

735919

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend
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4-30-08

THE LAW OFFICES OF
BRUDNY & RABIN, P.A.

April 22, 2008

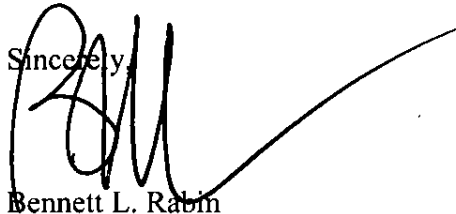
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Belleview Biltmore Villas-Baygreen, Inc.

Gentlemen:

Enclosed is the original and a conformed copy of Articles of Amendment to Amended Articles of Incorporation of Belleview Biltmore Villas-Baygreen, Inc., document number 735919. I would appreciate your filing the attached Articles of Amendment, and return the copy to me for my records. I enclose this firm's check in the amount of the filing fees.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact me.

Sincerely,

Bennett L. Rabin

BLR/gj
Enclosures

841/SecretaryState8-422

Prepared By and Return to:
Bennett L. Rabin, Esquire
Brudny & Rabin, P.A.
200 North Pine Avenue, Suite A
Oldsmar, Florida 34677

FILED

2008 APR 25 AM 8:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
AMENDED ARTICLES OF INCORPORATION OF
BELLEVIEW BILTMORE VILLAS-BAYGREEN, INC.**

This is to certify that at a duly called meeting of the members of Belleview Biltmore Villas-Baygreen, Inc. (the "Association") held on November 29, 2007, in accordance with the requirements of the applicable Florida Statutes and the document, the amendment to the Amended Articles of Incorporation of Belleview Biltmore Villas-Baygreen, Inc., attached hereto, were duly adopted by the membership. Pursuant to F.S. Section 617.1006(3), the number of votes cast for the amendment was sufficient for approval. The Articles of Incorporation were originally filed with the Secretary of State on May 25, 1976, bearing document number 735919.

IN WITNESS WHEREOF, BELLEVIEW BILTMORE VILLAS-BAYGREEN, INC., has caused this instrument to be signed by its duly authorized officer on this 16TH day of April, 2008.

BELLEVIEW BILTMORE VILLAS-
BAYGREEN, INC.

Dorothy Thomas
Signature of Witness #1

DOROTHY THOMAS
Printed Name of Witness #1

Kathleen Taylor
Signature of Witness #2

Kathleen Taylor
Printed Name of Witness #2

By: Joan C. Hoerman
Signature
JOAN C. HOERMAN, PRES.
Printed Name and Title

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 16TH day of April, 2008, by JOAN HOERMAN, as PRESIDENT of BELLEVIEW BILTMORE VILLAS-BAYGREEN, INC., a Florida corporation, on behalf of the corporation, who is personally known to me ~~or has~~ produced _____ as identification.

My Commission Expires:

Dorothy Thomas
Notary Public - State of Florida at Large



DOROTHY THOMAS
MY COMMISSION # DD 827602
EXPIRES: January 9, 2011
Bonded Thru Budget Notary Services

**APPROVED AMENDMENTS TO
AMENDED ARTICLES OF INCORPORATION OF
BELLEVIEW BILTMORE VILLAS-BAYGREEN, INC.**

Insertions are underlined; deletions are ~~stricken through~~

Use of * * * denotes text which is unaffected by the proposed amendment

1. Amend Article V, Section 5.1, of the Amended Articles of Incorporation to read as follows:
V.

Directors

5.1 The affairs of the Association will be managed by a Board consisting of the number of directors determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors. Directors ~~need not~~ must be members of the Association.

* * *

END OF APPROVED AMENDMENT