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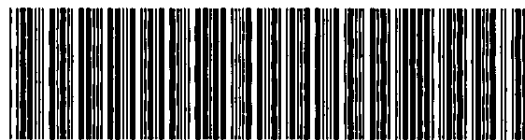
(Business Entity Name)

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14 MAY 22 PM 11:33

Amend
(1a) 6.5.14

**BECKER &
POLIAKOFF**

Anne M. Hathorn, Esq.
Attorney at Law
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ahathorn@bplegal.com

Tower Place
1511 N. Westshore Blvd., Suite 1000
Tampa, Florida 33607

May 19, 2014

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation
Villas of Carillon Homeowners Association, Inc.

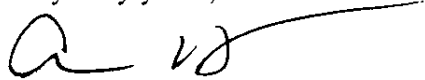
Dear Gentlemen:

Please find enclosed the original of Articles of Amendment to the Articles of Incorporation of Villas of Carillon Homeowners Association, Inc., which I would appreciate your filing. My client's check in the amount of \$35.00 is enclosed herewith.

Also enclosed is a copy of the Articles which I would appreciate your stamping and returning to me for my records in the enclosed self-addressed envelope.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact me.

Very truly yours,



Anne M. Hathorn
For the Firm

AMH/dls
Enclosures

ACTIVE: V22988/3 55597:5758796_1

Prepared By and Return to:
Michael J. Brudny, Esquire
Becker & Poliakoff, P.A.
311 Park Place Boulevard, Suite 250
Clearwater, Florida 33759

FILED
14 MAY 22 AM 11:03

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
VILLAS OF CARILLON HOMEOWNERS ASSOCIATION, INC.

This is to certify that at a duly called meeting of the members of Villas of Carillon Homeowners Association, Inc. (the "Association"), held on April 23, 2014, in accordance with the requirements of the applicable Florida Statutes and the governing documents, the Amendments to Article II, Article VI and Article VII of the Articles of Incorporation of Villas of Carillon Homeowners Association, Inc., attached hereto as Exhibit A, were duly adopted by the membership. The Articles of Incorporation are attached as an exhibit to the Declaration of Covenants, Conditions and Restrictions for Villas of Carillon, originally recorded in Official Records Book 13434, Page 720, Public Records of Pinellas County, Florida, and subsequently amended. Pursuant to F.S. Section 617.1006(3), the number of votes cast for the amendment was sufficient for approval. The Articles of Incorporation were originally filed with the Secretary of State on March 5, 2004, bearing document number N04000002333.

IN WITNESS WHEREOF, VILLAS OF CARILLON HOMEOWNERS ASSOCIATION, INC., has caused this instrument to be signed by its duly authorized officer on this 2 day of May, 2014.

VILLAS OF CARILLON HOMEOWNERS
ASSOCIATION, INC.

By:

Signature

GARY LANOUE PRESIDENT
Printed Name and Title

Signature of Witness #1

Printed Name of Witness #1

Signature of Witness #2

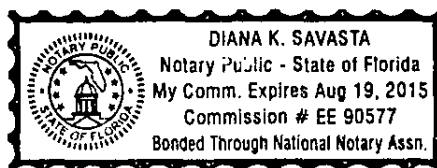
Printed Name of Witness #2

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 2nd day of MAY, 2014, by GARY LANOUE as PRESIDENT of VILLAS OF CARILLON HOMEOWNERS ASSOCIATION, INC., on behalf of the corporation, who acknowledged that he/she executed this document on behalf of the corporation. He/She is personally known to me or has produced _____ as identification.

Diana K. Savasta
Notary Public

Printed Name



ADOPTED AMENDMENTS TO THE ARTICLES OF INCORPORATION OF
VILLAS OF CARILLON HOMEOWNERS ASSOCIATION, INC.

The following are adopted amendments to the Articles of Incorporation of Villas of Carillon Homeowners Association, Inc., attached as an exhibit to the Declaration of Covenants, Conditions and Restrictions of Villas, originally recorded at Official Records Book 13434, Page 720, Public Records of Pinellas County, Florida, and as subsequently amended.

(New Wording Underlined; Deleted Wording ~~Stricken Through~~,
Except When Proposed Amendment Involves Substantial Rewording)

Item No. 1: Article II, Article VI and Article VII of the Articles of Incorporation are hereby amended to read as follows:

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Association is located at such place designated by the Board of Directors from time to time ~~301 S. MacDill Avenue, Tampa, FL 33609, which shall be the initial registered office of the Association.~~

* * *

ARTICLE VI
VOTING RIGHTS

(substantial rewording; see same section of existing Declaration for current wording)

Members shall be entitled to one vote for each Unit in which they hold the interest required for membership; provided, however, there shall be only one vote per Unit. Where more than one person or entity shall at any time be the Owner of a Unit, the vote allocable to such Unit shall be exercised as such Owners mutually determine. Any one of multiple Owners of a Unit may exercise the voting rights on behalf of the Unit, provided that if the multiple Owners cannot agree how to vote, and attempt to cast votes which are in conflict with those cast by another Owner, the vote for this Unit will not be counted. The vote of an Owner which is not a natural person shall be cast by any officer of a corporation, or any partner or managing agent of another type of entity who is authorized to vote on behalf of such entity.

* * *

ARTICLE VII
BOARD OF DIRECTORS

The affairs of the Association shall be managed by a board of not less than three (3) Directors nor more than seven (7), with the additional requirements and details to be provided in the Bylaws of the Association and the Florida Statutes ~~who need not be members of the Association (the "Board"). The initial number of directors shall be three (3) and may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:~~

~~Peter Bennett 301 S. MacDill Avenue, Tampa, FL 33609~~
~~Derek Parker 3908 Ryallwood Court, Valrico, FL 33594~~
~~Jack Goldsworth 1219 Blue Road, Coral Gables, FL 33146~~

~~The manner in which the directors are appointed is as stated in the bylaws.~~

END OF ADOPTED AMENDMENTS