

104 000011183

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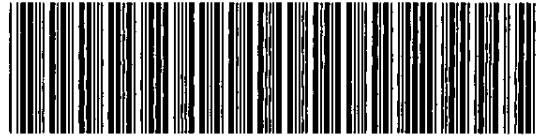
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
[Signature]

**SMITH
SAUER
& DEMARIA**

ATTORNEYS AT LAW

September 7, 2008

*G. Thomas Smith
Board Certified
Real Estate Attorney*

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

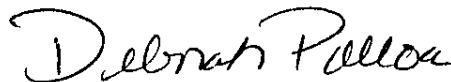
RE: Innerarity Townhome Association, Inc.

Dear Sir or Madam:

Enclosed please find the signed original and a copy of the Amendment to Articles of Incorporation regarding the above referenced corporation. Also enclosed is a check in the amount of \$35.00 to cover the filing fees in this matter. Please file the original and return a date-stamped copy to me as evidence of filing.

Should you have any questions or need additional information, please do not hesitate to call.

Sincerely,



Deborah Pollock
Legal Assistant

dmp
Enclosures

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

INNERARITY TOWNHOME ASSOCIATION, INC.

Document No. N04000011183

Pursuant to the provisions of Section 617.1006 Florida Statutes, this Florida Corporation adopts the following amendment to the Articles of Incorporation:

ARTICLE 8 - BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors of not less than three (3) nor more than seven (7) directors who need not be members. The initial Board shall be comprised of three (3) people. Anything in this Articles to the contrary notwithstanding, until such time as the Declarant has conveyed to purchasers not affiliated with the Declarant all Units or at such earlier date as may be selected by the Declarant, the Declarant shall be entitled to designate to Board of Directors of the Association.

The names and address of persons who are to act in the capacity of director until appointment or election of their successors pursuant to these Articles are:

Name	Address
Scott Raley	P.O. Box 2077 Gulf Shores, AL 36547
Dr. Bob Mayes	31086 River Road Orange Beach, AL 36561
Paul Nabors	22645 Canal Road, Suite C Orange Beach, AL 36561

Once the Declarant relinquishes right to appoint the Board of Directors, the Members shall elect the Directors for a term of one (1) year each. All successor directors shall serve for a term of one (1) year each. In the event that the number of people

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comprising the Board of Directors is changed, such change in number shall be implemented in such a manner as to have as nearly equal in number as possible the number of directors whose term expires in any given year. The Directors shall be required to be either: (1) Members of the Association, or (2) officers, directors, representatives or employees of the Declarant or a corporate member of the Association.

The amendment is effective August 14, 2008.

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

IN WITNESS WHEREOF, the undersigned has signed these Articles of Amendment of the Articles of Incorporation on this 19 day of December, 2008.


Scott Raley, President