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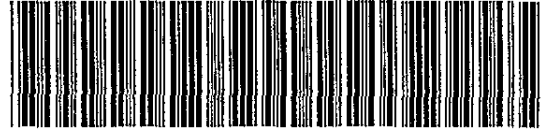
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January 10, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to the Articles of Incorporation for Breakaway Condominium Association, Inc.

Ladies and/or Gentlemen:

Enclosed is a check in the amount of \$43.75 for the filing and a certified copy of the enclosed Amendments to the Articles of Incorporation for Breakaway Condominium Association, Inc. Please return to us in the enclosed self addressed stamped envelope.

Sincerely,


Elay Gray
Legal Assistant

/eg

Enclosure

ARTICLES OF
AMENDMENT TO ARTICLES OF INCORPORATION

THE UNDERSIGNED, being the duly elected and acting Vice-President of Breakaway Condominium Association, Inc., a Florida corporation not for profit, P O Box 5965, Destin, Florida 32540, does hereby certify that the attached Articles of Amendment to the Articles of Incorporation of Breakaway Condominium Association, Inc. which contains amendments requiring membership approval was proposed and duly adopted by more than 75% of the Board of Directors of the Association, and approved and duly adopted by more than 75% the members on October 9, 2004, at a meeting of the members when a quorum was present, after due notice. The effective date of the amendment is October 9, 2004. The number of votes cast by the directors and by the members for approval of the amendments was sufficient for their approval.

The sole condominium operated by Breakaway Condominium Association, Inc. is Breakaway, a condominium, the initial Declaration of Condominium of which is recorded in Book 1216, Page 461, et. seq. of the public records of Okaloosa County, Florida.

WITNESSES:

Tracya Sawyer
Printed Name: Tracya Sawyer

Paul Whitehead Jr.
Printed Name: Paul Whitehead Jr.

BREAKAWAY CONDOMINIUM ASSOCIATION, INC.

By: Robert E. Palmer
ROBERT E. PALMER
Its Vice President

05 JAN 12 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned authority, appeared Robert E. Palmer, to me personally known and known to be the Vice-President of the Breakaway Condominium Association, Inc., a Florida non-profit corporation, and he acknowledged to and before me that he executed the foregoing for the uses and purposes therein stated.

WITNESS my hand and official seal this 27 day of December, 2004.

Paul Whitehead Jr.
NOTARY PUBLIC

My Commission Expires: 10.19.07

This Instrument prepared by:

Raymond F. Newman, Jr.
Becker & Poliakoff, P.A.
348 Miracle Strip Parkway, SW-Suite 7
Ft. Walton Beach, FL 32548



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BREAKAWAY CONDOMINIUM ASSOCIATION, INC.

Article I, a. of the Articles of Incorporation is hereby amended to read as follows:

Article I
Name

The name of the corporation shall be ~~BREAKAWAY~~ HENDERSON PARK CONDOMINIUM
ASSOCIATION, INC. The corporation shall be referred to in these Articles as the ASSOCIATION.

(Additions, with the exception of headings, are shown by underline; deletions are shown by ~~striketrough~~.)