97000006569



ACCOUNT	NO.	:	072100000032

REFERENCE

AUTHORIZATION

COST LIMIT

ORDER DATE: December 30, 1997

ORDER TIME : 9:50 AM

ORDER NO. : 652396-005

CUSTOMER NO: 4319562

Ms. Janet English

Lennar Corporation

4th Floor

700 N.w. 107th Avenue

Miami, FL 33172

NAME:

CUSTOMER:

ARBOR WOODS PROPERTY OWNERS

ASSOCIATION, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

12-31-97

AMENDMENT TO ARTICLES OF INCORPORATION

OF

ARBOR WOODS PROPERTY OWNERS ASSOCIATION, INC.

The undersigned, President and Secretary of ARBOR WOODS PROPERTY OWNERS					
ASSOCIATION, INC., a Florida corporation not-for-profit, (hereinafter referred to as					
"Corporation"), do hereby certify that the following amendment to the Articles of Incorporation					
of Arbor Woods Property Owners Association, Inc. ("Articles") was duly proposed, approved					
and adopted by the Board of Directors of the Corporation, at a meeting dated December 23					
, 1997, at Tampa, Florida:					

RESOLVED, that Article 1 of the Articles of Incorporation shall be amended to read as follows:

The name of the Corporation shall be BAY ARBOR PROPERTY OWNERS ASSOCIATION, INC.

RESOLVED, that Article 9 of the Articles of Incorporation shall be amended to name the Board of Directors, as follows:

Name:	Address:	
William Cohill	4902 Eisenhower Boulevard Suite 100 Tampa, Florida 33634	SEC DIVISIO 97 DI
Keith Secord	4902 Eisenhower Boulevard Suite 100 Tampa, Florida 33634	CHETARY OF CORE
Debora Hudrlik	4902 Eisenhower Boulevard Suite 100 Tampa, Florida 33634	F STATE PORATION

RESOLVED, that Article 15 of the Articles of Incorporation is amended to appoint the following officers of the Corporation:

President Vice President Secretary/Treasurer Debora Hudrlik Keith Secord William Cohill

Arbor Woods Property Owners Association, Inc.

MARY ELAINE FORESTER
My Commission CC348280
Expires Feb. 03, 1998

y: Debora Hudrlik, President

William Cohill, Secretar

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged before me this 2311 day of December, 1997 by Debora Hudrlik and William Cohill, President and Secretary of Arbor Woods Property Owners Association, Inc., on behalf of the corporation. They are personally known to me and did not take an oath.

Notary Public State of Florida