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CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

200003470012--8
-11/20/00--01030--019
*****43.75 *****43.75

CONTACT: CINDY HICKS

DATE:

11-20-00

Name

REF. #:

0150.13715

*Change
Amend*

CORP. NAME:

POD9 AT MONARCH LAKES
PROPERTY OWNERS ASSOCIATION, INC

() ARTICLES OF INCORPORATION

ARTICLES OF AMENDMENT

() ARTICLES OF DISSOLUTION

() ANNUAL REPORT

() TRADEMARK/SERVICE MARK

() FICTITIOUS NAME

() FOREIGN QUALIFICATION

() LIMITED PARTNERSHIP

() LIMITED LIABILITY

() REINSTATEMENT

() MERGER

() WITHDRAWAL

() CERTIFICATE OF CANCELLATION

() UCC-1

() UCC-3

() OTHER:

STATE OF FLORIDA
TALLAHASSEE, FLORIDA
00 NOV 20 PM 3:10

FILED

STATE FEES PREPAID WITH CHECK# 9430 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

CERTIFIED COPY () CERTIFICATE OF GOOD STANDING

() PLAIN STAMPED COPY

() CERTIFICATE OF STATUS

Examiner's Initials

POD
11/20/00

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
POD 9 AT MONARCH LAKES PROPERTY OWNERS ASSOCIATION, INC.**

FILED
NOV 20 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Pod 9 At Monarch Lakes Property Owners Association, Inc. (the "Corporation").
2. The original Articles of Incorporation for the Corporation were filed with the Secretary of State of Florida on October 19, 2000.
3. The following Amendments to the Articles of Incorporation were adopted by an affirmative vote of a majority of the Voting Members of the Corporation and all of the Directors of the Corporation on November 15, 2000, in the manner prescribed by the Articles of Incorporation of the Corporation and the provisions of Chapter 617, Florida Statutes:


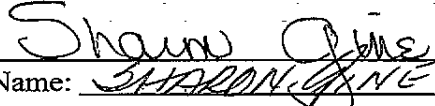
RESOLVED THAT the name of the corporation as it appears in Article 1 of the Articles of Incorporation of the Corporation is "Pod 9 At Monarch Lakes Property Owners Association, Inc." is hereby amended to read as "Mariposa Isles At Monarch Lakes Homeowners' Association, Inc."

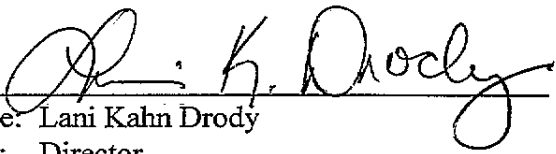
4. All references in the Articles of Incorporation to the "Association" shall hereafter refer to Pod 9 At Monarch Lakes Property Owners Association, Inc.
5. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned, being all of the Directors and the sole Voting Member of the Corporation, have executed these Articles of Amendment to the Articles of Incorporation of the Corporation, as of the 15 day of November, 2000.

Witnessed by:

**POD 9 AT MONARCH LAKES
PROPERTY OWNERS ASSOCIATION,
INC.,** a Florida not-for-profit corporation


Name: SUSAN L. BERRAIS

Name: SHARON JANE

By: 
Name: Lani Kahn Drody
Title: Director

Sharon Guine
Name: Sharon Guine

Susan L. Serrats
Name: SUSAN L. SERRATS

Sharon Guine
Name: Sharon Guine

Lam K. Dredy
Name: Lam K. Dredy

By: Michael J. Smith
Name: Michael J. Smith
Title: Director ^D

By: Susan Serrats
Name: Susan Serrats
Title: Director

LOWELL/RBG XLV, L.P., an Illinois limited partnership

By: LOWELL AT MONARCH LAKES, INC., a Florida corporation, a general partner

Sharon Guine
Name: Sharon Guine

Susan L. Serrats
Name: SUSAN L. SERRATS

By: S.L. Kahn, III
Name: S.L. KAHN, III
Title: PRESIDENT

[CORPORATE SEAL]