

COURT OF CHANCERY  
OF THE  
STATE OF DELAWARE

ORIGINAL

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August 31, 2000

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Re: Casuarina Cayman Holdings, Ltd., et al., v. Lodgian,, Inc.,  
C.A. No. 18156

Dear Counsel:

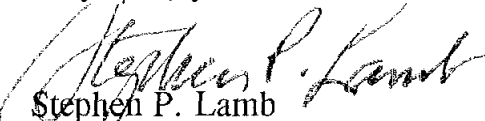
This is a case brought under 8 *Del. C.* §211, with regard to the 2000 Annual Meeting of Stockholders of defendant corporation, Lodgian, Inc. Plaintiffs have moved for summary judgment and ask the court to consider their motion in an expedited fashion notwithstanding both that they brought their complaint prematurely and that Lodgian set October 12, 2000 as the date for such meeting before the time for filing such complaint had ripened. Moreover, plaintiffs have chosen not to litigate over the date of the meeting but only seek an order fixing the meeting date on October 12, 2000, fixing the record date on the

date already set by the corporation and setting the quorum at the number of shares in represented at the meeting, in accordance with Section 21 1.

I see no reason why any of the limited time and resources of the court should be spent considering plaintiffs' motion. Their action was brought prematurely and, thus, was subject to a motion to dismiss. Moreover, even if they had brought their action in a timely manner, they do not argue that the meeting should be held at a date sooner than October 12, 2000 (that date being more than 13 months since the date of the 1999 Annual Meeting) or suggest that Lodgian intends to delay that meeting date. Nor do they challenge the date set as the record date. Finally, they do not argue that there is any reason to believe that any special quorum requirement is needed in order to ensure that business can be transacted at the meeting now scheduled for October 12, 2000.

In short, there are not now any controverted matters that require the time or attention of the court. For all of these reasons, Plaintiffs' MOTION FOR SUMMARY JUDGMENT HEREBY IS DENIED.

Very. truly yours,

  
Stephen P. Lamb  
Vice Chancellor

cc: Register in Chancery