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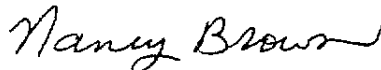
SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to the Articles of Incorporation for St. George Plantation
Owners' Association, Inc.

Ladies and/or Gentlemen:

Enclosed is our client's check totaling \$43.75 for the filing and a certified copy of the enclosed Amendments to the Articles of Incorporation for St. George Plantation Owners' Association, Inc. Please return to us in the enclosed self addressed stamped envelope.

Sincerely,



Nancy Brown
Legal Assistant

/nb

Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.
CALLAHAN, FLORIDA

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CERTIFICATE OF AMENDMENT

THE UNDERSIGNED, being the duly elected and acting President of St. George Plantation Owners' Association, Inc., a Florida corporation not for profit, 1712 Magnolia Road, St. George Island, FL 32328, does hereby certify that the attached Amendments to the Articles of Incorporation of St. George Plantation Owners' Association, Inc. which contains amendments requiring membership approval was proposed and duly adopted by the Board of Directors, and approved and duly adopted by more than 50% of the members present in person or by proxy at a meeting of the members on October 9, 2004, when a quorum was present, after due notice. The effective date of the amendment is October 9, 2004. The number of votes cast by the directors and by the members for approval of the amendments was sufficient for their approval.

ST. GEORGE PLANTATION OWNERS'
ASSOCIATION, INC.

Witnesses:

By:

Rita Culbertson
RITA CULBERTSON
PRESIDENT

David Crosby
Printed Name: David Crosby
Maggie Ward
Printed Name: Maggie Ward

STATE OF Florida
COUNTY OF FRANKLIN

Before me, the undersigned authority, appeared RITA CULBERTSON, to me personally known and known to be the President of the St. George Plantation Owners' Association, Inc., a Florida non-profit corporation, and she acknowledged to and before me that she executed the foregoing for the uses and purposes therein stated.

WITNESS my hand and official seal this 8th day of November, 2004.

Tina M. Shiver
NOTARY PUBLIC
My Commission Expires: July 1, 2006
TINA M. Shiver



Tina M. Shiver
MY COMMISSION # DD130567 EXPIRES
July 1, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

AMENDMENTS TO
ARTICLES OF INCORPORATION
ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.

ARTICLE VI

The number of persons constituting the Board of Directors of the Association shall be ~~minimum~~ of seven (7). ~~And a maximum of nine (9) which number shall be determined by the Board from time to time prior to the next election of directors.~~

ARTICLE IX

Voting by proxy is permitted. The presence in person or by proxy of thirty percent (30%) of the membership entitled to vote, at any meeting of the Association, shall constitute a quorum for authorization of any action, except as may otherwise be provided herein, the Protective Covenants, or the Bylaws of the Association. Provisions for ~~a quorum and~~ voting rights shall be as more specifically set forth in the Protective Covenants and the Association's Bylaws.

(Additions are shown by underline; deletions are shown by ~~strike through~~.)