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HERMAN ULMER, JR. 505 LANCASTER STREET, 8-C JACKSONVILLE, FL 32204

January 8, 1998

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

400002395384--5 -01/09/98--01049--006 *****35.00 *****35.00

Re:

Timuquana Country Club

Dear Sir:

Enclosed is a "Certificate of Amendment of Charter of Timuquana Country Club" which we request be filed in the records of your office. A check for the \$35.00 filing fee is enclosed.

We also enclose a xerox copy of the Certificate. Would you please acknowledge receipt of the Certificate and the date of filing on this copy and return the same in the enclosed, self-addressed, stamped envelope?

Sincerely,

Herman Ulmer, Jr.

HUJr/lgl Enclosures

98 JAN-9 PM 2: 47
SECRETARY OF STATE
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT OF CHARTER OF TIMUQUANA COUNTRY CLUB

We, RUSSELL B. NEWTON, JR., and TUCKER W. KING, the duly elected, appointed, qualified and acting President and Secretary, respectively, of *Timuquana Country Club*, a non-profit corporation organized under the laws of the State of Florida, do certify that the Charter of said corporation was amended by resolution, duly passed by the Founder and Honorary Life Members of the corporation, in accordance with all the provisions of the By Laws, at a properly convened meeting held on September 19, 1996, which resolution, as taken by us from the minutes of the meeting, provides as follows:

"That the first sentence of the second paragraph of Article III of the Charter is amended to increase the limit of Founder Members from 350 to 450."

IN WITNESS WHEREOF, we have hereunto set our hands and caused the seal of Timuquana Country Club to be affixed this 18 day of DECEMBER, 1997.

(RUSSELL B. NEWTON, JR.)

President of Timuquana Country Club

(TUCKER W. KING) Secretary of Timuquāna Country Club

(CORPORATE SEAL)