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COR AMND/RESTATE/CORRECT OR O/D RESIGN

THE SEA HORSE BATH AND TENNIS CLUB, INC.

Certificate of Status	0
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Articles of Amendment
to
Certificate of Incorporation
of

The Sea Horse Bath and Tennis Club, Inc.

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment to its Certificate of Incorporation as previously amended by that Amendment to Certificate filed on September 25, 2006. This amendment was approved by the affirmative vote of the holders of record of more than 80% of the stock of the Corporation, which number was sufficient for approval:

AMENDMENTS ADOPTED -

Article XI of the Certificate of Incorporation, as previously amended by that certain Amendment to the Certificate filed on September 25, 2006, shall be deleted in its entirety and in its place shall read as follows:

"ARTICLE XI

A conveyance or mortgage of real property of the corporation (including all lands and the buildings and improvements situated thereon) can be made only upon the consent, in writing (which written consent may be obtained in lieu of a meeting of the stockholders), of stockholders of record holding eighty percent (80%) or more of the outstanding stock of the corporation. In the event of the conveyance of ownership or title to all or any part of the real property of the corporation (including any lands and any of the buildings and improvements situated thereon), all Proprietary Leases shall terminate and all rights, interest and estate of the stockholders of the corporation with respect to such property, including, without limitation, possessory rights pertaining to the leased units, shall cease and terminate at the time of the consummation of the sale or conveyance of ownership or title to such property to any purchaser or transferee thereof who shall acquire the property free, clear and discharged of any estate, rights or interest of the stockholders, including, without limitation, possessory rights pertaining to the leased units. This restriction shall apply also to the corporation's leasing its real property, other than its leasing apartments. This restriction shall not apply and in no way shall it limit the corporation's leasing any, or all, of its apartments, for any period or term, definite or indefinite provided, however, in the event of the conveyance of all of the Corporation property, all Proprietary Leases of all apartments shall terminate as set forth above. In addition, all Proprietary Leases granted by the corporation shall terminate upon the closing on the sale and transfer by the stockholders owning eighty percent (80%) or more of the outstanding stock of the corporation."

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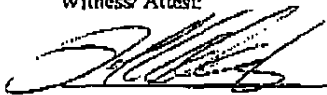
The date of amendment adoption: June 15, 2007

Effective date: June 15, 2007


Adoption of Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Witness/ Attest:



The Sea Horse Bath and Tennis Club, Inc.

By: 
H. Thorne Gould, President

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