LAW OFFICES

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Reply To:

ST. PETERSBURG bp@becker-poliakoff.com

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Amendment Section

P.O. Box 1500

Tallahassee, FL 32302-1500

Florida Department of State

Articles of Amendment to the Articles of Incorporation of Bayway Isles

- Point Brittany Three Corporation, Inc.

Dear Sir/Madam:

Re:

Enclosed please find the original Articles Amendment to the Articles of Incorporation of Bayway Isles - Point Brittany Three Corporation, Inc., and a copy of same to be to be stamped and returned to this office. Please also find a check in the amount of \$35.00, your recording fee, and a return envelope for our copy of the document.

May 31, 2001

If you should have any questions, please do not hesitate to contact this office.

Yours truly,

ELLEN HIRSCH de HAAN

Elim Busel de Land

For the Firm

EHD/sdk Enclosure

P06591-74559

Per Susan Parme

Amendment NFT 6-7-200

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF BAYWAY ISLES – POINT BRITTANY THREE CORPORATION, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporations adopt the following articles of amendment to its articles of incorporation. FIRST: Amendment(s) adopted: Article 8.(See attached) SECOND: The date of adoption of the amendment was MA 2001. THIRD: Adoption of amendment: The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval. (SEAL) BAYWAY ISLES - POINT BRITTANY THREE CORPORATION, INC. STATE OF FLORIDA COUNTY OF PINELLAS BEFORE ME, the undersigned authority, personally appeared John Murph _____ to me known to be the President of Bayway Isles - Point Brittany Three Corporation, Inc., and he/she acknowledged before me that he/she freely and voluntarily executed the same as such authorized agent, under authority vested in him/her by said corporation. He/She is personally known to me or has produced ____ _type of identification) as identification and did (did not) take an oath. WITNESS my hand and official seal in the County and State last aforesaid, this _day of _ na TRACY L. WORKMAN MY COMMISSION # CC 849459 EXPIRES: July 30, 2003

My commission expires

Adopted amendment to Articles of Incorporation, Article 8., as follows:

8. Board of Directors. The Board of Directors shall consist of 4 persons the number of Directors indicated in the Association By-Laws, and the names and addresses of he persons who are to serve as such until the first election

PLEASE NOTE: NEW LANGUAGE IS INDICATED BY UNDERLINING; DELETED LANGUAGE INDICATED BY STRIKETHROUGH; UNAFFECTED TEXT INDICATED BY "..."