

233364

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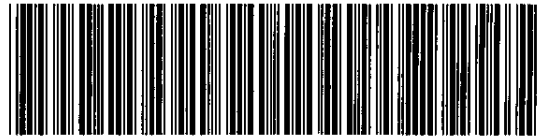
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Noted

82

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: DeLand Golf Course, Inc.

DOCUMENT NUMBER: 233364

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bill Alexander
(Name of Contact Person)

DeLand Country Club
(Firm/ Company)

2289 Country Club Drive
(Address)

DeLand, FL 32724
(City/ State and Zip Code)

For further information concerning this matter, please call:

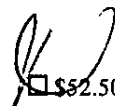
Bill Alexander at (386) 734-9675
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

 ☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

DeLand Golf Course, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

233364

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

SEE ATTACHED

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

RESOLUTION 11-27-B

RESOLUTION TO BE PRESENTED FOR STOCKHOLDER APPROVAL AT THE ANNUAL MEETING OF DELAND GOLF COURSE, INC. NOVEMBER 27, 2006

RESOLUTION AMENDING THE THIRD SECTION OF THE CERTIFICATE OF INCORPORATION OF DELAND GOLF COURSE, INC., a Florida Corporation, as follows:

- I. That SECTION THIRD of the Certificate of Incorporation, as amended by resolution dated May 10, 1966, and as amended by resolution dated January 29, 1979, be further amended as follows:

The Capital stock of the corporation shall consist of

- A. One Thousand (1000) shares of freely transferable common stock of One Hundred Dollar (\$100.00) par value,
- B. Two Thousand (2000) shares of limited-transferable common stock of One Hundred Dollar (\$100.00) par value, transferable only to a stockholder of the corporation or to the corporation itself and not any outsider, and
- C. One Thousand (1000) shares of completely non-transferable, non-pledgeable common stock of One Hundred Dollar (\$100.00) par value, subject to the following restrictions:
 - 1. New members of DeLand Country Club subsequent to November 27, 2006, shall have a right of purchase from the corporation limited to a maximum of three (3) shares, at such price per share as determined from time to time by the Board of Directors of the Corporation
 - 2. Stock issued under this Paragraph C shall be completely restricted as to transferability and shall not be pledged or hypothecated in any way. At such time as a stockholder:
 - a. Permanently ceases to be a member in good standing of DeLand Country Club as finally determined by the Board of Directors, or
 - b. Desires to divest of ownership of such stock or otherwise sell or transfer such stock, or
 - c. Dies,

all certificates representing such stock shall be cancelled by the corporation and the shares of stock will be listed for sale to subsequent new member-stockholders on a first in-first out basis. Upon sale of such stock by the corporation and receipt of full payment for same, the corporation shall pay an amount equal to seventy percent (70%) of the original purchase price of such stock to the stockholder, if living, and if not, to such stockholder's estate.

- II. That this resolution be proposed to the stockholders of the Corporation at the next meeting thereof to be approved by a majority of the stockholders present and voting affirmatively.

I, DOREEN COURTHEYN, Secretary, do hereby certify that the above and foregoing is a true and correct copy of a resolution adopted by the Board of Directors of DeLand Golf Course, Inc., at a meeting thereof held on the 25th day of October, 2006.


DOREEN COURTHEYN, Secretary

The date of each amendment(s) adoption: November 27, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature Bill E. Alexander
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bill Alexander
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35