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BASIC AMENDMENT

LIBERTY LANE CONDOMINIUM ASSOCIATION, INC.

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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF LIBERTY LANE CONDOMINIUM ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1002 of the Florida Statutes, the below-named Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is LIBERTY LANE CONDOMINIUM ASSOCIATION, INC., a Florida corporation (hereinafter referred to as the "Corporation").

Article II - Adoption of Amendments

Pursuant to its authority under Article XIII of the Articles of Incorporation of the Corporation, Liberty Lane Development Company, Inc., a Florida corporation (the "Developer" under the terms of the Articles of Incorporation of the Corporation and that certain Declaration of Condominium for Liberty Lane, a Condominium, recorded in the Public Records of St. Lucie County, Florida in Official Records Book 1594, Page 322) may unilaterally amend the Articles of Incorporation of the Corporation to include any provisions which may be required by the South Florida Water Management District (the "District"). In response to the District's Basis of Review Section 9.2.3(h), Developer hereby amends the Articles of Incorporation as set forth herein.

Article III - Text of Amendment

Article XVI is hereby amended in its entirety to read:

"Article XVI - Dissolution

In the event the Association is intentionally dissolved for the purpose of winding up its affairs, then after the claims of creditors of the Association have been satisfied from the assets of the Association or otherwise, the remaining assets of the Association shall be dedicated to a public body or conveyed to a not-for-profit corporation, as defined in

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Chapter 617, Florida Statutes, as amended, with similar purposes, as the Board of Directors of the Association shall determine in their sole discretion.

Notwithstanding the foregoing, in the event of dissolution, the Association property consisting of the surface water management system and easement rights for its operation and management, if applicable, together with a right of access to the property containing the surface water management system, if applicable, shall be conveyed to an appropriate agency of local government. If such conveyance is not accepted, then the Association property consisting of the surface water management system and easement rights for its operation and management, if applicable, together with a right of access to the property containing the surface water management system, if applicable, shall be dedicated to a similar non-profit corporation."

Article IV - Authority for Amendment

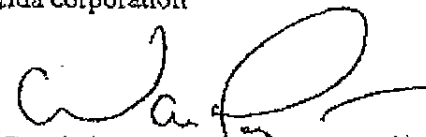
The approval of the Board of Directors and the members of the Corporation is not required for the Developer to amend the Articles of Incorporation to comply with requirements of the District.

Article V - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 17 day of May, 2003.

LIBERTY LANE DEVELOPMENT CO., INC., a Florida corporation

By: 
Warren K. Trowbridge, Vice President

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