

NO1881

KELLY, PRICE, PASSIDOMO, SIKET & SOLIS

LLP

ATTORNEYS AT LAW

GREY OAKS BUILDING
IN POINCIANA PROFESSIONAL PARK
SUITE 315
2640 GOLDEN GATE PARKWAY
NAPLES, FLORIDA 34105-3203

TELEPHONE
(941) 261-3453

TELECOPIER
(941) 261-5711

FILED
98 NOV 10 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 6, 1998

Florida Secretary of State
Divisions of Corporations
409 East Gains Street
Tallahassee, Florida 32399

500002683825--5
-11/10/98--01006--017
*****87.50 *****43.75

Re: **The Windstar Master Association, Inc.**

Dear Sir/Madam:

Enclosed for filing are the original Articles of Amendment to the Articles of Incorporation for the above-referenced corporation, along with our check in the amount of \$87.50, which represents the \$35.00 filing fee and \$52.50 for a certified copy of same. Please return the certified copy to my attention in the enclosed self-addressed, stamped envelope.

Should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,



Ronald A. Lisak

RAL/nls
Enclosures

ArtAmend.Ltr

Amend.
11-13-98
cc

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
THE WINDSTAR MASTER ASSOCIATION, INC.
a Florida Not-For-Profit Corporation
(the "Association")**

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SECRETARY OF STATE
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Pursuant to the provisions of Sections 617.1001, 617.1002, and 617.1006 of the Florida Statutes, the Association adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is "The Windstar Master Association, Inc."
2. The following Amendments to the Articles of Incorporation of the Association were duly adopted at a meeting of the Board of Directors and Members of the Association held on the 30TH day of OCTOBER, 1998, and the number of votes cast for the amendments were sufficient for approval:

Article IV of the Articles of Incorporation is amended and restated to read as follows:

**ARTICLE IV
MEMBERS**

Section 1. Membership. The members of the Master Association shall consist of (i) WS Realty, Inc., an Ohio corporation, its successors, transferees or assigns, hereinafter the "Declarant", (ii) Windstar Club, Incorporated, a Florida not-for-profit corporation, its successors, transferees or assigns, hereinafter the "Club", and (iii) those individual condominium and homeowner associations existing or to be created for each condominium and homeowners association located within that certain property encumbered by the Declaration, as it may be amended, all of said real property hereinafter described as "Windstar". Each said condominium or homeowner association shall be added as a member at the time that the Articles of Incorporation for such association are filed with the Florida Secretary of State, or upon the recording of a declaration establishing it as a condominium or homeowner association within Windstar. The Declarant shall no longer be a member at such time as the Declarant no longer owns any land or real estate within Windstar.

Section 2. Voting. The Board of Directors of each member condominium or homeowner association and the Club shall elect a delegate to represent said association and the Club at all member meetings, and to vote on behalf of each such member of the Master Association. Each delegate of each member condominium

or homeowner association shall be entitled to a certain number of votes dependent upon the number of residential units within said delegate's respective condominium or homeowner association ("Vote(s)") determined as follows:

<u># Units</u>	<u>Votes</u>
1 - 14	1
15 - 24	2
25 - 34	3
35 - 44	4
45 - 54	5
55 - 64	6
65 - 74	7
75 - 84	8
85 - 94	9

The delegate of the Club shall be entitled to a certain number of votes (Vote(s)) so that at all times, and from time to time, the number of Votes to which the delegate of the Club shall be entitled shall equal ten percent (10%) of the total of all Votes of all condominium and homeowner association members and the Club.

When electing a Board of Directors of the Master Association, each delegate shall be entitled to cast his or her Vote(s) for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting. The Declarant has the right to appoint a majority of the Board of Directors of the Master Association ("Board") as long as the Declarant is a member of the Master Association. The Declarant, as long as the Declarant owns any land or real estate within Windstar, shall have the number of Votes equal to the total of all Votes of the other members, plus one (1), so that the Declarant shall have majority voting control of the Master Association.

3. Except as stated herein, the Articles of Incorporation of the Association, as previously amended, shall remain in full force and effect in accordance with the present terms thereof.

(The balance of this page intentionally left blank)

Dated this 2nd day of November, 1998.

Witnesses:

**THE WINDSTAR MASTER ASSOCIATION,
INC.**

Tonya Heimer
Signature

TONYA HEIMETZ
Print Name

Kirsten Gregory
Signature

KIRSTEN GREGORY
Print Name

By: W. Thomas Grimm
W. THOMAS GRIMM - PRESIDENT
Printed Name and Title

STATE OF _____)

COUNTY OF _____)

) ss.

The foregoing instrument was acknowledged, subscribed to, and sworn before me this 2nd day of November, 1998, by W. THOMAS GRIMM the PRESIDENT of **THE WINDSTAR MASTER ASSOCIATION, INC.**, a Florida not-for-profit corporation, on behalf of the Association. Said person was sworn and is personally known to me or has produced a driver's license as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of November, 1998.



(seal)

Donna J. Magnelli
Notary Public Signature

DONNA MAGNELLI
Printed Name

My Commission expires:

6/29/02