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BASIC AMENDMENT

PALERMO AT VENETIAN ISLES (PARCEL D) HOMEOWNERS ASSO

Certificate of Status	1
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Amend

**ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION FOR
PALERMO AT VENETIAN ISLES (PARCEL D) HOMEOWNERS ASSOCIATION, INC.
(A CORPORATION NOT-FOR-PROFIT)**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment adopted:

The Articles of Incorporation for PALERMO AT VENETIAN ISLES (PARCEL D) HOMEOWNERS ASSOCIATION, INC., filed with the Florida Secretary of State on December 15, 1999, as amended by those certain Articles of Amendment and Restatement to Articles of Incorporation filed with the Florida Secretary of State on November 27, 2000, are hereby further amended as follows:

SECOND: The fourth sentence of Section 9 of the Articles is hereby deleted.
Section 9 of the Articles shall read as follows:

9. Board of Directors. The affairs of the Association shall be managed by a Board of odd number with not less than three (3) nor more than nine (9) members. The initial number of directors shall be three (3). Board members shall be appointed and/or elected as stated in the Bylaws.

THIRD: The date of adoption of the amendment was March 25th, 2002.

FOURTH: The Articles of Amendment to Articles of Incorporation were approved by all of the members entitled to vote on March 25th, 2002. This amount was sufficient to adopt the amendment.

Dated: March 25th, 2002.

The undersigned being a member of the Board of Directors of PALERMO AT VENETIAN ISLES (PARCEL D) HOMEOWNERS ASSOCIATION, INC., and the President thereof.

Robert W. Drum Director and President
of PALERMO AT VENETIAN ISLES
(PARCEL D) HOMEOWNERS
ASSOCIATION, INC.

{Corporate Seal}