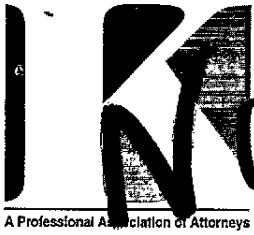


KATZMAN & KORR



LEIGH C. KATZMAN
FERREN L. KORR
MICHELLE FRYDMAN
DAVID A. KUPPERMAN
MARK M. HEINISH
ERIC M. APPEL
MICHAEL E. CHAPNICK
GUSTAVO G. ALARCON

September 3, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000007591830--0
-09/09/02--01037--007
*****43.75 *****43.75

**Re: *Amendment to Articles of Incorporation for
Kings Bay II at Monarch Lakes Association, Inc.
File No.: 9869***

Dear Sir / Madam:

Pursuant to your requirements, enclosed please find the Articles of Amendment to Articles of Incorporation which has been prepared in order to effectuate the filing of the association's Amendment to the Articles of Incorporation.

Furthermore, enclosed please find a check in the amount of \$43.75 made payable to the Department of State to cover the filing fee plus a certified copy. Should you have any questions or comments with respect to the contents of this letter or the enclosure, please feel free to contact me.

FILED
0001-7
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

KATZMAN & KORR, P.A.

Rachel E. Frydman, Esq.
For the Firm

REF:edw
Enclosures
cc: Board of Directors (Letter Only)
Property Manager (Letter Only)

N00000002757
SPX WCA
10-7-02
* cert copy



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 18, 2002

KATZMAN & KORR, P.A.
% RACHEL FRYDMAN
5581 WEST OAKLAND PARK BLVD.
LAUDERHILL, FL 33313

SUBJECT: KINGS BAY II AT MONARCH LAKES ASSOCIATION, INC.
Ref. Number: N00000002757

We have received your document for KINGS BAY II AT MONARCH LAKES ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 2001 annual report/uniform business report. The entity must be reinstated before this document can be filed.

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 2001 corporate annual report/uniform business report form. To reinstate, the corporation must submit a completed reinstatement application or annual report/uniform business report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year.

Therefore, the total amount due to reinstate the corporation is \$297.50. Add an additional \$8.75 for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Document Specialist

Letter Number: 202A00053106

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Kings Bay II at Monarch Lakes Association, Inc
(present name)

N000000027507
(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

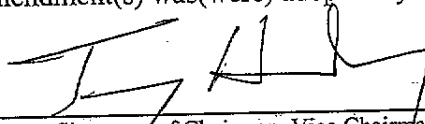
See Attached

FILED
02 OCT -7 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: May 15, 2000

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.


Signature of Chairman, Vice Chairman, President or other officer

TREY HENSLEY - PRESIDENT
Typed or printed name

PRESIDENT 8-28-02
Title Date

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF

KINGS BAY II AT MONARCH LAKES ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1006 of the Florida Not For Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is KINGS BAY II AT MONARCH LAKES ASSOCIATION, INC.

2. The members of the Corporation unanimously approved the adoption of the following amendment to the Articles of Incorporation on May 15, 2000 and such unanimous vote was sufficient for approval:

Article I is hereby amended to read as follows:

"ARTICLE 1"

NAME

The name of the corporation shall be: "CATALINA BAY AT MONARCH LAKES ASSOCIATION, INC." (hereinafter referred to as the "Association"). The address of the corporation shall be: 7975 NW 154th Street, Suite #400
Miami Lakes, Florida 33016

Prepared By:
Peter M. Hodkin, Esq.
One East Broward Blvd., Suite #1501
Fort Lauderdale, Florida 33301
Florida Bar No.:287814
Telephone: (954) 522-2771
Facsimile: (954) 523-1614

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this

31st day of May, 2000.

KINGS BAY II AT MONARCH LAKES ASSOCIATION, INC.

BY: *Donald Alexander*
Donald Alexander, President

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Donald Alexander, President of Catalina Bay at Monarch Lakes Association, Inc., and he acknowledged executing the foregoing Articles of Amendment on behalf of the corporation. He is personally known to me or produced a Florida driver's license as identification.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at said County and State this

31st day of May, 2000.



Lilly M. Perez
NOTARY PUBLIC
State of Florida at Large

My Commission Expires: