Securities Act (Ontario)

MATERIAL CHANGE REPORT UNDER SECTION 75(2)

1. Reporting Issuer

   UniHost Corporation (formerly Journey's End Corporation)
   199 Front Street, Suite 100
   P.O. Box 6000
   Belleville, Ontario
   K8N 5E2

2. Date of Material Change:

   November 20, 1997

3. Press Release:

   Issued November 21, 1997 at Toronto

4. Summary of Material Change:

As previously announced, UniHost Corporation ("UniHost") has offered a liquidity program to the limited partners of 63 limited partnerships that own a total of 71 hotel and motel properties managed by UniHost. Subsidiaries of UniHost are the general partners of 47 of the limited partnerships; the general partner of 16 of the limited partnerships is an arms-length entity.

Extraordinary meetings of limited partners of 48 of the limited partnerships were held on November 17, 18, 19 and 20, 1997 to consider and, if thought advisable, to pass an extraordinary resolution authorizing implementation of the proposed liquidity program. The proposed liquidity program gives limited partners of 38 of the partnerships (the "38 Partnerships") the option to obtain cash, subordinate voting shares of UniHost, or a combination of cash and shares, indirectly in exchange for their limited partnership units, or to retain some or all of their limited partnership units (if elections are made to retain units by holders of at least 25% of the limited partnership units and if certain other conditions precedent are satisfied, or if this requirement is waived, in which case the partnership will be a "Continuing Partnership").

For ten of the partnerships (the "10 Partnerships"), UniHost has offered to purchase or cause a subsidiary to purchase, the hotel or motel property owned by the partnership. The proposed liquidity program was adopted by all of the 38 Partnerships, with twelve of those partnerships being Continuing Partnerships. Eight of the 10 Partnerships adopted the proposed liquidity program. On November 25, 1997, court approval was obtained for the statutory arrangement required to implement the liquidity program with respect to the 38 Partnerships.

Based on the election of limited partners as of November 21, 1997 as to whether they wish to remain as limited partners of the twelve Continuing Partnerships, an aggregate acquisition cost of approximately $188 million will be incurred by UniHost with respect to the 54 properties, of which approximately $102 million will be satisfied through the assumption of existing mortgage debt. Based on the elections of limited partners as of November 21, 1997 as to cash and/or Subordinate Voting Shares, a total of 1,459,364 Subordinate Voting Shares will be issued to limited partners (offering a price of $11.00 per share). However, the elections of limited partners may, in certain circumstances, be revised up to January 5, 1998. The issue price of Subordinate Voting Shares to be issued to limited partners who have so elected will be based on the weighted average trading price for such shares during the period immediately prior to closing, which is scheduled for January 7, 1998; if the weighted average trading price exceeds $12.00 per share, the Subordinate Voting Share will be issued at a price equal to the greater of $12.00 and 90% of the weighted average trading price.

5. Full Description of Material Change:

In response to requests for liquidity from limited partners, a liquidity program has been offered generally to the limited partners of 63 limited partnerships that own 71 hotel and motel properties managed by UniHost. Subsidiaries of UniHost are the general partners of 47 of the limited partnerships that have been offered the liquidity program, the general partners of the other limited partnerships are arms-length entities. Extraordinary meetings of limited partners of 48 of the limited partnerships were held on November 17, 18, 19 and 20, 1997 to consider and, if thought advisable, to pass an extraordinary resolution authorizing implementation of the proposed liquidity program. The liquidity program offered to the 38 Partnerships is a complex structure, designed to offer several options to limited partners on a flexible and tax-efficient basis, and is set out in detail in the joint information circular dated October 10, 1997 for 37 of the partnerships and the information circular dated October 24, 1997 for one partnership. This liquidity program will be implemented by a series of steps including amendment of the relevant limited partnership agreement; the acquisition of the partnership's business, or if the partnership is a Continuing Partnership, acquisition of the limited partnership units held by limited partners who have elected to sell their units; and an arrangement under Section 182 of the Ontario Business Corporations Act. For all of the 38 Partnerships, the liquidity program received the requisite approval at the extraordinary meeting of limited partners. Of those partnerships, twelve will be Continuing Partnerships.

The liquidity program that has been offered to the 10 Partnerships is a simpler transaction that consists primarily of an offer by UniHost to purchase the business of the partnership for a purchase price payable, in part, by the assumption of the debt and other liabilities of the partnership and, as to the balance, in cash. The liquidity program was approved by eight of the 10 Partnerships.

As a result of the meetings of limited partners to date, UniHost is scheduled to acquire direct ownership of 34 properties and additional equity interests in 20 properties (for Continuing Partnerships) as of early January, 1998, such that it will own the following interests:

Property	Location	No. of Rooms	Ownership Interest to be acquired (%)[1]
Comfort Inn	Charlottetown, Prince Edward Island	81	100
Comfort Inn	Campbellton, New Brunswick	60	100
Comfort Inn	Edmundston, New Brunswick	81	100
Comfort Inn	Fredericton, New Brunswick	59	61
Comfort Inn	Miramichi, New Brunswick	70	100
Comfort Inn	Moncton (Maplewood Drive), New Brunswick	79	100
Comfort Inn	Moncton (Mountain Road), New Brunswick	59	61
Comfort Inn	Saint John, New Brunswick	60	61
Comfort Inn	Amherst, Nova Scotia	61	100
Comfort Inn	Dartmouth, Nova Scotia	81	61
Comfort Inn	New Glasgow, Nova Scotia	62	100
Comfort Inn	Truro, Nova Scotia	81	100
Comfort Inn	Yarmouth, Nova Scotia	80	100
Comfort Inn	Alma, Quebec	61	45
Quality Hotel	Anjou, Quebec	159	73
Comfort Inn	Baie Comeau, Quebec	61	45
Comfort Inn	Brossard, Quebec	101	100
Comfort Inn	Chicoutimi, Quebec	81	100
Comfort Inn	Gatineau, Quebec	81	100

Comfort Inn	Levis, Quebec	100	100
Quality Suites	Pointe Claire, Quebec	162	73
Quality Suites	Quebec City, Quebec	119	45
Comfort Inn	Rimouski, Quebec	81	100
Comfort Inn	Riviere du Loup, Quebec	69	100
Comfort Inn	Rouyn-Noranda, Quebec	81	100
Comfort Inn	Sainte Foy, Quebec	80	100
Comfort Inn	Sept Iles, Quebec	61	45
Comfort Inn	Thetford Mines, Quebec	65	45
Comfort Inn	Trois Rivieres, Quebec	81	100
Comfort Inn	Val D'or, Quebec	81	100
Comfort Inn	Dryden, Ontario	62	100
Comfort Inn	Huntsville, Ontario	73	84
Comfort Inn	Kenora, Ontario	77	73
Comfort Inn	London, Ontario	80	100
Comfort Inn	Mississauga, Ontario	121	100
Comfort Inn	Newmarket, Ontario	102	100
Comfort Inn	Orillia, Ontario	80	68
Comfort Inn	Ottawa (Michael St.), Ontario	69	36
Comfort Inn	Owen Sound, Ontario	60	100
Comfort Inn	Parry Sound, Ontario	61	72
Comfort Inn	Sault Ste. Marie, Ontario	82	100
Comfort Inn	Sudbury (2nd Ave.), Ontario	81	73
Comfort Inn	Sudbury (Regent St.), Ontario	81	100
Comfort Inn	St. Catharines, Ontario	100	100
Comfort Inn	Thunder Bay, Ontario	80	100
Quality Suites	Whitby, Ontario	104	73
Comfort Inn	Windsor (Huron Church Rd.), Ontario	100	93
Comfort Inn	Brandon, Manitoba	81	100
Comfort Inn	Winnipeg, (Pembina Highway), Manitoba	79	64
Comfort Inn	Winnipeg (Sargent Ave.), Manitoba	81	100
Comfort Inn	Prince Albert, Saskatchewan	62	100
Comfort Inn	Saskatoon, Saskatchewan	80	100
Comfort Inn	Swift Current, Saskatchewan	74	100
Comfort Inn	Regina, Saskatchewan	99	100
		4,407	

(1) For each property where less than 100% ownership interest is shown the figure indicated is based upon elections made by Limited Partners as of November 21, 1997. Limited Partners who initially elected to remain as such may, up to

December 29, 1997, revise their election and instead receive cash and/or Subordinate Voting Shares.

At the recent meetings of limited partners, the liquidity program was not approved by two of the 10 Partnerships that own two hotel and motel properties.

The process for putting the liquidity program or an alternative proposal before the remaining 15 partnerships is being finalized.

Based on the election of limited partners as of November 21, 1997 as to whether they wish to remain as limited partners of the twelve Continuing Partnerships, an aggregate acquisition cost of approximately $188 million will be incurred by UniHost with respect to the 54 properties, of which approximately $102 million will be satisfied through the assumption of existing mortgage debt. Based on the elections of limited partners as of November 21, 1997 as to cash and/or Subordinate Voting Shares, a total of 1,459,364 Subordinate Voting Shares will be issued to limited partners (offering a price of $11.00 per share). However, the elections of limited partners may, in certain circumstances, be revised up to January 5, 1998. The issue price of Subordinate Voting Shares to be issued to limited partners who have so elected will be based on the weighted average trading price for such shares during the period immediately prior to closing, which is scheduled for January 7, 1998; if the weighted average trading price exceeds $12.00 per share, the Subordinate Voting Share will be issued at a price equal to the greater of $12.00 and 90% of the weighted average trading price.

6. Reliance on Section 75(3) of the Act:

Not Applicable.

7. Omitted Information:

Not Applicable

8. Senior Officer;

Ellen Neeman, Senior Vice President, General Counsel and Secretary

9. Statement of Senior Officer:

The foregoing accurately discloses the material change referred to herein.

MADE at Mississauga, Ontario this ____ day of December, 1997.

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Ellen Neeman
Senior Vice President, General Counsel and Secretary
UniHost Corporation