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November 18, 1998

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VIA U.S. MAIL

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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RE: Kempton Park Homeowners Association, Inc.

Dear Sirs:

Enclosed are the original and one (1) copy of the Articles of Amendment for the referenced corporation, along with our check in the amount of \$87.50 to cover the following costs:

Filing Fee	\$35.00
Certified Copy	<u>52.50</u>
Total	\$87.50

Upon acceptance of the Amendment and the filing thereof by your office, please provide us with a certified copy of same.

Sincerely,

Julie
Julie C. Hiner
Legal Assistant to
Harold L. Downing

NK
11-30-98
BAS

HLD/jch
enclosures

FILED
98 NOV 20 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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December 1, 1998

Mr. Doug Spitler
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Kempton Park Homeowners Association, Inc.

Dear Mr. Spitler:

In accordance with your telephone conversation this date with Mr. Downing, enclosed are two (2) original replacement pages to the Articles of Amendment for the above-referenced corporation.

Your assistance in this matter is greatly appreciated.

Sincerely,



Julie C. Hiner
Legal Assistant to
Harold L. Downing

jch/enclosure

FILED
98 NOV 20 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF THE
KEMPTON PARK HOMEOWNERS ASSOCIATION, INC.

FILED

98 NOV 20 PM 3:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the applicable provisions of the Florida Statutes, the undersigned Florida corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation (the amendment was approved by written consent dated October 29, 1998, by the sole member, Centex Homes, a Nevada general partnership):

Article I - Name

The name of the corporation is KEMPTON PARK HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article I of the Articles of Incorporation by written consent dated the 29th day of October, 1998, in accordance with the provisions of the Florida Statutes. The following is a true and correct copy of the resolution amending Article I of the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE I

NAME

The name of the corporation is SOUTHCHASE PHASE 1A
PARCELS 12, 14 AND 15 HOMEOWNERS ASSOCIATION, INC.,
hereinafter called the 'Association.'"


Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 29th day of October, 1998.

KEMPTON PARK HOMEOWNERS ASSOCIATION, INC.

By:



Darryl Colwell, President