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COR AMND/RESTATE/CORRECT OR O/D RESIGN MONTEREY PROPERTY OWNERS' ASSOCIATION, INC

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

MONTEREY PROPERTY OWNERS' ASSOCIATION, INC.

A Corporation Not For Profit

Pursuant to the provisions of Sections 617.1001 and 617.1006 of the Florida Business Corporation Act and Section 10.1 of the Articles of Incorporation (the "Articles") of MONTEREY PROPERTY OWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation, Document Number N06000002105 (the "Corporation"), the undersigned, as Class B Member (as defined in the Articles), being the only member entitled to vote on the proposed amendment, heroby adopts the following amendment to the Articles:

Section 4.2 of the Articles is hereby deleted in its entirety and the following is substituted therefor:

Section 4.2 <u>Voting Rights.</u> The Homeowners' Association shall have two (2) classes of voting membership:

Class A. Class A Members shall be all those Owners as defined in Section 4.1 of this Article with the exception of the Developer (as long as the Class B Membership shall exist, and thereafter, the Developer shall be a Class A Member to the extent it would otherwise qualify). Class A Members will be entitled to one vote for each Residential Parcel in which they hold the interests required for membership pursuant to Section 4.1 hereof, as further described in Section 3.9 of the Bylaws.

Class B. The Class B Member shall be the Developer. The Class B member shall be entitled to one (1) vote, plus two (2) votes for each vote entitled to be east in the aggregate at any time and from time to time on behalf of the Class A Members. The Class B membership shall cease and terminate (as applicable, the "Turnover Date") on the earlier of: (a) ninety (90) days after ninety percent (90%) of the Townhome Units have been sold and conveyed by the Developer or (b) the written election of Developer to terminate the Class B membership (whereupon the Class A Members shall be obligated to elect the Board of Directors and assume control of the Homeowners' Association).

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this Z way of September, 2011.

CLASS B MEMBER

STANDARD PACIFIC OF SOUTH FLORIDA, a Florida general parmership ifk/a Westbrooke Homes

By: Standard Pacific of South Florida GP, Inc., a Delaware corporation t/k/a Westbrooks Companies, Inc., its General Partner

Diana Ibarria, President

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