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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #) **600003218696-1**
-04/21/00--01085--016
*****35.00 *****35.00
- 2. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

OTHER FILINGS

- Annual Report
- Fictitious Name

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 APR 21 AM 9:21

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Examiner's Initials *AL 5-1*

DAVID R. ELLSPERMANN, CLERK OF CIRCUIT COURT
FILE: 2000-029589
DATE: 04/07/00 14:57
OR BOOK/PAGE: 2774/263
MARION COUNTY

CERTIFICATE OF AMENDMENT

OF

LIVE OAK VILLAGE CONDOMINIUM, INC.

THE UNDERSIGNED, being the duly elected and acting President of Live Oak Village Condominium, Inc., a Florida corporation not for profit, does hereby certify that the following resolutions were duly adopted by the Board of Directors, and on March 31, 2000, at a meeting of the members when a quorum was present, after due notice, also were approved and adopted by the votes indicated, for the purposes of amending: (1) the Declaration of Condominium of Live Oak Village Condominium, Inc., as originally recorded in Official Records Book 546, Pages 162 et seq., of the Public Records of Marion County, Florida, and (2) the Bylaws of Live Oak Village Condominium, Inc.

1. The following resolution was approved by 84% of the units:

RESOLVED: That the Declaration of Condominium of Live Oak Village Condominium, Inc., be and is hereby amended, and the amendments are adopted in the form attached hereto as Exhibit "1" and made a part hereof.

2. The following resolution was approved by concurrence of at least two thirds of the voting interests of the Association present in person or by proxy and voting:

RESOLVED: That the Bylaws of Live Oak Village Condominium, Inc., be and hereby are amended, and the amendments are adopted in the form attached hereto as Exhibit "2" and made a part hereof.

The addition and amendments are effective March 31, 2000.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 7th day of April, 2000.

Live Oak Village Condominiums,
Inc.

By: Edward C. Bolger
President

Joseph W. LaPoenta
SIGNATURE

Charles A. Hurd
SIGNATURE

00 APR 21 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2 of 4

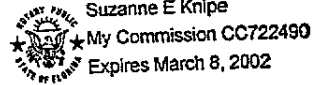
STATE OF FLORIDA
COUNTY OF MARION

Before me, the undersigned authority, personally appeared Earl Ridgeway, known to be to be the President of Live Oak Village Condominium, Inc., a Florida corporation, and who executed the foregoing Certificate of Amendment and acknowledged before me that he executed these Certificate of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of April, 2000.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE (SEAL)



Add. Article XVII to the Declaration of Condominium of Live Oak Village Condominium, Schedule N, as follows:

Live Oak Village Condominium is hereby declared to be a community for housing "intended and operated for persons 55 years of age or older" as defined under the Housing for Older Persons Act of 1995, as amended. For purposes of this community designation, 100% of the occupied units shall be occupied by at least one person who is 55 years of age or older.

The Association through its Board of Directors shall take such action as necessary to publish and adhere to policies and procedures to demonstrate this intent and operation to the current unit owners, general public, prospective residents, other persons who may have an interest in the condominium community, and appropriate governmental agencies.

Unit owners and unit occupants shall verify to the Association that at least one occupant of each unit is 55 years of age or older through procedures established by the Association. The first such verification shall take place within 180 days of the effective date of this provision. Subsequent verifications shall take place at least once every two (2) years. The following documents shall be considered reliable documentation of the occupants age: driver's license, birth certificate, passport, immigration card, military I.D., any state, local, national, or international official documents containing a birth date of comparable reliability. The Board of Directors of the Association shall have the right to refuse to approve an applicant for lease of a unit because of the applicant's failure to fulfill this age requirement.

Units occupied by employees of the Association, and family members residing in the same unit, who are under the age of 55 may be exempt provided the employees perform substantial duties related to the management or maintenance of the community. Units occupied by persons who are necessary to provide a reasonable accommodation to disabled residents under the Rules and who are under the age of 55 may also be exempt.

All units that are presently unoccupied may be reserved and restricted to future occupancy by a person 55 years of age or older. A unit which is occupied, but temporarily vacant while its residents are absent seasonally, on vacation or hospitalized is still considered occupied by that resident. However, if a unit is leased by its owners during their absence, the current occupants, not the owners, are considered for purposes of this provision.

Change. Article XVII of the By-Laws, Schedule O, as follows:

C. No more than one single-family may live in a leased Condominium Unit and no more than two persons may use each bedroom. A single family shall consist of a Mother, Father, and no more than (2) children of the same sex. Also a family with children under the age of 18 years shall not be permitted to lease any unit only be allowed to live in first floor Condominiums.

~~(1) Effective November 16, 1982, Single-families with children under the age of 18 years shall not be permitted to lease any first floor Condominium Units nor. No more than one single-family may live in a leased Condominium Unit, and no more than two (2) persons may use each bedroom.~~

COPY

MINUTES OF SPECIAL MEETING OF DIRECTORS AND SHAREHOLDERS

OF

LIVE OAK VILLAGE CONDOMINIUM, INC.

A special meeting of the Board of Directors and Shareholders of the corporation was held at the time, date and place set forth below.

All of the Directors and a quorum of Shareholder being present, the meeting was called to order by the Chairman. The Chairman advised that the meeting was called for the purpose of amending the Declaration of Condominium and Bylaws to provide that Live Oak Village Condominium, Inc. be designated as a community intended and operated for persons 55 years of age or older. The Board of Directors recommended the amendments to the Shareholders.

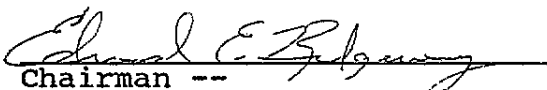
Upon motion duly made, seconded and approved by a majority of the Shareholders entitled to vote (by a vote of 147 in favor of the amendments and 27 against), it was

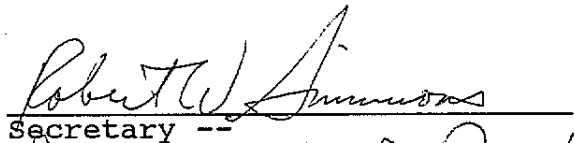
RESOLVED, that the Declaration of Condominium and Bylaws be amended to reflect the change to an "Over 55 Adult Community", and it was further

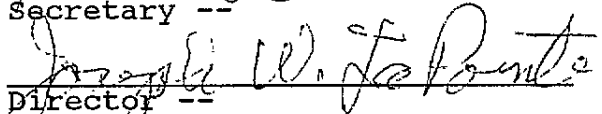
RESOLVED, that the Board of Directors take such action as necessary to establish Live Oak Village Condominium, Inc. as an "Over 55 Adult Community".

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Place: Live Oak Village Condominium, Inc., 531-A Midway Drive,
Ocala, Florida
Date: March 31, 2000
Time: 2:00 p.m.


Chairman --


Secretary --


Director --