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DANIEL J. LOBECK  
MARK A. HANSON  
KEVIN T. WELLS  
2063 MAIN STREET  
SARASOTA, FL 34237  
(941) 955-5622  
FAX 951-1469

THE LAW OFFICES OF  
**LOBECK & HANSON**  
PROFESSIONAL ASSOCIATION

CONDOMINIUM  
COOPERATIVE AND  
COMMUNITY  
ASSOCIATIONS  
PERSONAL INJURY  
FAMILY LAW  
CRIMINAL DEFENSE  
CIVIL LITIGATION

April 8, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 23214

FILED  
APR 10 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

Re: Certificate of Amendment/Bird Bay Community Association, Inc.

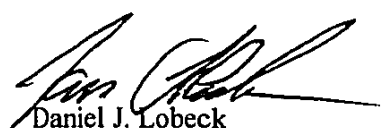
To whom it may concern:

Please find the enclosed Certificate of Amendment for the above-referenced corporation and a check in the amount of \$35.00 for the filing fee.

Thank you for your assistance in this matter.

600002139216--6  
-04/10/97-01058--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Very truly yours,

  
Daniel J. Lobeck

DJL:ls  
Encl.

AM  
P  
4-16

CERTIFICATE OF AMENDMENT

ARTICLES OF INCORPORATION  
BIRD BAY COMMUNITY ASSOCIATION, INC.

We hereby certify that the attached amendments to the Articles of Incorporation of Bird Bay Community Association, Inc. ("the Association"), a Florida corporation not-for-profit, were adopted at the Annual Meeting of the Association held March 26, 1997, by the affirmative vote of three-fifths of all members of the Association, upon proposal and approval by a majority of the entire Board of Directors of the Association, which is sufficient for adoption under Article XI of the Articles of Incorporation of the Association.

DATED this 7<sup>th</sup> day of April, 1997.

Witnesses: BIRD BAY COMMUNITY ASSOCIATION, INC.

sign Patricia M Bloomer

By: Ray Marston  
Ray Marston, President

print PATRICIA Bloomer

sign C. Michael Martino

print C. Michael Martino

Witnesses:

Attest: Ambrose W. Burger  
A.W. Burger, Secretary

sign Patricia M Bloomer

print PATRICIA Bloomer

sign C. Michael Martino

print C. Michael Martino

FILED  
97 APR 10 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of April, 1997, by Ray Marston as President of Bird Bay Community Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC

sign V. Kikilynn Ferguson  
print V. Kikilynn Ferguson  
State of Florida at Large (Seal)

My Commission expires:

STATE OF FLORIDA  
COUNTY OF SARASOTA



V. KIKILYNN FERGUSON  
My Comm. Exp. 09/16/2000  
Bonded By Service Ins  
No. CC585207  
 Personally Known  Other I.D.

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of April, 1997, by A. W. Burger as Secretary of Bird Bay Community Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC

sign V. Kikilynn Ferguson  
print V. Kikilynn Ferguson  
State of Florida at Large (Seal)

My Commission expires:

Prepared by:  
Daniel J. Lobeck  
2063 Main Street, Suite 101  
Sarasota, FL 34237



V. KIKILYNN FERGUSON  
My Comm Exp. 09/16/2000  
Bonded By Service Ins  
No. CC585207  
 Personally Known  Other I.D.

**AMENDMENTS**

**ARTICLES OF INCORPORATION  
BIRD BAY COMMUNITY ASSOCIATION, INC.**

(Additions indicated by underline, deletions by ~~strikethrough~~)

**ARTICLE VIII  
DIRECTORS**

FILED  
97 APR 10 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The affairs of the Association shall be directed by a Board of Directors. ~~The number of Directors on the first Board of Directors (the "first Board") shall be three (3). The number of Directors subsequent to the First Board shall be as provided in the Association's Bylaws, but in no event shall there be less than three (3) Directors. No Director need be a member.~~

~~2. The names and addresses of the persons who are to serve as the First Board are as follows:~~

<del>William H. Jobes, Jr.</del>	<del>8310 Vamo Road Sarasota, Florida 33584</del>
<del>J. Phillip Short</del>	<del>8310 Vamo Road Sarasota, Florida 33584</del>
<del>Dianna Reid</del>	<del>8310 Vamo Road Sarasota, Florida 33584</del>

~~Developer reserves the right to designate successor Directors to serve on the First Board for so long as the First Board is to serve as hereinafter provided:~~

~~3. The holder of the Class B membership shall have the right to designate a majority of the Directors until the occurrence of the "Turnover Date," as defined below. The remaining Directors shall be elected annually by the the Class A members at the Annual Members Meeting.~~

~~4. Upon the occurrence of the "Turnover Date," each Class B membership Director shall be succeeded by a Director elected by the Class A members. The "Turnover Date" is the earliest to occur of the following:~~

~~(a) January 1, 1988;~~

~~(b) The date of the written surrender of the Class B membership by the then holder thereof for cancellation;~~

~~(c) The date of the sale of the last unit built by Bird Bay Associates or its successors or assigns on the real property described in paragraphs A and B of the Long-Term and Non-Exclusive Use Agreement.~~

~~2 5:~~ At each Annual Members Meeting held subsequent to the year in which the Turnover Date occurs, all of the Directors shall be elected by the members of the Association in accordance with the Bylaws. The Board of Directors may, at its option, select a nominating committee consisting of five (5) members to nominate candidates for the directorships to be filled at the next Annual Members Meeting. A list of any such nominations shall be delivered to each member at least thirty (30) days prior to the Annual Members Meeting. Any member can make nominations from the floor of the Annual Members Meeting.