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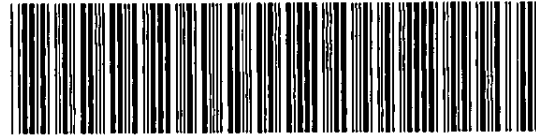
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TALLAHASSEE, FLORIDA

Amend

MAY 23 2012

T. LEWIS

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May 16, 2012

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Re: Certificate of Amendment to Articles of Incorporation
The Villas of San Marino at Palm Harbor Homeowners Association, Inc.**

Dear Sir/Madame:

Enclosed please find a Certificate of Amendment to Articles of Incorporation of The Villas of San Marino at Palm Harbor Homeowners Association, Inc.

Please file same and return a certified copy to the above address.

A check in the amount of \$43.75 is enclosed for the Division's fees.

Sincerely,

JOSEPH R. CIANFRONE, P.A.



Joseph R. Cianfrone

JRC:dmc
Enclosures

cc: Board of Directors
The Villas of San Marino at Palm Harbor Homeowners Association, Inc.

Prepared By and Return To:
Joseph R. Ciafrone, P.A.
1964 Bayshore Boulevard, Suite A
Dunedin, Florida 34698

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE VILLAS OF SAN MARINO AT PALM HARBOR
HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation. We hereby certify that the attached amendment to the Articles of Incorporation for THE VILLAS OF SAN MARINO AT PALM HARBOR HOMEOWNERS ASSOCIATION, INC., a corporation not-for-profit, organized pursuant to the laws of the State of Florida, was duly adopted by a vote of two-thirds (2/3) of the voting members, present in person or by proxy, at a duly called meeting of the members on April 18, 2012.

IN WITNESS WHEREOF, we have affixed our hands this 1st day of May, 2012, at _____, Pinellas County, Florida.

THE VILLAS OF SAN MARINO AT PALM
HARBOR HOMEOWNERS ASSOCIATION, INC.

(Corporate Seal)

ATTEST:

Cindy Millisor
Cindy Millisor, Secretary

By:

Luigi Tucci
Luigi Tucci, President

STATE OF FLORIDA
COUNTY OF PINELLAS

On this 1st day of May, 2012, personally appeared before me Luigi Tucci, as President, and Cindy Millisor, as Secretary, of The Villas of San Marino at Palm Harbor Homeowners Association, Inc., and acknowledged the execution of this instrument for the purposes herein expressed.

Sharon L. Kline
NOTARY PUBLIC

My Commission Expires:



**SCHEDULE OF AMENDMENTS
TO
ARTICLES OF INCORPORATION
OF
THE VILLAS OF SAN MARINO AT PALM HARBOR
HOMEOWNERS ASSOCIATION, INC.**

**ADDITIONS INDICATED BY UNDERLINE
DELETIONS INDICATED BY ~~STRIKE-THROUGH~~
OMISSIONS INDICATED BY ELLIPSIS...**

ARTICLE VI – MEMBERSHIP AND VOTING RIGHTS, paragraph (A), of the Articles of Incorporation, shall be amended to read as follows:

(A) The Association shall be a membership corporation, without certificates or shares of stock. The initial membership shall consist of a Class A and a Class B membership. The Class A members of the Association shall consist of all record owners of a fee simple interest in one or more lots and improvements constructed thereon in The Villas of San Marino at Palm Harbor and the Class B member shall be the ~~Declarant~~ Builder who acquires the "24 Builder Lots", as further provided in the Declaration ~~and the Bylaws~~. The Class C members shall be the third party Non-Builder Owners who acquire one of the 24 Builder Lots from the Class B Builder member.