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(Address)

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March 10, 2009

VIA: Federal Express

Florida Department of State
Division of Corporations Division of Corporations
Clifton Building
2661 Executive
Tallahassee, FL 32314

Reply To:
Naples
Jason Hamilton Mikes, Esq.
jmikes@becker-poliakoff.com

Re: Bellagio Harbor Village – Name Change Amendments

Dear Sir or Madam:

Enclosed please find an original and one copy of the following Articles of Amendment (Name Change) for filing with the Secretary of State, together with a check in the amount of \$140.00, representing the filing fee.

1. The Villas at Bellagio Harbor Village Condominium Association, Inc. (Document No. N04000008333)
2. The Wet Slips at Bellagio Harbor Village Condominium Association, Inc. (Document No. N06000011696)
3. The Dry Slips at Bellagio Harbor Village Condominium Association, Inc. (Document No. N06000007195)
4. Bellagio Harbor Village Master Association, Inc. (Document No. N04000008332).

Please return stamped copies of the Articles of Amendment to my attention.

Sincerely,

Jason Hamilton Mikes
For the Firm

JHM/bsr
Enclosures (as stated)

NAP_DB: 43246_1

LEGAL AND BUSINESS STRATEGISTS

MEMBERS OF CONSULEGIS AN INTERNATIONAL ASSOCIATION OF LAW FIRMS AND NETWORK OF LEADING LAW FIRMS

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March 26, 2009

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Amendment Section
ATTN: IRENE ALBRITTON
REGULATORY SPECIALIST II
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Reply To:
Naples
Brenda Roark
Paralegal
broark@becker-poliakoff.com

THE

Re: Articles of Amendment (Name Change) for The Bellagio Harbor
Village Master Association, Inc.
Your Letter No.: 309A00008540

Dear Ms. Albritton:

We are in receipt of your letter of March 12, 2009 (attached). Please be advised that that Certificate of Amendment referred to in your letter is **both** an amendment to the Declaration of Condominium **as well as to the Articles of Incorporation**, as reflected in both the title of the document, and as referenced in the amended language:

This is a Substantial Rewording of the Declaration and General Protective Covenants, Conditions and Restrictions for Bellagio Harbor Village, Inc., **the Articles of Incorporation of The Bellagio Harbor Village Master Association, Inc.**, and the Bylaws of The Bellagio Harbor Village Master Association, Inc., recorded as Instrument Number 20060128677 in the Public Records of Sarasota County, Florida. Please refer to that document for the previous text.

The name of the Development shall be amended from "Bellagio Harbor Village" to "Osprey Harbor Village," and **the name of the Association shall be amended from "Bellagio Harbor Village Master Association, Inc., to "Osprey Harbor Village Master Association, Inc. (Emphasis added)**

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Florida Department of State

March 26, 2009

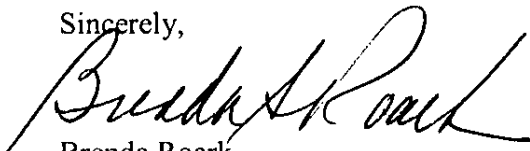
Page 2

We are therefore, by this letter, resubmitting the Articles of Amendment and request that you file same in the Corporate Records.

Should you have any questions, please do not hesitate to contact us.

Thank you in advance for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Brenda Roark", written over the printed name.

Brenda Roark
Paralegal

Enclosures (as stated)

cc: Jason Hamilton Mikes, Esq.

NAP_DB: 43761_1



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 12, 2009

BECKER & POLIAKOFF
% JASON HAMILTON MIKES
14241 METROPOLIS AVENUE - SUITE 100
FT. MYERS, FL 33912

SUBJECT: THE BELLAGIO HARBOR VILLAGE MASTER ASSOCIATION, INC.
Ref. Number: N04000008332

We have received your document for THE BELLAGIO HARBOR VILLAGE MASTER ASSOCIATION, INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The word (THE) is in the corporate name and you have listed the name change within the Declaration, which we do not file in this office. Please include the name change with the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 509A00008539

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09 MAR 27 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

Pursuant to the provision of Section 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, to-wit: **NAME CHANGE.**

FIRST: The current name of the corporation is ~~the~~ **BELLAGIO HARBOR VILLAGE MASTER ASSOCIATION, INC.**, filed under Document No. N04000008332.

