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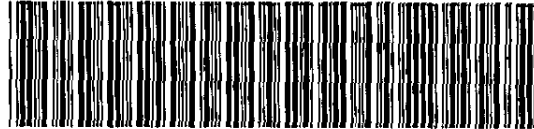
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMEND
FEB
9/13



10172 Linn Station Road
Louisville, Kentucky 40223
(502) 426-4800

September 7, 2005

VIA UPS OVERNIGHT DELIVERY

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

RE: Lake Forest Master Community Association, Inc.

Dear Sir:

Enclosed for filing please find the original and one copy of the Articles of Amendment to the Articles of Incorporation of the Lake Forest Master Community Association, Inc. Please file the Articles of Amendment in your records. A check in the amount of \$43.75 is enclosed to cover the \$35.00 filing fee and the \$8.75 cost of a certified copy of the filed Articles of Amendment.

Please return the requested certified copy to my attention in the enclosed self-addressed, stamped envelope.

If you should have any questions, please do not hesitate to contact the undersigned at (502) 426-4800.

Thank you for your time and attention to this matter.

Sincerely,

A handwritten signature in cursive script that reads "Susan M. Howard".

Susan M. Howard
Vice President

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF THE
LAKE FOREST MASTER COMMUNITY ASSOCIATION, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida not-for-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

I. Article VI of the Articles of Incorporation of the Lake Forest Master Community Association, Inc. is hereby amended to read as follows:

ARTICLE VI

MEETINGS OF MEMBERS: QUORUM REQUIREMENTS

All matters relating to the quorum requirements for meetings of members shall be established in the Master Declaration of Covenants, Conditions and Restrictions for Lake Forest, Seminole County, Florida or in By-Laws of the Lake Forest Master Community Association, Inc., as they may be amended from time to time.

II. Article VIII of the Articles of Incorporation of the Lake Forest Master Community Association, Inc. is hereby amended to read as follows:

ARTICLES VIII

BOARD OF DIRECTORS

The affairs of this Association shall be managed initially by a Board of three (3) directors who shall serve until the organizational meeting, and thereafter, until the termination of the Class "B" Membership, by a Board of three (3) Directors, who need not be members of the Association. The names and addresses of the persons who are to act in the capacity of the Directors until the selection of their successors are:

NAME

ADDRESS

J.D. Nichols

10172 Linn Station Road
Louisville, Kentucky 40223

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John R. Davis

10172 Linn Station Road
Louisville, Kentucky 40223

John P. Afflebach

320 W. Sabal Palm Place
Longwood, Florida 32779

At the first annual meeting, the members shall elect three (3) Directors for a term of one (1) year. At each annual meeting thereafter, until the termination of the Class "B" Membership, the members shall elect three (3) Directors for a term of one (1) year.

At the first election of Board members after the termination of the Class B Membership, and for all elections thereafter, the Board will consist of either seven (7) or nine (9) members who must be members of the Association and who will be elected for staggered three (3) year terms. The number of Directors, the method of staggering the terms, and all other matters relating to the election of Board members will be addressed in the By-Laws of the Association.

This amendment was adopted on August 18, 2005 by the members of the Association, and the number of votes cast for the amendment was sufficient for approval.

Signed this 8th day of September, 2005.

Lake Forest Master Community Association, Inc.

By: 

Print Name: GREGORY A. WELLS

Its: PRESIDENT