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March 3, 1999

752176

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

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-03/05/99--01115--008  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

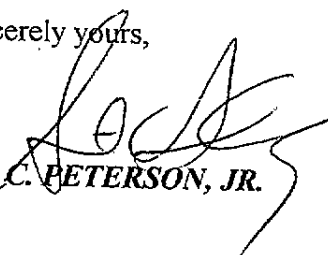
Re: Sugar Mill Association, Inc.  
Document No. 752176  
Our File No. 99-9874

Dear Sirs:

In regard to the above-referenced corporation, enclosed please find a Statement of Change and Articles of Amendment, along with this firm's check in the amount of \$70.00 for filing same.

Please return a conformed copy of the Articles of Amendment to this office.

Sincerely yours,

  
SID C. PETERSON, JR.

SCP/cmr  
Enclosures

FILED  
99 MAR -8 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

TLL MAR 9 1999

V

FILED  
99 MAR -8 AM 11: 14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**

**THE SUGAR MILL ASSOCIATION, INC.**, a Florida corporation not for profit (hereafter referred to as "the Association") under its corporate seal and the hands of its President, hereby certifies that:

1. At a special meeting of the Board of Directors and Membership of the Association held on March 30, 1998 a majority of the Board of Directors, as well as not less than two-thirds (2/3) of the members of the Association (said number of votes being sufficient for approval) approved the amendment to the Articles of Incorporation of the Association set forth below.

2. Words ~~stricken~~ are deletions and words underlined are additions. Only those items amended are set forth below. All other items not set forth herein remain unchanged.

3. Article IV, subparagraph (f) is amended to read as follows:

"(f) Participate in mergers and consolidations with other non profit corporations organized for the same purposes or annex additional residential property ~~an~~ and common area provided that any such merger or consolidation or merger shall have the assent of two-thirds (2/3) of each class the membership ~~and except that annexation of additional property may be accomplished without a vote of the members pursuant to the Declaration.~~"

4. Last sentence of Article VI is amended to read as follows:

"If one person or entity owns two or more lots or Living Units, such person or entity shall have one vote for each Lot or Living Unit ~~owed~~ owned. All votes shall be conducted in accordance with the Bylaws or as otherwise provided in Florida law, and shall be by secret ballot.

5. Article XI is amended to read as follows:

"The Bylaws of the Association originally adopted by the Board of Directors of the Association on April 26, 1980 as amended on April 26, 1986, and on April 25, 1994 may be further amended or

rescinded by vote of a majority of quorum of members present in person or by proxy at any regular or special meeting of members ~~the membership~~ as prescribed in the Bylaws."

6. Article XII is amended to read as follows:

"Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner: Notice of the subject matter of a proposed Amendment shall be included in the notice of any meeting at which a proposed Amendment is considered. A resolution for the adoption of a proposed Amendment may be proposed either (1) by a majority of the Board of Directors or by (2) 2/3 of the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the Amendment may express their approval or disapproval in writing, provided such approval or disapproval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed Amendment must bear the approval of not less than a majority of the Board of Directors and not less than ~~two-thirds (2/3)~~ a simple majority of the entire membership of the Association. In the alternative Amendment may be made by an agreement signed and acknowledged by all the record owners of units (members of the Association) in the manner required for the execution of a deed. Upon adoption, the Articles of Amendment must be properly executed by the Association, set forth the text of each Amendment, the date of the adoption of the Amendment by the members, a statement that the number of votes cast was sufficient for approval, and filed with the Department of State as required by law."

IN WITNESS WHEREOF we have caused these presents to be executed this 22 day of February, 1999.

THE SUGAR MILL ASSOCIATION, INC.,

Witnesses:

Janet A. Sherwood  
JANET A. SHERWOOD  
(Witness - print name)

BY: Mr Jack Funkey  
Name: JACK FUNKEY  
Title: President

Karen E. Purkey  
Karen E. Purkey  
(Witness - print name)

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STATE OF FLORIDA

COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this 22 day of February, 1999, before me personally appeared Dr. Jack Sienkay President of THE SUGAR MILL ASSOCIATION, INC., a non-profit corporation under the laws of the State of Florida, who is personally known to me or who has produced personally known as identification and who executed the foregoing instrument and who acknowledged the execution thereof to be his free act and deed as such officer, for the uses and purposes therein mentioned; and that he affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at New Smyrna Beach, in the County of Volusia, State of Florida, the day and year last aforesaid.

Helen E. Dow  
HELEN E. DOW

(Notary - print name)  
Notary Public - State of Florida  
Commission No.:  
My Commission Expires 1-20-00