SECOND: The attached amendment to the Articles of Incorporation was adopted by the membership on the 30 day of December, 2009.

THIRD: The number of votes cast were sufficient for approval.

**BELLAGIO HARBOR VILLAGE
MASTER ASSOCIATION, INC.**

BY: Don Ryan

Printed Name: Don Ryan

Title: President

STATE OF FLORIDA)
) SS:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 30 day of December, 2009 by Don Ryan as President of **Bellagio Harbor Village Master Association, Inc.**, a Florida Corporation, on behalf of the corporation, who is personally known to me or has produced (type of identification) _____ as identification.



Linda Ossenkop
Notary Public
Linda Ossenkop
Printed Name

My commission expires: June 9, 2010

This instrument prepared by and
after recording return to:

Jason Hamilton Mikes, Esq.
BECKER & POLIAKOFF, P.A.
999 Vanderbilt Beach Rd., Suite 500
Naples, Florida 34108

CERTIFICATE OF AMENDMENT TO:

FILED
09 MAR 27 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

~~THE~~ BELLAGIO HARBOR VILLAGE MASTER ASSOCIATION, INC.;

Notice is hereby given that on December 30, 2008 at a duly called meeting of the members of Bellagio Harbor Village Master Association, Inc., at which a quorum was present, the Master Declaration and General Protective Covenants, Conditions and Restrictions for Bellagio Harbor Village, Inc., the Articles of Incorporation of Bellagio Harbor Village Master Association, Inc., and the Bylaws of Bellagio Harbor Village Master Association, Inc., recorded as Instrument Number 20060128677 in the Public Records of Sarasota County, Florida, were amended as follows:

This is a Substantial Rewording of the Master Declaration and General Protective Covenants, Conditions and Restrictions for Bellagio Harbor Village, Inc., the Articles of Incorporation of Bellagio Harbor Village Master Association, Inc., and the Bylaws of Bellagio Harbor Village Master Association, Inc., recorded as Instrument Number 20060128677 in the Public Records of Sarasota County, Florida. Please refer to that document for the previous text.

THE NAME OF THE DEVELOPMENT SHALL BE AMENDED FROM ~~THE~~ BELLAGIO HARBOR VILLAGE" TO "OSPREY HARBOR VILLAGE" AND THE NAME OF THE ASSOCIATION SHALL BE AMENDED FROM "BELLAGIO HARBOR VILLAGE MASTER ASSOCIATION, INC." TO "OSPREY HARBOR VILLAGE MASTER ASSOCIATION, INC."

EXECUTED this 30 day of December, 2008.

(Corporate Seal)

BELLAGIO HARBOR VILLAGE
MASTER ASSOCIATION, INC., a Florida
not-for-profit corporation

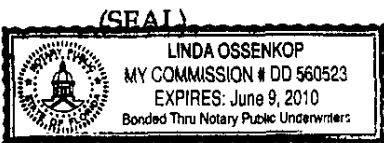
Dan Ryan
DAN RYAN, President

ATTEST:

RR Johnson
RR JOHNSON, Secretary

STATE OF FLORIDA
COUNTY OF Florida

The foregoing was acknowledged before me this 30 day of December, 2008,
by Dan Ryan as President of Bellagio Harbor Village Master
Association, Inc., who (X) is personally known to me or () has shown
_____ as identification.



Linda Ossenkop
Notary Public
Linda Ossenkop
Typed/Printed Name of Notary
My Commission Expires: June 9, 2010