

741886

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WINTER PARK RACQUET CLUB, INC.

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C.COULLETTE

MAR 30 2009

**AMENDMENT TO
ARTICLES OF INCORPORATION OF
WINTER PARK RACQUET CLUB, INC.**

WHEREAS, the name of the Corporation is Winter Park Racquet Club, Inc.; and

WHEREAS, the Corporation was incorporated pursuant to the provisions of the Florida Not-For-Profit Corporation Act on March 6, 1978 and assigned document number 741886; and

WHEREAS, it is necessary that any amendments to said Charter be approved by a majority of the votes entitled to be cast by members of the Corporation in attendance, whether present or by proxy, at a meeting to consider such an amendment; and

WHEREAS, a special meeting of the members of the Corporation was, upon prior written notice, held on Monday, November 17, 2008;

WHEREAS, a vote of the members was held, and, by a majority vote of the members of the Corporation present in person or represented by proxy at the special meeting, it was voted to amend Article VIII of the Charter; and

NOW, THEREFORE, be it known that a majority of the members of the Corporation have amended Article VIII of the Charter by adding the following thereto:

In addition, this Corporation may increase the Corporation's indebtedness or liability to an amount not to exceed 80% of the as-improved or to-be-constructed appraised value of the property of the Corporation for purposes of implementing, constructing, financing or refinancing the 2008 Master Plan on terms deemed appropriate by action of the Board of Governors.

I certify that by vote, a majority of members, either present in person or represented by proxy, voted to amend the Charter as stated above, and that the amendment as set forth above was so adopted.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 26th day of March, 2009.

WINTER PARK RACQUET CLUB, INC.,
a Florida not-for-profit corporation

By: _____

Kenneth C. Wright, President

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