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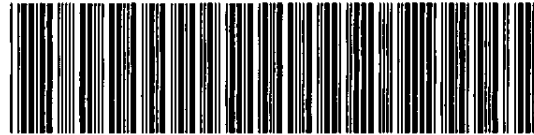
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February 22, 2012

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

RE: ***Heather Hills Property Owners Association, Inc.***
Document Number: 715961
FEI/EIN Number: 591396197

Gentlemen:

Enclosed herein please find Articles of Amendment to the Articles of Incorporation for the above referenced corporation. Our check in the amount of \$43.75 is also enclosed representing the amendment fee and a certified copy fee of \$8.75. Please return the certified copy of the amended Articles to me in the self-addressed, stamped envelope.

Thank you for your assistance, and should you have any questions, please call at the number listed above or email at fr@manalaw.com.

Very truly yours,

HARRISON, KIRKLAND, PRATT,
& MCGUIRE, P.A.

A large, stylized handwritten signature in dark ink, appearing to read "W. Nelson Kirkland".

W. Nelson Kirkland, Esquire

WNK/fr
Enclosure

This Instrument Prepared by:
W. Nelson Kirkland, Esquire
Harrison, Kirkland, Pratt & McGuire, P.A.
Post Office Box 400
Bradenton, Florida 34206
(941) 746-1167

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
HEATHER HILLS PROPERTY OWNERS ASSOCIATION, INC.**

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12 FEB 24 AM 10:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

HEATHER HILLS PROPERTY OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, being the association governing the recreational and other common areas of HEATHER HILLS PROPERTY OWNERS ASSOCIATION and being the entity responsible for the operation of HEATHER HILLS PROPERTY OWNERS ASSOCIATION, a Mobile Home Park Subdivision Homeowner's Association, being situated in Bradenton, Manatee County, Florida, and in accordance with the Declaration of Covenants, Conditions and Restrictions of HEATHER HILLS ESTATES, a Subdivision, and All Additions Thereto, (hereinafter "Declaration"), recorded in Official Records Book 334, Pages 479, inclusive, of the Public Records of Manatee County, Florida, has adopted certain amendments to the Articles of Incorporation as described hereinbelow:

ARTICLE II, ENTITLED "PURPOSE", is hereby amended by the addition of a new Section I thereof, as follows:

"Section I. To manage and administer HEATHER HILLS PROPERTY OWNERS ASSOCIATION as a community intended and operated as "housing for older persons" within the meaning of the Fair Housing Amendments Act of 1988, 42 U.S.C. Sections 3601, et seq., and subsequent amendments thereto."

2. ARTICLE IV, ENTITLED "POWERS", is hereby amended by the addition of a new Section I thereof, as follows:

"Section I. The corporation, by and through its Board of Directors, shall make and enforce reasonable rules and regulations governing the use of any and all property described below and the operation of said community as "housing for older persons" within the meaning of the Fair Housing Amendments Act of 1988, 42 U.S.C. Sections 3601, et seq., and subsequent amendments thereto. All such rules and regulations and any amendments thereto shall be approved by not less than a majority of the Board of Directors at a duly called and convened meeting of the Board of Directors before the same shall become effective."

3. ARTICLE VI, ENTITLED "ADMISSION TO MEMBERSHIP", is hereby amended by addition of a new Section I thereof, as follows:

"Section I. Qualification for Membership: The record title holder of all lots in the following described subdivisions shall be members:

- i. HEATHER HILLS ESTATES, as per plat thereof recorded in Plat Book 15 at Pages 30, 31 and 32; as recorded in Official record Book 314, Page 613, Public Records of Manatee County, Florida; and
- ii. HEATHER HILLS ESTATES, Unit 1, recorded in Plat Book 15 at Page 30 through 32; and
- iii. HEATHER HILLS ESTATES, Unit 2, recorded in Plat Book 15 at Page 30 through 41; and
- iv. HEATHER HILLS ESTATES, Unit 3, recorded in Plat Book 15 at Pages 55 through 57; and
- v. HEATHER HILLS ESTATES, Unit 4, recorded in Plat Book 15 at Pages 61 through 62; and
- vi. HEATHER HILLS ESTATES, Unit 5, recorded in Plat Book 20, Pages 191 through 192.

All recorded in the Public Records of Manatee County, Florida. For purposes of the Articles of Incorporation, the Bylaws and the Rules and Regulations of this corporation, a "lot" shall be defined as a taxable parcel of real property upon which has been installed, or which is suitable for the installation of, a mobile home."

Each of the foregoing amendments was adopted by the affirmative vote of not less than 2/3rds of the Members at the annual meeting of the Corporation on May 1st 2011, at which meeting a quorum was present; said meeting having been called, at least in part, for the purpose of considering the foregoing amendments to the Articles of Incorporation.

Such action was taken subsequent to a meeting of the Board of Directors, who, by a unanimous vote, adopted a similar resolution in support of the foregoing amendments.

EXECUTED this 17th day of February, 2012, in the name of the Corporation by its President and its Secretary, who declare under the penalties of perjury that the facts stated herein are true.

WITNESSES:

Niki C. Hackney
Printed Name Niki C. Hackney

Lisa A. Endriss
Printed Name Lisa A. Endriss

**HEATHER HILLS PROPERTY OWNERS
ASSOCIATION, INC.**

By Randall L. Hock
RANDALL L. HOCK, President

ATTESTED TO:

By Diana Hug
DIANA HUG, Secretary

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 17th day of February, 2012, by RANDALL HOCK and DIANA HUG, as President and Secretary, respectively, of HEATHER HILLS PROPERTY OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of said Corporation and who acknowledged before me that the execution thereof is their free act and deed. They ~~are~~ personally known to me or I have produced Michigan + Ohio Driver's Licenses as identification.

Niki C. Hackney
Notary Public

Niki C. Hackney

My Commission Expires:

