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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Heritage on the Water Homeowners Association, Inc.

DOCUMENT NUMBER: N04000008973

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David A. Miller, Esquire

(Name of Contact Person)

Peterson & Myers, P.A.

(Firm/ Company)

P.O. Box 24628

(Address)

Lakeland, Florida 33802-4628

(City/ State and Zip Code)

For further information concerning this matter, please call:

Howe Whitman

(Name of Contact Person)

at (404) 841-0605

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
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\$52.50 Filing Fee
Certificate of Status
Certified Copy
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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HERITAGE ON THE WATER HOMEOWNERS ASSOCIATION, INC.

FILED
06 JAN 27 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1006, Florida Statutes, this Florida profit corporation hereby adopts Articles of Amendment to Articles of Incorporation:

1. **Name of the Corporation.** The name of the corporation is hereby changed to The Landings at Heritage on the Water Homeowners Association, Inc.
2. **Amendment of Article VI.** Article VI, Voting of the Articles of Incorporation are hereby deleted and the following Article VI is substituted therefore:

ARTICLE VI
VOTING

The Association shall have two classes of voting membership.

Class A. Class A members shall be all Owners in Heritage on the Water with the exception of the Developer, and shall be entitled to one vote for each Lot owned. When more than one person holds an undivided interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as the Owners of each Lot shall determine, but in no event shall more than one vote be cast with respect to any Lot. In the event ownership of a Lot is divided, only one vote shall be cast with respect to such Lot.

Class B. The Class B members shall consist of the Developer and his successors and shall be entitled to three (3) votes for each Lot owned in the Development. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earlier:

- (a) when the total votes outstanding the Class A membership equal the total votes outstanding in the Class B membership, or
- (b) on December 31, 2009, or
- (c) when Developer, in his sole discretion, so determines.

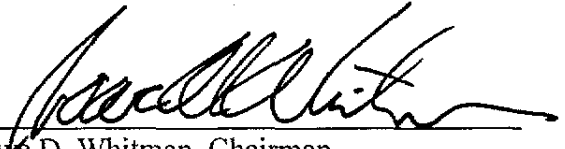
The Owners of Lots located within additional lands made subject to this Association, and the Lots in such additional lands, shall be considered in determining the ratios set forth above. In the event that the Class B membership shall cease pursuant to paragraph B above, and thereafter additional lands

are added to the Development, said Class B membership may, at the option of the Developer, be revived, and the Class B membership shall again have all the rights conferred herein.

3. **Date of Amendment.** The date of adoption of this Amendment to the Articles of Incorporation was June 30, 2005.

4. **Adoption of Amendments.** These Articles of Amendment to the Articles of Incorporation were adopted by the members and the number of votes cast for the Amendment was sufficient for approval.

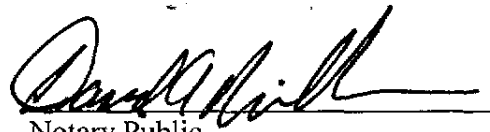
DATED this 13 day of July, 2005.


Howe D. Whitman, Chairman

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 13 day of July, 2005, by Howe D. Whitman, who is personally known to me or who produced _____ as identification.




Notary Public
My commission expires: