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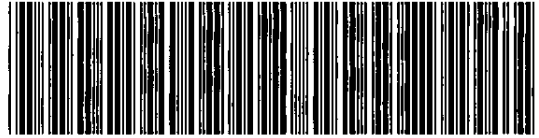
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NOV -2 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
C.COULLIETTE

NOV 03 2009

EXAMINER



SAMOUCE, MURRELL & GAL, P.A.
www.smglawfirm.com

5405 Park Central Court
Naples, Florida 34109

Robert C. Samouce
Robert E. Murrell
Alfred F. Gal, Jr.

Telephone (239) 596-9522
Facsimile (239) 596-9523

October 27, 2009

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

**RE: Amendment to the Articles of Incorporation of Palmira Golf and Country Club
Master Homeowners Association, Inc.**

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of an amendment to the Articles of Incorporation for the above referenced Association to be filed with your office. Please return a certified copy of the amendment to our office at your earliest convenience. Also enclosed is a check in the amount of \$43.75 for filing fees.

Thank you for your assistance in this matter.

Sincerely,
SAMOUCE, MURRELL & GAL, P.A.

Teresa Murrell
For the Firm

Enclosures

AMENDMENTS TO THE ARTICLES OF INCORPORATION
OF
PALMIRA GOLF AND COUNTRY CLUB MASTER
HOMEOWNERS ASSOCIATION, INC.

FILED
09 NOV - 2 AM 10:50
CLERK OF COURT
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Palmira Golf and Country Club Master Homeowners Association, Inc. shall be amended as shown below:

Note: New language is underlined; language being deleted is shown in ~~struck-through~~ type.

2. Article V, Section C. of the Articles of Incorporation shall be amended to read as follows:

C. The person elected president of each Neighborhood Association by the board of directors of such Neighborhood Association shall serve as the "Representative" of the Neighborhood Association unless another member of said Neighborhood Association is elected by the board of directors of such Neighborhood Association to serve as its Representative. The person elected vice-president of each Neighborhood Association shall serve as an alternate Representative in the event the Representative is unable to perform his or her duties at any given time, unless another member is elected by the directors of the Neighborhood Association to serve in such capacity.

In the event a Neighborhood Association administers more than one hundred (100) Dwelling Units, such Neighborhood Association shall designate two (2) Representatives, which shall be the president and vice-president of such Neighborhood Association, unless other Neighborhood Association members are so designated by the directors of the Neighborhood Association. The president of such Neighborhood Association shall cast all votes of the Neighborhood Association as the "Representative" of the Neighborhood Association. If the president of said Neighborhood Association is not available for the meeting of the Representatives, then the vice-president may cast those votes. If the president and vice-president are not available, then the Neighborhood Representative elected by the Board of Directors of the Neighborhood Association may cast all of that Association's votes. ~~Such Representatives shall split their votes as directed in their Neighborhood Covenants.~~ The directors of any such Neighborhood Association shall also designate the members who shall serve as alternate Representatives.

The Corporation shall be notified of the names of the Representative(s) and alternate Representative(s) in writing. The Representative(s) shall determine the manner in which the Total Association Votes may be cast at all Members' meetings of the Corporation in accordance with these Articles and any other Palmira Golf and Country Club Document except as hereinafter provided for matters with Special Voting Requirements.

Notwithstanding the foregoing, or anything contained in the Palmira Golf and Country Club Documents to the contrary, with respect to the matters listed below, each Owner who is a member of a Neighborhood Association shall be entitled to determine the manner in which the Neighborhood Association's Representative(s) is to cast such Owner's vote ("Special Voting Requirements"), including during the period of time prior to the Turnover Date. The determination shall be made by

the Owners by votes cast at a meeting of the Neighborhood Association and the Representative(s) shall only be permitted to cast the number of votes equivalent to and in the same manner as those votes cast by the Owners at such meeting of the Neighborhood Association. In the event any Owners should fail to vote with respect to matters affected by Special Voting Requirements, then, in such event, the Representative(s), to the extent Owners failed to vote, shall be prohibited from casting the Total Association Votes which the Representative(s) would otherwise have been entitled to cast had all the Owners voted at the Neighborhood Association meeting. The following matters shall be subject to Special Voting Requirements:

~~1.~~ ~~An amendment or modification to the Declaration subject to Article XI, Paragraph I, of the Declaration.~~

12. The term of the Declaration as provided in Article XI, Paragraph K of the Declaration.

23. The commencement of lawsuits by the Corporation, which shall require the prior approval of at least fifty-one percent (51%) of all Contributing Unit Owners, except in the case of lawsuits for the following purposes:

(i) The collection of Assessments;

(ii) The collection of other charges which Contributing Unit Owners are obligated to pay pursuant to the Declaration or any other Palmira Golf and Country Club Document;

(iii) The enforcement of the use and maintenance restrictions contained in the Declaration or any other Palmira Golf and Country Club Document; or

(iv) In an emergency when waiting to obtain the approval of the Contributing Unit Owners creates a substantial risk of irreparable injury to the Corporation Common Areas or to the Owners, provided that approval of fifty-one percent (51%) of the Contributing Unit Owners is obtained within sixty (60) days to continue such lawsuit, and further provided that the imminent expiration of a statute of limitations shall not constitute an emergency.

34. Any other matter requiring the vote of the Owners, as set forth in the Declaration or as determined to be necessary by a majority vote of the Board, or as determined to be desirable by the Initial Member prior to the Turnover Date.

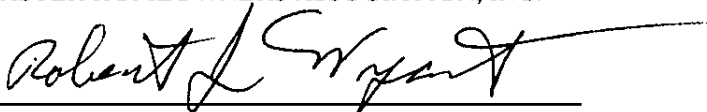
The manner in which the Total Association Votes shall be cast by the Representative(s) in all matters other than those for which the Special Voting Requirements are applicable shall be determined by such Representative(s) in his or her or their sole discretion.

CERTIFICATE

The undersigned, being the duly elected and acting President of Palmira Golf and Country Club Master Homeowners Association, Inc., hereby certifies that the foregoing amendment was approved and adopted by the affirmative vote of a majority of the total number of votes authorized to be cast by the Members entitled to vote thereon at a meeting held on September 23, 2008, where a quorum was present, after due notice, in accordance with the requirements of the Articles of Incorporation for their amendment, and that said vote was sufficient for their amendment. The number of votes cast was sufficient for their amendment.

Executed this 18 day of Aug, 2009.

**PALMIRA GOLF AND COUNTRY CLUB
MASTER HOMEOWNERS ASSOCIATION, INC.**



Robert J. Wyant, President
2839i Via Odanti Drive
Bonita Springs, FL 34135

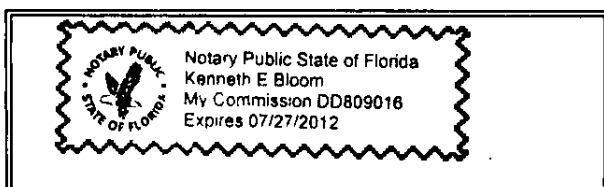
Attest:



Secretary

(SEAL)

**STATE OF FLORIDA
COUNTY OF LEE**

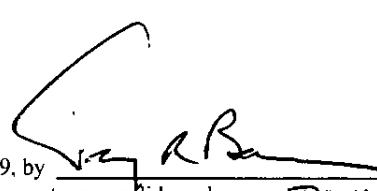
Subscribed to before me this 18 day of Aug, 2009, by Robert J. Wyant, as President of the aforementioned corporation. He is personally known to me or did produce Driver License as identification.

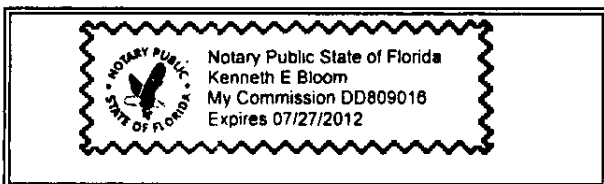




Signature of Notary Public

(Print, Type or Stamp Commissioned Name of
Notary Public) (Affix Notarial Seal)

**STATE OF FLORIDA
COUNTY OF LEE**

Subscribed to before me this 18 day of Aug, 2009, by  as Secretary of the aforementioned corporation, on behalf of the corporation. He/she is personally known to me or did produce Driver License as identification.




Signature of Notary Public

(Print, Type or Stamp Commissioned Name of
Notary Public) (Affix Notarial Seal)