

LAW OFFICES

BECKER & POLIAKOFF, P.A.

Maitland Center
500 Winderley Place, Suite 104
Maitland, Florida 32751

Phone: (407) 875-0955 Fax: (407) 875-3401
(800) 232-5379

Internet: <http://www.becker-poliakoff.com>
Email: bp@becker-poliakoff.com

767514

Maitland

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April 7, 1998

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*****35.00 *****35.00

Secretary of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: **Leisure Living Estates Condominium Association,
Inc. / Articles of Amendments to Articles of
Incorporation**

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Amendments to Articles of Incorporation for the above-referenced corporation. Please file the original, conform the copy and return it to me in the enclosed self-addressed, stamped envelope. Also enclosed is check No. 1369 in the amount of \$35.00 payable to the Secretary of State to cover the filing fee.

If you have any questions, please contact me.

Sincerely,

Cathy Williams
Cathy Williams

Secretary to C. John Christensen

/caw
Encls.

FILED

98 APR 10 AM 8:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
LFS

4-16-98

FILED

98 APR 10 AM 8:27

ARTICLES OF AMENDMENT

TO

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LEISURE LIVING ESTATES CONDOMINIUM ASSOCIATION, INC.

THE UNDERSIGNED officers of the LEISURE LIVING ESTATES CONDOMINIUM ASSOCIATION, INC., the not-for-profit Florida corporation organized and existing to operate and maintain the LEISURE LIVING ESTATES, A CONDOMINIUM, according to the Declaration of Condominium thereof, as recorded in O.R. Book 2446, Page 0198, et. seq., as amended, Public Records of Brevard County, Florida, hereby certify and confirm that the amendment to the Articles of Incorporation recorded at O.R. Book 2446, Page 0249, et. seq., of the Public Records of Brevard County, Florida, was approved by not less than seventy-five percent (75%) of the Association membership, at a membership meeting held March 23, 1998. The undersigned hereby certify and confirm that the amendment was proposed and adopted in accordance with the condominium documents and applicable law. The number of votes was sufficient for adoption.

Additions indicated by underlining
Deletions indicated by ~~strike-through~~
Unaffected, omitted, language indicated by ...

ARTICLES OF INCORPORATION

ARTICLE XV
AMENDMENTS

A. ... At such meeting the Amendment or Amendments proposed must be approved by an affirmative vote of two-thirds (2/3rd) of the members present in person or by proxy at compromising not less than seventy-five (75%) percent of the membership meeting in the ASSOCIATION in order for such Amendment or Amendments to become effective. Notices of the Special Meeting will be hand-delivered or mailed, return receipt requested, to all members.

...

(The remainder of the Articles of Incorporation is unchanged.)

This Instrument Prepared By:
C. JOHN CHRISTENSEN, ESQ.
Becker & Poliakoff, P.A.
500 Winderley Place, Suite 145
Maitland, FL 32751

Executed this 3rd day of April 1998.

Signed, sealed and delivered
in the presence of witnesses:

Gale M. Behrend
John R. Curry
Print Gale M. Behrend

Mansa A. Szybenk
Print Mansa A. Szybenk

LEISURE LIVING ESTATES
CONDOMINIUM ASSOCIATION, INC.

By: John R. Curry
Print John R. Curry, President
Address 2580 S. Hwy 1A #42
Melbourne Bch FL 32951

ATTEST:

Gale M. Behrend
Print Gale M. Behrend

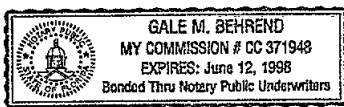
Mansa A. Szybenk
Print Mansa A. Szybenk

By: John G. Ricciardo
Print John G. Ricciardo, Secretary
Address 2580 S. Hwy 1A #70
Melbourne Beach, FL 32951
(CORPORATE SEAL)

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared John R. Curry and John G. Ricciardo, to me personally known to be the President and Secretary, respectively, of LEISURE LIVING ESTATES CONDOMINIUM ASSOCIATION, INC., or having produced Florida licenses as identification and did/did not take an oath, and they severally acknowledged before me that they freely and voluntarily executed the same as such officers, under authority vested in them by said Corporation.

WITNESS my hand and official Seal in the State and County last aforesaid, this 3rd day of April, 1998.



Gale M. Behrend
Notary Public, State of Florida at Large.
Printed Name: Gale M. Behrend
My commission expires: 6/12/98