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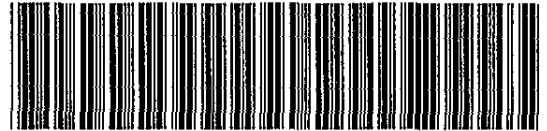
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Amend.

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Reply To:

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May 14, 2003

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
Department of State
P.O. Box 6327
Tallahassee, FL 32301

**RE: Seabreeze At Atlantic View Condominium Association, Inc.
Amendments to Articles of Incorporation**

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of a Certificate of Amendment to the Articles of Incorporation of **Seabreeze At Atlantic View Condominium Association, Inc.**, as well as a check in the amount of **\$43.75** to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,


KENNETH S. DIREKTOR
For the Firm

KSD/ebd
Enclosures

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**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SEABREEZE AT ATLANTIC VIEW CONDOMINIUM ASSOCIATION, INC.**

The undersigned officers of Seabreeze At Atlantic View Condominium Association, Inc. do hereby certify that the following amendments to the Articles of Incorporation of said corporation are a true and correct copy as amended, pursuant to Article 12 thereof, by the membership at a duly called and noticed meeting of the members held **March 10, 2003** and by the Board of Directors at a duly called and noticed meeting of the Board of Directors held **March 20, 2003**. The amendments were adopted by the members and the Board of Directors and the number of votes cast for the amendment was sufficient for approval.

**AMENDMENTS TO THE
ARTICLES OF INCORPORATION OF
SEABREEZE AT ATLANTIC VIEW
CONDOMINIUM ASSOCIATION, INC.**

(Additions shown by "underlining",
deletions shown by "~~strikeout~~")

ARTICLE 4

POWERS

The powers of the Association shall include and be governed by the following:

* * *

4.2 Enumeration. The Association shall have all of the powers and duties set forth in the Act, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration and as more particularly described in the By-Laws, as they may be amended from time to time, including, but not limited to, the following:

* * *

(h) To contract for the management and maintenance of the Condominium Property and to authorize a management agent ~~which may be an affiliate of Developer~~ to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of Assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the Common Elements with such funds as shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the Condominium Act, including, but not limited to, the making of Assessments, promulgation of rules and execution of contracts on behalf of the Association.

* * *

ARTICLE 8

OFFICERS

The affairs of the Association shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The By-Laws may

provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers. ~~The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:~~

Leopoldo Henriquez
1401 South A1A, Suite 203
Vero Beach, Florida 32962
President

Ronald Bell
1401 South A1A, Suite 203
Vero Beach, Florida 32963
Vice-President

Shelly Caldwell
1401 South A1A, Suite 203
Vero Beach, Florida 32963
Secretary/Treasurer

ARTICLE 9

DIRECTORS

9.1 Number and Qualification. The property, business and affairs of the Association shall be managed by a board consisting of the number of directors determined in the manner provided by set forth in the By-Laws, ~~but which shall consist of not less than three (3) Directors. Directors, other than designees of Developer, must be members of the Association. Directors must be members of the Association or the spouse or live-in companion of a member of the Association.~~

* * *

9.4 ~~Form of Developer's Directors. Developer of the Condominium shall appoint the members of the first Board of Directors and their replacements who shall hold office for the periods described in the By-Laws.~~

9.5 ~~First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:~~

Leopoldo Henriquez
1401 South A1A, Suite 203
Vero Beach, Florida 32962

Ronald Bell
1401 South A1A, Suite 203
Vero Beach, Florida 32963

Shelly Caldwell
1401 South A1A, Suite 203
Vero Beach, Florida 32963

* * *

ARTICLE 12
AMENDMENTS

12.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by a majority of the Board of Directors or by not less than one-third (1/3) of the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided that such approval is delivered to the Secretary at or prior to the meeting. Votes to amend the Articles of Incorporation may also be conducted by written consent in lieu of a meeting. The approval must be: by not less than a majority of the votes of all members of the Association present and voting, in person or by proxy, at a meeting at which a quorum is established, or, if the vote is by written consent, by a majority of consents received as of the sixtieth (60th) day from the date the first written consent is received, provided the written consents received constitute a quorum.

(a) ~~by not less than a majority of the votes of all members of the Association represented at a meeting at which a quorum thereof has been attained and by not less than 66-23% of the entire Board of Directors; or~~

(b) ~~by not less than 100% of the entire Board of Directors.~~

~~12.4 Developer Amendments. To the extent lawful, the Developer may amend these Articles consistent with the provisions of the Declaration allowing certain amendments to be effected by the Developer alone.~~

~~12.5~~ 12.4 Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of St. Lucie County, Florida.

* * * * *

WITNESS my signature hereto this 25 day of April, 2003,
at Ft. Pierce, St. Lucie County, Florida.

SEABREEZE AT ATLANTIC VIEW
CONDOMINIUM ASSOCIATION, INC.

Estroise Elliott BY: Kernan [Signature] (SEAL)
Witness President

Fredy [Signature] ATTEST: Kenda D. Edwards (SEAL)
Witness Secretary

STATE OF FLORIDA :

COUNTY OF ST. LUCIE COUNTY :

The foregoing instrument was acknowledged before me this 25 day of April, 2003, by Veon McGee JR and Linda Edwards, as PRESIDENT and Secretary, respectively, of Seabreeze At Atlantic View Condominium Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced _____ as identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.



Kim N. Melzer (Signature)

Kim N. Melzer (Print Name)
Notary Public, State of Florida at Large