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N 9700000 4231

October 27, 1999

Florida Department of State
Division of Corporations
P.O. Box 6237
Tallahassee, Florida 32314

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-10/29/99--01075--014
*****70.00 *****35.00

**Re: Suttonwalk at Lexington Condominium Association, Inc.
Southmont Cove at Lexington Condominium Association, Inc.**

Dear Sir/Madam:

Pursuant to the above-referenced enclosed please find the Articles of Amendment to Articles of Incorporation of Suttonwalk at Lexington Condominium Association, Inc. and Southmont Cove at Lexington Condominium Association, Inc.

I have also enclosed a check in the amount of \$70.00 representing the amount necessary to file the enclosed amendments. Please furnish me with written confirmation of the filings.

If you have any questions, please call me.

Sincerely,

GARGANO & MARCHEWKA, L.L.P.

Anthony J. Gargano

Anthony J. Gargano

FILED
99 OCT 29 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AJG:rds
enclosures
cc: client

*all
11-9
amend*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SOUTHMONT COVE AT LEXINGTON CONDOMINIUM ASSOCIATION, INC.**

Pursuant to Article 12 of the articles of incorporation and Articles 6.2 of the Declarations of Condominiums of SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 1; SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 2; SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 3; SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 4; and SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 5, Article 2 of the articles of incorporation of SOUTHMONT COVE AT LEXINGTON CONDOMINIUM ASSOCIATION, INC. was amended by the Developer, Worthington Communities, Inc., on October 19, 1999. The articles of amendment were adopted by the board of directors on October 19, 1999 with enough votes sufficient for approval of the amendment. There are no members entitled to vote on this amendment.

1. The name of the corporation is SOUTHMONT COVE AT LEXINGTON CONDOMINIUM ASSOCIATION, INC.
2. Article 2 of the articles of incorporation of SOUTHMONT COVE AT LEXINGTON CONDOMINIUM ASSOCIATION, INC. was amended as follows:


ARTICLE 2
PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act as it exists on the date hereof (the "Act") for the operation of those certain condominiums located in Lee County, Florida, and known as: SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 1; SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 2; SOUTHMONT COVE AT LEXINGTON CONDOMINIUM NO. 3; SOUTHMONT COVE LEXINGTON CONDOMINIUM NO. 4; and SOUTHMONT COVE LEXINGTON CONDOMINIUM NO. 5.

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on October 19, 1999.

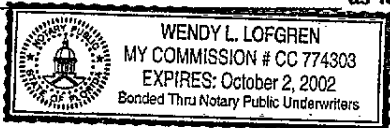
In witness whereof, the undersigned, John Gnagey of Worthington Communities, Inc. as Developer has executed these articles of amendment on October 19, 1999.

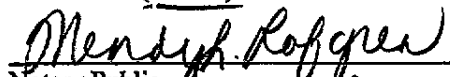
Worthington Communities, Inc.


by: John Gnagey, its vice president

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 19 day of October, 1999, by John Gnagey, vice president of Worthington Communities, Inc., who is personally known to me or who has produced as identification and who did (did not) take an oath.




Notary Public
Wendy L. Lofgren
(Typed Name)

99 OCT 29 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

My Commission expires: