

N49727

Sam Houston Huffman, President
Three Rivers Subdivision Property Owners, Inc.
33431 Washington Loop Rd.
Punta Gorda, Fl 33982
Phone (941) 639-1443

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 11, 1996

Florida Department of State
Division of Corporations
Amendment Section
Tallahassee, Fl 32314

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Head of Amendment Section:

Enclosed is original, and one xerox copy for your convenience, of amendments to the Articles of Incorporation of Three Rivers Subdivision Property Owners Association, Inc. (A not-for-profit corporation), Document No. N47927, which I am submitting to be filed by your office.

My check for \$35.00 is enclosed for the filing fee.

Sincerely,

Sam Houston Huffman
Sam Houston Huffman, President
Three Rivers Subdivision Property
Owners Association, Inc.

P. S. Also enclosed is copy of my letter of November 15, 1996 to the lotowners of Three Rivers Subdivision which explains the changes made by the amendments.

Amend

VS DEC 26 1996

ARTICLES OF AMENDMENT

Resolution by the Board of Directors of Three Rivers Subdivision Property Owners Association, Inc. adopted at the Annual meeting on Thursday, December 5, 1996, to amend, effective as of said date, the Articles of Incorporation of Three Rivers Subdivision Property Owners Association, Inc. (A not-for-profit corporation), Document No. N49729, for the purpose of simplifying the administration of the Association, as follows:

1. Section 5.2 of Article V shall be amended, effective as of December 5, 1996, to read as follows:

5.2 Change of eligibility for membership in the Association shall be established by recording in the Public Records of Charlotte County, Florida, a deed or other instrument establishing a record title to a residence lot in the aforescribed subdivisions and the delivery to the Association of a copy of such instrument. The owner designated by such instrument thus becomes eligible to become a member of the Association and the eligibility for membership of the prior residence lot owner is terminated.

2(A). The first paragraph of Section 5.4 of Article V shall be amended, effective as of December 5, 1996, to read as follows:

5.4 Owners of each residence lot who are members of the Association shall collectively be entitled to ONE (1) vote, and the person entitled to cast such vote shall be determined as follows:

A statement must be filed with the Secretary of the Corporation in writing, signed by members with an interest in a residence lot and shall state:

2(B). The last paragraph of Section 5.4 shall be amended, effective as of December 5, 1996, to remove the words "under oath" on the fifth line of said paragraph.

3. Sections 6.2, 6.3 and 6.4 of Article VI shall be amended as of December 5, 1996, to read as follows:

6.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws, and shall continue to serve until their successors have been elected; provided, however, that the next annual membership meeting of the Association after December 5, 1996 shall be held on the 4th Thursday in January of the year in which the Secretary certifies that at least 50% of the voting members are residents of Three Rivers Subdivision or of the First Addition to Three Rivers Subdivision. Directors may be removed for good cause shown and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws

6.3 The Directors named in these Articles shall serve until the next election of Directors after December 5, 1996 at the Association's next annual membership meeting on the 4th Thursday in January of the year in which the Secretary certifies that at least 50% of the voting members are residents of Three Rivers Subdivision or of the First Addition to Three Rivers Subdivision; and any vacancies in their number occurring before the said election shall be filled by the remaining Directors; and thereafter meetings of the membership shall be annually on the same date.

6.4 The names and addresses of the members of the Board of Directors elected on December 5, 1996 who shall hold office until their successors are elected by the Association on or after the Associations next annual membership meeting on the 4th Thursday in January of the year in which the Secretary certifies that at least 50% of the voting members are residents of Three Rivers Subdivision or of the First Addition to Three Rivers Subdivision, and have qualified, or unless removed for cause, or until their resignation or death, in which case the vacancy created shall be filled by the remaining directors, are as follows:

DIRECTORS

ADDRESS

SAM HOUSTON HUFFMAN

33431 Washington Loop Rd.
Punta Gorda, Florida 33982

JAMES J. GONTIS

31031 Prairie Creek Drive
Punta Gorda, Florida 33982

EDWARD B. BLAUM

31113 Prairie Creek Drive
Punta Gorda, Florida 33982

4. ARTICLE VII shall be amended to read as follows:

ARTICLE VI

OFFICERS

The affairs of the Association shall be administered by the Officers designated by the Bylaws. The Officers shall be elected by the members of the Association at its annual meeting of the members of the Association provided however that after the annual membership meeting on December 5, 1996 the next annual membership meeting will be on the 4th Thursday in January of the year in which the Secretary certifies that at least 50% of the voting members are residents of Three Rivers Subdivision or of the First Addition to Three Rivers Subdivision and each officer shall serve until his successor shall have been duly elected and qualified unless sooner removed for cause by the Board of Directors. The names and addresses of the officers who shall serve after December 5, 1996 until their successors are elected by the Association on or after the Association's next annual membership meeting on the 4th Thursday in January of the year in which the Secretary certifies that at least 50% of the voting members are residents of Three Rivers Subdivision or of the First Addition to Three Rivers Subdivision and have qualified; or

unless removed for cause, or until their resignation or death, in which case the vacancy created shall be filled by the remaining directors, are as follows:

