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SECRETARY OF STATE TALL'AHASSEE, FLORIDA

Amend (11/3/10) BECKER & POLIAKOFF, P.A. Paradise Village - Suite 7 348 Miracle Strip Parkway, S.W. Ft. Walton Beach, FL 32548 (850) 664-2229

TRANSMITTAL LETTER

DATE: October 29, 2010

TO: Florida Department of State, Division of Corporations

LADIES AND/OR GENTLEMEN:

I have enclosed the original Article of Amendment and one copy along with our check in the amount of \$35.00 for the filing fees.

Please file and return the date stamped copy in the enclosed self addressed envelope.

Thank you for your assistance in this matter.

Sincerely,

BECKER & POLIAKOFF, P.A.

For the Firm

ACTIVE: 2692004_1

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF BAY POINT IMPROVEMENT ASSOCIATION, INC.



THE UNDERSIGNED, being the duly elected and acting President of Bay Point Improvement Association, Inc., a Florida corporation not for profit, 4000 Marriott Drive, Suite C, Bay Point, FL 32408 does hereby certify that the attached Amendments to the Articles of Incorporation of Bay Point Improvement Association, Inc. which contains amendments requiring membership approval was proposed and duly adopted by the Board of Directors, and approved and duly adopted by more than 50% of the members on May 17, 2010, at a meeting of the members when a quorum was present, after due notice. The number of votes cast by the directors and by the members for approval of the Amendment was sufficient for its approval.

BAY POINT IMPROVEMENT ASSOCIATION, INC.

Witnesses:

TILL BRUET PRESIDENT

Rimberly A Martin

Julia 10

STATE OF FLORIDA

COUNTY OF BAY

Before me, the undersigned authority, appeared TILL BRUETT, to me personally known and known to be the President of the Bay Point Improvement Association, Inc., a Florida non-profit corporation, and he acknowledged to and before me that he executed the foregoing Certificate of Amendment for the uses and purposes therein stated.

WITNESS my hand and official seal this Hodge of October, 2010.

NOTARY PUBLIC
My Commission Expires:



AMENDMENT TO THE

ARTICLES OF INCORPORATION

OF

BAY POINT IMPROVEMENT ASSOCIATION, INC.

Article III: Qualification of Members

There shall be two classes of membership.

Members shall be all persons owning, in fee simple, a parcel or parcels of real property in Bay Point, or an undivided interest in a parcel or parcels and the managing entity of any time share project having <u>80</u> 429 or more timeshare units - a unit being defined as an apartment subject to a time sharing arrangement. In cases of divided fee ownership, members shall be entitled to one vote for each parcel owned. The managing entity of a timeshare project shall not be entitled to any votes in the election of directors but shall be entitled to have a director on the board of Directors of the Association as provided for in the By-Laws of the Association. The votes of corporate owners may be cast by their duly authorized representatives. Admission to the corporation shall be by acquisition of a parcel or parcels of real property in Bay Point as well as becoming the managing entity of a timeshare project containing <u>80</u> 420 or more units.(11).

The remainder of the Article III remains unchanged.

(Additions, with the exception of headings, are shown by <u>underline</u>, deletions are shown by <u>strikethrough</u>.)

Article VI: Officers and Directors

The affairs of this corporation shall be managed and conducted by a President, one or more Vice Presidents, a Secretary and a Treasurer, and such other officers as may be prescribed and fixed by the Board of Directors and a Board of not less than three (3) nor more than ten (10) directors elected by the Class I members from the community at large and one additional director as appointed by the 10 Board of Directors and as recommended by the management entity on behalf of the members of the timeshare condominium association as defined in Article III for Class II members. The exact number to be fixed from time to time by the By-Laws of the corporation.

The remainder of the Article VI remains unchanged.

(Additions, with the exception of headings, are shown by underline, deletions are shown by strikethrough.)

ACTIVE: 3134139_1