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BASIC AMENDMENT

THE BEAR'S CLUB GOLF HOMES CONDOMINIUM ASSOCIATION,

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FLORIDA DEPARTMENT OF

Glenda E. Hood
Secretary of State

July 3, 2003

THE BEAR'S CLUB GOLF HOMES CONDOMINIUM ASSOCIATION
2000 PGA BOULEVARD
SUITE 2204
NORTH PALM BEACH, FL 33408

SUBJECT: THE BEAR'S CLUB GOLF HOMES CONDOMINIUM
REF: N03000000875

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet:

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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Teresa Brown
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**ARTICLES OF AMENDMENT OF
THE BEAR'S CLUB GOLF HOMES CONDOMINIUM ASSOCIATION, INC.**

1. The name of the corporation is The Bear's Club Golf Homes Condominium Association, Inc. and by these Articles of Amendment will be changed to The Bear's Club Golf Villas Condominium Association, Inc.

2. Article I of the Articles of Incorporation is amended as follows:

I. The name of the corporation shall be The Bear's Club Golf Villas Condominium Association, Inc. This corporation shall be referred to hereinafter as the Association.

3. The date that this amendment shall become effective shall be the date of the execution of these Articles of Amendment by an officer of The Bear's Club Golf Homes Condominium Association, Inc. provided these Articles are filed with the Secretary of State within the time allowed by law.

4. This amendment was made and duly approved by the Directors of the Corporation in accordance with Florida Statutes Section 617.1006 as of the 27 day of May, 2003. -There are no members or members entitled to vote on this amendment.

IN WITNESS WHEREOF, the undersigned has this 27 day of May, 2003, made and subscribed these Articles of Amendment for The Bear's Club Golf Homes Condominium Association, Inc. for the uses and purposes aforesaid.

THE BEAR'S CLUB GOLF HOMES
CONDOMINIUM ASSOCIATION, INC.

By: 

Name: Robert B. Whitley
Title: Director