OFFICERS	TITLE	ADDRESS
SAM HOUSTON HUFFMAN	President	33431 Washington Loop Rd Punta Gorda, Florida 33982
EDWARD B. BLAUM	Vice President	31113 Prairie Creek Drive Punta Gorda, Florida 33982
JAMES J. GONTIS	Secretary	31031 Prairie Creek Drive Punta Gorda, Florida 33982
EDWARD B. BLAUM	Treasurer	31113 Prairie Creek Drive Punta Gorda, Florida 33982

5. Section 11.1 of Article XI shall be amended effective as of December 5, 1996 to read as follows:

11.1 Each lot owner in THREE RIVERS SUBDIVISION and in the FIRST ADDITION TO THREE RIVERS SUBDIVISION as described in Article V, paragraph 5.1 hereof, shall be eligible to become a member of the Association. He may become a member by making written application on a form to be provided by the Secretary and payment of the annual dues as determined by the Association. The annual dues until changed by a majority vote of the members at a regular annual meeting shall be \$10.00 per year per residence lot on which only one house may be built and, after December 5, 1996, such dues shall be payable on a calendar basis on January 1st of each year for that year, i.e. the dues payable on December 5, 1996 will be for the calendar year 1997 and the next date on which the annual dues are due will be January 1, 1998 for the calendar year 1998 and each year thereafter the annual dues for each year shall be due on January 1st of such year.

6. Section 11.5 of Article XI shall be amended effective as of December 5, 1996, to read as follows:

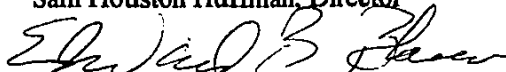
11.5 Proration of Dues. For lot owners who first become eligible for membership in the Association after January 1 of any calendar year the annual dues set for the year shall be prorated based on the number of full months remaining before the next January 1st, i.e., if a lot owner first becomes eligible six and a half months before the next January 1st his dues for the remaining portion of the year would be \$5.00 or 6/12 of the regular annual dues of \$10.00.

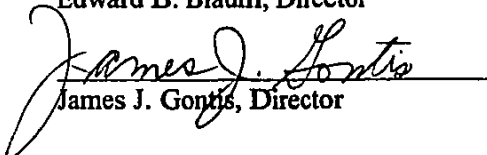
At the annual membership meeting of Three Rivers Subdivision Property Owners Association, Inc. in Punta Gorda, Florida on December 5, 1996, the amendments to the Articles of Incorporation of Three Rivers Subdivision Property Owners Association, Inc. as described above were approved and adopted by the Board of Directors and were unanimously approved and adopted by the members of the Association eligible to vote who were present in person or who were represented by Proxy, the total number of said members being a majority of the members of the Association who were eligible to vote as certified by the Secretary of the Association.

Therefore, the amendments described above are hereby adopted effective as of December 5, 1996.

IN WITNESS WHEREOF, we the undersigned DIRECTORS have hereunto set our hands and seals at Punta Gorda, Florida, this 5th day of December, 1996.


Sam Houston Huffman, Director

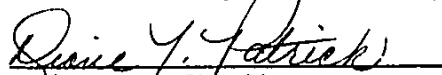

Edward B. Blaum, Director


James J. Gontis, Director

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this 5th day of December, 1996 before me the undersigned authority, personally appeared Sam Houston Huffman, Edward B. Blaum and James J. Gontis, to me known to be the persons described in and who executed the foregoing amendments to the ARTICLES OF INCORPORATION OF THREE RIVERS SUBDIVISION PROPERTY OWNERS ASSOCIATION, INC., and acknowledged before me that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and seal at Punta Gorda, said County and State, the day and year first above written.


Notary, State of Florida

My commission expires:



DIANE T. PATRICK
My Commission CC480870
Expires May. 08, 1999
Bonded by NFNU
800-224-8368