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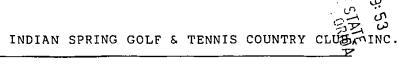
Examiner's Initials

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



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

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article VII - Add (B) Dues, Assessments and Charges

B. However, Capital Assessments must be approved by a 2/3 (two thirds) vote of the Board of Governors and also by a majority vote of those members who must contribute to the Capital Assessment and who vote in person or by mail at a Special Meeting called for this purpose at least 30 (thirty) days prior to the scheduled vote.

Each member shall have a single vote for approval of Capital Assessments for which the member shall have full and equal financial responsibility.

All members shall be responsible equally for Social Capital Assessments as defined in the By-Laws.

SECOND: The date of adoption of the amendment(s) was:

December 20, 1995

THIRD: Adoption of Amendment (CHECK ONE)

The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

William Lubin, President - current & Daniel Maisel, former Secretary
Signature of Chairman, Vice Chairman, President or other officer

William Lubin Daniel Maisel
Typed or printed name

Current President former Secretary

Title

March 4, 1997

Date

Article I: Name

Change to: INDIAN SPRING COUNTRY CLUB, INC.

SECOND: The date of adoption of the amendment(s) was: ____June_27, 1996