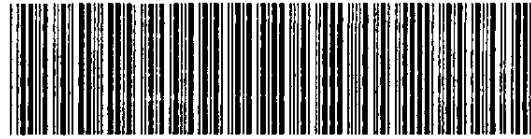


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Amend
C.COULLETTE

MAR 29 2011

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BAY LAKE TOWER AT DISNEY'S CONTEMPORARY RESORT CONDOMINIUM ASSOCIATION, INC.

DOCUMENT NUMBER: N08000004532

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KAREN GRIP

(Name of Contact Person)

DISNEY VACATION DEVELOPEMENT, INC.

(Firm/ Company)

1390 CELEBRATION BLVD

(Address)

CELEBRATION, FL 34747

(City/ State and Zip Code)

KAREN.GRIP@DISNEY.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KAREN GRIP

(Name of Contact Person)

at (407) 566-3278

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



March 23, 2011

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

SUBJECT: Articles of Amendment to Articles of Incorporation of Bay Lake Tower at Disney's Contemporary Resort Condominium Association, Inc., Document #N08000004532

Enclosed please find the articles of amendment for Bay Lake Tower at Disney's Contemporary Resort Condominium Association, Inc. correcting some of the Officers and/or Directors and titles that were filed with the on line 2011 Annual Report on March 14, 2011. This amendment adds a Director, James Dawn and removes Lawrence C. Smith as a Director and changes Lawrence C. Smith to Treasurer only. All other Officers and/or Directors remain the same.

Attached is Disney Worldwide Services, Inc. check# 008278312 in the amount of \$35.00 to cover the filing fee.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me at (407) 566-3278.

Sincerely,

Karen Grip

Karen Grip
Sr. Compliance Administrator
Disney Vacation Development, Inc.
1390 Celebration Blvd.
Celebration, FL 34747
407-566-3278 (phone)
407-566-3285 (fax)
Karen.grip@disney.com

Articles of Amendment
to
Articles of Incorporation
of

BAY LAKE TOWER AT DISNEY'S CONTEMPORARY RESORT CONDOMINIUM ASSOCIATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N08000004532

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ (Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
DIREC <input type="checkbox"/>	JAMES DAWN	1390 CELEBRATION BLVD CELEBRATION, FL 34747	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
DIREC <input type="checkbox"/>	LAWRENCE C. SMITH	1390 CELEBRATION BLVD CELEBRATION, FL 34747	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
TREA: <input type="checkbox"/>	LAWRENCE C. SMITH	1390 CELEBRATION BLVD CELEBRATION, FL 34747	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

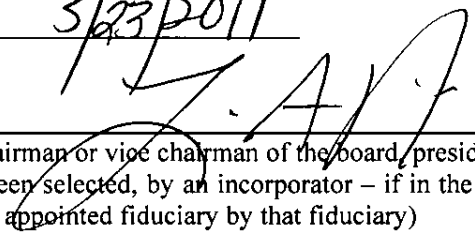
The date of each amendment(s) adoption: DECEMBER 9, 2010

Effective date if applicable: DECEMBER 9, 2010
(date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 3/23/2011

Signature 
(By the chairman or vice chairman of the board/president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

LEIGH ANNE NIEMAN
(Typed or printed name of person signing)

DIRECTOR/ASSISTANT SECRETARY
(Title of person signing)