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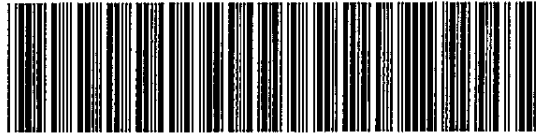
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 DEC -1 AM 11:49

DIVISION OF CORPORATION

Amead

G. Goulette DEC 01 2005

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Pinewood Co-Op, Inc

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: *WLC*

Name

Date

Time

Walk-In _____

Will Pick Up _____

12/1 11:00

**ARTICLES OF AMENDMENT
OF
PINEWOOD CO-OP, INC.**

2005 DEC - 1 PM 12:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Corporation, in accordance with the Florida Not For Profit Corporation its Articles of Incorporation and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is PINEWOOD CO-OP, INC.

2. Section 2 of Article V of this Corporation's Articles of Incorporation is amended in part so as to read, after amendment, as follows:
 2. Every person or entity who has entered into an occupancy agreement with the Association for a lot/unit in the mobile home park and who has purchased a Membership Certificate in the Association as specifically provided for in the Bylaws shall be a Member of this Association. The foregoing is not intended to include persons or entities who hold an interest in a Membership Certificate merely as security for the performance of an obligation. Ownership of a Membership Certificate and an occupancy agreement, as referred to above, shall be the sole qualifications for membership. When any such occupancy agreement is owned of record by two or more persons or other legal entity and such persons also own a Membership Certificate, all such persons or entities shall be Members. ~~An occupant of more than one mobile home lot shall be entitled to one membership for each such lot/unit occupied by him.~~ Each Member shall be limited to ownership of one (1) Membership Certificate. Membership shall be appurtenant to and may not be separated from the occupancy agreement and Membership Certificate and may be transferred by the conveyance or other transfer of that occupancy agreement and Membership Certificate pursuant to and as determined by the Bylaws of the association.

3. This Amendment was adopted by the Board of Directors on the 21st day of March, 2005, and was ratified and approved by a majority of all Members entitled to vote on the 15th day of April, 2005.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment this 1 day of June, 2005.

Witnesses:

F - J
Frank W Goddard

Type/Print Name

Howard J Ackerman
Howard J Ackerman

Type/Print Name

PINEWOOD CO-OP, INC.

By:

Howard J Ackerman
Howard J. Ackerman, as Vice-President

[Corporate Seal]

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before by Howard J. Ackerman, as Vice-President of Pinewood Co-Op, Inc., a Florida not-for-profit corporation (the "Corporation" in the foregoing instrument), which is a corporation lawfully existing under the laws of the State of Florida; and said person is personally known to me or produced his/her driver's license as identification, and did acknowledge executing the foregoing instrument freely and voluntarily under the authority duly vested by the Corporation; and the seal affixed to the foregoing instrument is the true corporate seal of the Corporation.

WITNESS my hand and official, in said County and State, this 1 day of June, 2005.

Jane B. Marton
NOTARY PUBLIC

My Commission Expires:
[Seal]



JANE B. MARTON
MY COMMISSION # DD 356479
EXPIRES: September 20, 2008
Bonded Thru Budget Notary Services