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BASIC AMENDMENT

PANACHE COMMUNITY ASSOCIATION, INC.

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ARTICLES OF AMENDMENT

KNOW ALL MEN BY THESE PRESENTS: The undersigned, as President and Secretary of **PANACHE COMMUNITY ASSOCIATION, INC.**, a Florida Corporation not-for-profit, do hereby certify that the following amendment to the Articles of Incorporation was approved by a majority vote of the members and by a majority vote of the directors of said corporation on the 22 day of Oct., 2001, and that the number of votes cast for the amendment by the members and directors respectively was sufficient for approval by such voting group:

"AMENDMENT

The name of this corporation is hereby changed from **PANACHE COMMUNITY ASSOCIATION, INC.**, a Florida Corporation not-for-profit, to **THE COLONY AT DELRAY BEACH HOMEOWNERS ASSOCIATION, INC.**, a Florida Corporation not-for-profit".

IN WITNESS WHEREOF, the undersigned, as President and Secretary, have caused the seal of said corporation to be affixed to these Articles of Amendment, at Aventura, Florida, on this 22nd day of OCTOBER, 2001.

Charles Halberg
Charles Halberg, Secretary

Elliott Monter
Elliott Monter, President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 22 day of October, 2001, by Elliott Monter and Charles Halberg, as President and Secretary respectively of **PANACHE COMMUNITY ASSOCIATION, INC.**, a Florida corporation not-for-profit, on behalf of the corporation, who are personally known to me or produced _____ as identification.

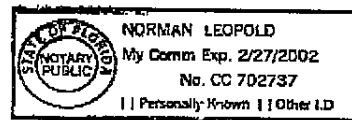
Norman Leopold
Notary Public, State of Florida

My commission expires:

Norman Leopold
Print name of notary public

THIS INSTRUMENT PREPARED BY:

Karen S. Leopold, Esquire
LEOPOLD, KORN & LEOPOLD, P.A.
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Telephone: 305-935-3500
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