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05 MAR 30 PM 5:00
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TALLAHASSEE, FL 32399

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BASIC AMENDMENT

LAUREL MANOR PROFESSIONAL PLAZA PROPERTY OWNERS ASSO

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Amend 3-30-05/al

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Articles of Amendment
to
Articles of Incorporation
of
Laurel Manor Professional Plaza Property Owners Association, Inc.

FILED
05 MAR 30 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendments to its Articles of Incorporation:

1. Article II, Section 2.2(d) is deleted in its entirety and replaced with the following:

(d) Borrow money and, subject to the consent by vote or written instrument of Members representing two-thirds (2/3) of the Total Eligible Votes, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

2. Article II, Section 2.2(e) is deleted in its entirety and replaced with the following:

(e) Dedicate, sell or transfer all or any part of the Common Elements to any municipality, public agency, authority, Community Development District, or utility for such purposes and subject to such conditions as may be agreed upon by the Members. No such dedication, sale or transfer shall be effective unless Members representing two-thirds (2/3) of the Total Eligible Votes agree to such dedication, sale or transfer by vote or written instrument.

3. Article II, Section 2.2(f) is deleted in its entirety and replaced with the following:

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property or common elements, provided that any merger, consolidation or annexation shall have the assent of Members representing two-thirds (2/3) of the Total Eligible Votes.

4. Article VI, Section 6.1 is deleted in its entirety and replaced with the following:

6.1 The Bylaws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at special meeting duly called for such purpose, on the affirmative vote of Members representing a majority of the Total Eligible Votes entitled to be cast at the time of such meeting, except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

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5. Article VII, Section 7.1 is deleted and its entirety and replaced with the following:

7.1 Amendments to these Articles of Incorporation may be proposed by any Member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of Members representing a majority of the Total Eligible Votes entitled to be cast at the time of such meeting.

6. Article VIII, Section 8.1 is deleted in its entirety and replaced with the following:

8.1 The Association shall have one voting class. There shall be a total of 1,000 votes within the Association's voting class and such votes shall be apportioned among the Building Areas in proportion to the ratio of the square footage of each Building Area to the total square footage of all Building Areas within the Property.

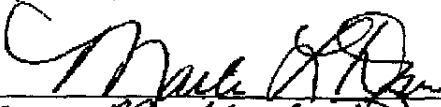
7. Article X, Section 10.1 is deleted in its entirety and replaced with the following:

10.1 Upon an affirmative vote of Members representing two-thirds (2/3) of the Total Eligible Votes, the Association may be dissolved. The procedures for dissolution will be as set forth in Chapter 617 Florida Statutes. In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all of the assets of the Corporation to any entity exempt for federal taxation under Section 501(c)(3). Any assets not so distributed shall be disposed of by the court of competent jurisdiction in the County and State in which the principal office of the Corporation is then located to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

The date of adoption of the amendments was: March 30, 2005

The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

Signed this 30th day of March, 2005.

By: 
Print Name: Martin L. DeJura
Title: Vice President / Director

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