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FILED
MAR - 1 PM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 28, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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-03/01/00--01105--005
*****43.75 *****43.75

Gentlemen:

Re: Del-Aire Country Club, Inc.

Enclosed are the original and a copy of an Amendment to the Articles of Incorporation of the captioned corporation. Please file the original and return the copy certified.

A check in the amount of \$43.75 is enclosed to cover the \$35.00 filing fee and the \$8.75 fee for the certified copy.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By DL
John B. McCracken

NAJBM17021-2SecySt-L-1.wpd
Enclosures

Amend

T. LEWIS MAR 10 2000

**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DEL-AIRE COUNTRY CLUB, INC.**

FILED
00 MAR -1 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEL-AIRE COUNTRY CLUB, INC., a Florida not-for-profit corporation, under its corporate seal and the hands of its President and Secretary, hereby certifies that the following resolution was adopted by an affirmative vote of its Board of Governors at a regular meeting held January 21, 2000, and by the total membership of the corporation at a special meeting held February 20, 2000, to-wit:

RESOLVED, that, effective on the date of filing with the Department of State of Florida, the Certificate of Incorporation of Del-Aire Country Club, Inc., which was approved and filed in the office of the Secretary of State at Tallahassee, Florida, on March 20, 1978, and which has been amended and restated, be further amended by:

A. striking the first sentence of Article VI, Memberships, in its entirety and by substituting therefor the following:

ARTICLE VI

MEMBERSHIPS

The Club shall have a maximum of Three
Hundred Seventy-Five (375) members.

B. striking Article XI, Voting Rights, thereof in its entirety and by substituting therefor the following:

ARTICLE XI

VOTING RIGHTS

The voting power of the members shall be
vested in the members in good standing who hold

a Club Membership Bond who shall each have equal voting rights with one (1) vote per membership. Associate Members who do not hold Club Membership Bonds shall not be entitled to vote or hold office in the Club. Associate Members who hold Club Membership Bonds may vote, but not on issues relating to the golf course or golf program.

C. striking Article XV, Transfer of Membership, thereof in its entirety and by substituting therefor the following:

ARTICLE XV

TRANSFER OF MEMBERSHIP

Club Memberships Bonds may be transferred only through repurchase by the Club in accordance with the procedure set forth in the By-Laws. Associate Memberships are not transferable.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its President and Secretary this 21 day of February, 2000.

DEL-AIRE COUNTRY CLUB, INC.

ATTEST:

By Malcolm Levenson
Malcolm Levenson, President

Walter Warheit
Walter Warheit, Secretary

(CORPORATE SEAL)