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THE LAW OFFICES OF
LOBECK & HANSON
PROFESSIONAL ASSOCIATION

CONDOMINIUM
COOPERATIVE AND
COMMUNITY
ASSOCIATIONS
PERSONAL INJURY
FAMILY LAW
CRIMINAL DEFENSE
CIVIL LITIGATION

January 8, 1998

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*****35.00 *****35.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 23214

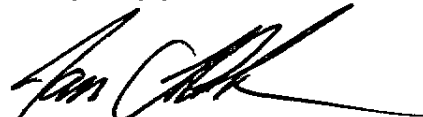
Re: Certificate of Amendment/Cedars East Condominium Association, Inc.

To whom it may concern:

Please find the enclosed Certificate of Amendment for the above-referenced corporation and a check in the amount of \$35.00 for the filing fee.

Thank you for your assistance in this matter.

Very truly yours,


Daniel J. Lobeck

Note: Cedars East Condominium Association, Inc.
DJL:ls

FILED
98 JAN 12 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

See 1/14

FILED
98 JAN 12 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT

**ARTICLES OF INCORPORATION
CEDARS EAST CONDOMINIUM ASSOCIATION, INC.**

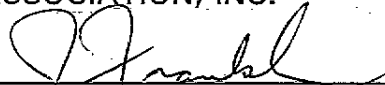
We hereby certify that the attached amendments to the Articles of Incorporation of Cedars East Condominium Association, Inc. ("the Association"), a Florida corporation not-for-profit, were adopted at the Special Meeting of the Association held November 15, 1997 and December 15, 1997, by the affirmative vote of not less than seventy-five percent of the voting rights of the entire membership of the Association, upon approval and proposal by not less than seventy-five percent of the entire Association Board of Directors, which is sufficient for adoption under Article IX of the Association's Articles of Incorporation.

DATED this 2nd day of December, 1997.

Witnesses:

CEDARS EAST CONDOMINIUM
ASSOCIATION, INC.

sign Nadia A. Uttermohlen By :


John Franklin, President


print Nadia A. Uttermohlen

sign Sharon Armstrong

print Sharon Armstrong

Witnesses:

Attest:


J. Lloyd Keith, Assistant Secretary

sign Nadia A. Uttermohlen

print NADIA A. Uttermohlen

sign Sharon Armstrong

print Sharon Armstrong

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2nd day of December, 1997, by John Franklin as President of Cedars East Condominium Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

sign Rebecca D. Maddox

print Rebecca D. Maddox
State of Florida at Large (Seal)

My Commission expires:



Rebecca D Maddox
My Commission CC655467
Expires June 15, 2001

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2nd day of December, 1997, by J. Lloyd Keith as Assistant Secretary of Cedars East Condominium Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

sign Rebecca D. Maddox

print Rebecca D. Maddox
State of Florida at Large (Seal)

My Commission expires:



Rebecca D Maddox
My Commission CC655467
Expires June 15, 2001

Return to:
Daniel J. Lobeck, Esq.
2033 Main Street, Suite 301
Sarasota, FL 34237

AMENDMENTS

ARTICLES OF INCORPORATION CEDARS EAST CONDOMINIUM ASSOCIATION, INC.

(Additions are indicated by underline, deletions by strikethrough)

Article V. Directors

The affairs of the Association shall be managed by a Board consisting of the number of Directors determined by the Bylaws, but not less than three Directors, and in the absence of such determination, shall consist of three Directors. ~~Directors need not be members of the Association.~~

Directors of the Association shall be elected at the annual meetings ~~meeting~~ of the members, in the manner determined by the Bylaws.

Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

~~The first election of Directors shall not occur except in accordance with the following provisions:~~

~~(1) When unit owners other than the Developer own fifteen percent (15%) or more of the units in a condominium that will be operated ultimately by an association, the unit owners other than the Developer shall be entitled to elect no less than one-third (1/3) of the members of the Board of Directors of the Association.~~

~~(2) Unit owners other than the Developer are entitled to elect not less than a majority of the members of the Board of Directors of the Association:~~

~~(a) Three years after fifty percent (50%) of the units that will be operated ultimately by the Association have been conveyed to purchasers;~~

~~(b) Three months after ninety percent (90%) of the units that will be operated ultimately by the Association have been conveyed to purchasers;~~

~~(c) When all the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business;~~
~~or~~

~~(d) When some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course~~

~~of business, whichever occurs first.~~

~~The Developer is entitled to elect at least one member of the Board of Directors of the Association as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the units to be operated by the Association.~~

~~The Directors named in these Articles shall serve until the first election of Directors, in accordance with the foregoing, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors.~~

~~The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:~~

NAME	POST OFFICE ADDRESS
Louis E. Stewart	1942 7th Street Sarasota, FL 34236
Richard E. Ross	1942 7th Street Sarasota, FL 34236
Laurene J. Ross	1942 7th Street Sarasota, FL 34236