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AMENDMENTS

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

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
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Examiner's Initials

Articles Of Amendment
To
Articles Of Incorporation
To
Loggers' Run, Inc.

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Pursuant to the provision of Chapter 617 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The Amendments adopted are attached as Exhibit "A".

SECOND: There are no members entitled to vote on the Amendments. The Amendments were adopted by the Board of Governors on October 13, 2000.

DATED OCTOBER 27, 2000.

LOGGERS' RUN, INC.

By: Frank A. Barbieri, Jr. 10/27/2000
Frank A. Barbieri, Jr., President Date

FRANK A. BARBIERI, JR.
Typed or Printed Name

By: Steven Rubino 10/27/2000
Steven Rubino, Secretary Date

Steven Rubino
Typed or Printed Name

EXHIBIT "A"

AMENDMENTS TO THE ARTICLES OF INCORPORATION OF LOGGERS' RUN, INC.

The original Declaration of Protective Covenants and Restrictions for Loggers' Run is recorded in Official Records 2793, Page 1, of the Public Records of Palm Beach County, Florida.

The original Articles of Incorporation of Loggers' Run, Inc. are recorded in Official Records Book 2793, Page 34 of the Public Records of Palm Beach County, Florida.

As indicated herein, words underlined are added and words ~~struck through~~ are deleted.

Item 1: Article X shall be amended by adding a new Subsection F, as follows:

F. Qualifications for the Board of Governors: Notwithstanding anything that may be to the contrary in these Articles of Incorporation and the Bylaws, to be qualified to run for and serve on the Board of Governors, one must be a member of Loggers' Run, Inc. Member, for the purpose of qualifying to be on the Board of Governors, shall be a record title Owner of a Lot within Loggers' Run. Additionally, in order to qualify to be a Governor, where a Lot is owned by a corporation, trust, partnership or other legal entity, the qualifications shall be as follows. For a trust, either the trust beneficiary or trustee, identified in a certificate filed with the Secretary, shall be the person entitled to be a member of the Board of Governors. For a corporation, the shareholder of said corporation, identified in a certificate filed with the Secretary of the Association, shall be the person qualified to be a member of the Board of Governors. For a partnership, the partner, identified in a certificate filed with the Secretary of the Association, shall be the person qualified to be a member of the Board of Governors. For an LLC, the member, identified in a certificate filed with the Secretary of the Association, shall be the person qualified to be a member of the Board of Governors. Whether a Lot is owned by a trust, corporation, partnership or LLC, only the one (1) person identified in a certificate, shall be qualified for membership on the Board of Governors.

In addition to the qualifications identified above, at no time may husband and wife serve on the Board of Governors at the same time whether or not they own more than one (1) Lot.

Item 2: Article V.B. shall be amended by adding Section 3, as follows:

3. Notwithstanding anything to the contrary in these Articles or the Bylaws, this provision shall identify the person who shall be entitled to vote on all membership matters on behalf of a Lot at Loggers' Run as the "owner member". When a Lot is owned by more than one (1) person other than husband and wife, the vote for that Lot

shall be cast by the owner named in a certificate, filed with the Secretary of the Association. When a Lot is owned by a trust, corporation, partnership, or LLC, the person entitled to vote for that Lot, in all membership matters, shall be designated in a certificate, filed with the Secretary of the Association. More specifically, if the Lot is owned by a trust, then either the trust beneficiary or the trustee, whoever is identified in the certificate, shall be the person entitled to vote on membership matters. For a corporation, the shareholder who is designated in a certificate, shall be entitled to vote on membership matters. For a partnership, the partner designated in a certificate shall be entitled to vote on membership matters. For an LLC, the member who is designated in a certificate shall be entitled to vote on membership matters. At all times, when a Lot is owned by more than one (1) person, other than husband and wife, a trust, corporation, partnership or LLC, only one (1) person shall be entitled to vote, which shall be the person identified in a certificate, filed with the Association Secretary.

If a Lot is owned by more than one (1) person, other than husband and wife, or owned by a trust, corporation, partnership or LLC, and a certificate is not filed with the Secretary of the Association, the vote for such Lot shall not be considered for a quorum or any other purpose.

If a Lot is owned by husband and wife, said Owners shall determine amongst themselves who shall vote on behalf of the Lot, but at all times there shall only be one (1) vote for said Lot.