, which shall read as follows:

Article I

The name of the Corporation is:

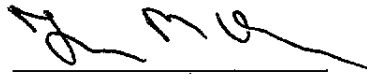
INNKEEPERS HOSPITALITY FLORIDA, INC.

3. The amendment was adopted by unanimous consent of the directors and shareholders of the Corporation. The date of the adoption of the amendment was December 23, 1998.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment on behalf of the Corporation.

Dated: December 23, 1998

JF HOTEL FLORIDA, INC.

By: 

Frederic M. Shaw

Its: President