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TALLAHASSEE, FLORIDA

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of Counsel to
Lavalley, Brown, Ronan
& Soff, P.A.

January 21, 2004

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

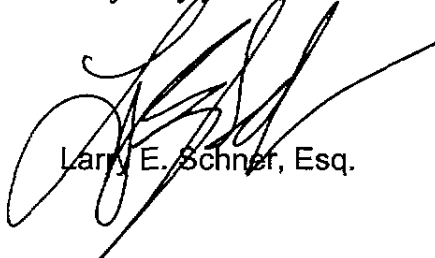
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TALLAHASSEE, FLORIDA

Re: Windsor Parke at the Polo Club Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed is the Articles of Amendment to Articles of Incorporation for the Windsor Parke at the Polo Club Homeowners Association, Inc. for filing with the Secretary of State. Enclosed is a check in the amount of \$43.75 representing the filing fee for the Amendment as well as a certified copy of the Articles of Amendment to be sent to this office. A self-addressed envelope is enclosed for your convenience. If you have any questions please contact me to discuss.

Very truly yours,



Larry E. Schner, Esq.

LES/es
Enclosures

This instrument prepared by and return to:
LARRY E. SCHNER, ESQ.
750 So. Dixie Highway
Boca Raton, FL 33432

FILED
04 FEB -2 PM 12:10
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WINDSOR PARKE AT THE POLO CLUB
HOMEOWNERS ASSOCIATION, INC.
(A CORPORATION NOT FOR PROFIT)

Pursuant to §617.100(6) of the Florida Statutes, the Articles of Incorporation of WINDSOR PARKE AT THE POLO CLUB HOMEOWNERS ASSOCIATION, INC., ("WINDSOR PARKE") is hereby amended pursuant to the approval of a majority of the votes cast by the Voting Members at a meeting duly called on the 10th day of December, 2003, and pursuant to Article XII of the Articles of Incorporation for WINDSOR PARKE AT THE POLO CLUB HOMEOWNERS ASSOCIATION, INC., dated December 22, 1986, and filed on December 29, 1986.

I. This Amendment hereby amends Article VI of the Articles of Incorporation for WINDSOR PARKE, as follows: *(additions indicated by underline, deletions indicated by strikethrough)*

~~"The affairs of this Association shall be managed by a Board of three (3) ~~five (5)~~ Directors who shall be members of the Association, excepting that until Class B membership has ceased and has been converted to Class A membership, the members of the Board of Directors need not be members of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:~~

<u>Name</u>	<u>Address</u>
Jorge Brod	2801 N.E. 208 Terrace North Miami Beach, FL 33180
Shike Bacal	2801 N.E. 208 Terrace North Miami Beach, FL 33180
Linwood Pearce	2801 N.E. 208 Terrace North Miami Beach, FL 33180

~~"The initial Board of Directors herein designated shall serve until Class B membership has ceased and has been converted to Class A membership and until the first annual membership meeting thereafter, at which time the members shall elect three (3) Directors for one (1) year, and at each annual meeting thereafter the Members shall elect three (3) Directors for a term of one (1) year, provided; however, that so long as the Declarant is the Owner of one (1) or more Parcels~~

~~within the Property and continues to hold said Parcel or Parcels for sale in the ordinary course of business, then the Declarant shall be entitled to designate one (1) Member to serve on the Board of Directors, notwithstanding the fact that Class B stock has ceased to exist and been converted to Class A stock. Any vacancy on the Board of Directors shall be filled for the unexpired term of the vacated office by the remaining Directors, provided however, that should said vacancy occur in the board member designated by the Declarant, then said vacancy shall be filled by the Declarant, provided the Declarant continues to hold at least one Parcel for sale in the ordinary course of business. Directors may additionally be removed and replaced in the manner provided in the By-Laws.~~

~~The affairs of the Association shall be managed by a Board of Directors consisting of five (5) directors, who must be members of the Association. The number of directors may be changed by resolution adopted by the Board of Directors; provided, however, that the number of directors shall not be decreased to less than three (3). The directors elected by the members shall have staggered terms, commencing with the annual meeting and election of directors in 2002.~~

~~To accomplish the staggered terms, the following election procedure shall apply to the election of the five (5) directors by members at the 2002 annual meeting of members and election of Directors. The three (3) directors receiving the highest number of votes shall be elected for a two (2) year term. The two (2) remaining directors elected, shall be elected for a one (1) year term. All directors elected after the 2002 annual meeting and election of directors shall be elected for two (2) year terms.~~

~~Any vacancy on the Board shall be filled for the unexpired term of the vacated office by the remaining Directors.~~

~~The election procedures shall be in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws."~~

II. Except as amended and modified herein, all other terms and conditions of the Articles of Incorporation for WINDSOR PARKE shall remain in full force and effect according to their terms.

IN WITNESS WHEREOF, the Declarant has caused this Amendment to the Articles of Incorporation for WINDSOR PARKE AT THE POLO CLUB ASSOCIATION, INC., to be executed by the duly authorized officer, this 10 day of December, 2003.

WITNESSES:

WINDSOR PARKE AT THE POLO CLUB
HOMEOWNERS ASSOCIATION, INC.

Gary Budd
WITNESS
Gary Budd
(Print name)

BY:

Frank Benson
(Print Name) President

Sheila Lindenbaum
WITNESS
SHEILA LINDENBAUM
(Print name)

STATE OF FLORIDA
COUNTY OF PALM BEACH

THE FOREGOING instrument was acknowledge before me this 10 day of December, 2003, by FRANK BENSON, President of WINDSOR PARKE AT THE POLO CLUB HOMEOWNERS ASSOCIATION, INC., who was personally known to me or who has produced (Florida Driver's License) as identification.

WITNESS my hand and official seal at the County and State aforesaid this 10 day of December, 2003.

Sheila Lindenbaum
Notary Public

My commission expires:



Sheila Lindenbaum
MY COMMISSION # DD121854 EXPIRES
June 7, 2006
BONDED THRU TROY FAIN INSURANCE, INC.