

LODGIAN INC  
Form 3  
August 20, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Oaktree Capital Group Holdings GP, LLC			(Month/Day/Year)	LODGIAN INC [LGN]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
333 SOUTH GRAND AVENUE, 28TH FLOOR				(Check all applicable)	
(Street)				<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
LOS ANGELES,Â CAÂ 90071				<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by One Reporting Person
					<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.01 par value per share	2,788,864 <u>(1)</u> <u>(2)</u> <u>(3)</u>	I	See footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--------------------------------------------	----------------------------------------------------------	-----------------------------------------------------------------------------	-----------------------------------------------	-------------------------------------------	-------------------------------------------------------

Edgar Filing: LODGIAN INC - Form 3

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
------------------	-----------------	-------	----------------------------	----------	---------------------------------------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Oaktree Capital Group Holdings GP, LLC 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071	^	^ X	^	^
Oaktree Capital Group Holdings, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071	^	^ X	^	^
Oaktree Capital Group, LLC 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071	^	^ X	^	^
Oaktree Holdings, Inc. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071	^	^ X	^	^
Oaktree Capital II, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071	^	^ X	^	^
OAKTREE FUND GP II, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071	^	^ X	^	^

## Signatures

See signatures included in Exhibit 99.1 08/20/2007

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- This Form 3 is being filed by: (i) Oaktree Capital Group Holdings GP, LLC ("OCGH GP"), in its capacity as the general partner of Oaktree Capital Group Holdings, L.P. ("OCGH"); (ii) OCGH in its capacity as the holder of a majority of the voting units in Oaktree Capital Group, LLC ("OCG"); (iii) OCG in its capacity as the sole shareholder of Oaktree Holdings, Inc. ("Holdings"); (iv) Holdings in its capacity as the general partner of Oaktree Capital II, L.P. ("Capital II"); (v) Capital II in its capacity as the general partner of Oaktree Fund GP II, L.P. ("GP II" , and together with OCGH GP, OCGH, OCG, Holdings and Capital II, each a "Reporting Person" and collectively the "Reporting Persons"); and (vi) GP II in its capacity as (a) the managing member of OCM Real Estate Opportunities Fund III GP, LLC ("Fund III GP") and (b) the general partner of OCM Real Estate Opportunities Fund II, L.P. ("Fund II").
- (1) Fund III GP is the general partner of OCM Real Estate Opportunities Fund III, L.P. ("Fund III") and OCM Real Estate Opportunities Fund IIIA, L.P. ("Fund IIIA"). Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no such Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
- (2)
- (3)

## Edgar Filing: LODGIAN INC - Form 3

As disclosed in the Form 4 filed with the Securities and Exchange Commission (the "SEC") on July 15, 2004, Fund II directly owns 2,512,726 shares of common stock of Lodgian, Inc., par value \$0.01 per share ("Common Stock"). As disclosed in the Form 3 filed with the SEC on March 6, 2007, Fund III directly owns 267,855 shares of Common Stock and Fund IIIA directly owns 8,283 shares of Common Stock. As the general partner of Fund II, GP II has investment and voting control over the shares of Common Stock held by Fund II, and as the general partner of Fund III and Fund IIIA, Fund III GP has investment and voting control over the shares of Common Stock held by Fund III and Fund IIIA.

- (4) Each Reporting Person disclaims beneficial ownership of all Common Stock reported herein except to the extent of its pecuniary interest therein. The filing of this Form 3 shall not be deemed an admission that any Reporting Person is, for purposes of Section 16 of the Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise, the beneficial owner of any of the Common Stock reported herein.

- (5) OCGH GP is a limited liability company managed by an executive committee, the members of which are Howard S. Marks, Bruce A. Karsh, Sheldon M. Stone, D. Richard Masson, Larry W. Keele, Stephen A. Kaplan, John B. Frank, David M. Kirchheimer and Kevin L. Clayton (each, an "OCGH GP Member" and collectively, the "OCGH GP Members"). In such capacity, the OCGH GP Members may be deemed indirect beneficial owners of the Common Stock reported herein. Except to the extent of their respective pecuniary interest, each OCGH GP Member disclaims beneficial ownership of the Common Stock reported herein and the filing of this Form 3 shall not be construed as an admission for purposes of Section 16 of the Exchange Act or otherwise, that any such person is the beneficial owner of any Common Stock reported herein.

Â

### Remarks:

This Form 3 is being filed to reflect the internal corporate restructuring of Oaktree Capital Manager

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.