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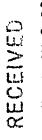
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MARBELLA PHASE II OWNERS' ASSOCIATION, INC.

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Pebruary 5, 2009

FLORIDA DEPARTMENT OF STATE

MARBELLA PHASE II OWNERS' ASSOCIATION, INC. PO BOX 691179 ORLANDO, FL 32869

SUBJECT: MARBELLA PHASE II OWNERS' ASSOCIATION, INC. REF: N06000002336

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1/14/2009 2:00 PAGE 001/001 Florida Dept of State



January 14, 2009

FLORIDA DEPARTMENT OF STATE

MARBELLA PHASE II OWNERS' ASSOCIATION, INC. PO BOX 691179
ORLANDO, FL 32869

SUBJECT: MARBELLA PHASE II OWNERS' ASSOCIATION, INC.

RBF: N06000002336

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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

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Thelms Lewis
Document Specialist Supervisor

FAX Aud. #: B08000268158 Letter Number: 309A00001455

H09000027385

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MARBELLA PHASE II OWNERS' ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned, Sham Maharaj, Secretary and President of Marbella Phase II Owners' Association, Inc. (the "Corporation"), for and on behalf of the Corporation, hereby adopts the following amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Marbella Phase II Owners' Association, inc., whose document number is N06000002336.

SECOND: Article I of the Articles of Incorporation is hereby deleted and replaced with the following:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is Midtown Phase II Owners' Association, Inc., (hereinafter called the "Phase II Association").

THIRD: Article II of the Articles of Incorporation is hereby deleted and replaced with the following:

ARTICLE II

PRINCIPAL OFFICE OF THE PHASE II ASSOCIATION

The principal place of business and the mailing address of the Association is located at 5200 Vineland Road, Suite 100, Orlando, Florida 32811.

FOURTH: The Amendment to the Articles of Incorporation reflected in Article I and Article II above were authorized pursuant to Article X, Section 3 of the Articles of Incorporation and pursuant to Article XI, Section 5 of the Phase II Declaration. Members are not entitled to vote on this Amendment as the Developer, BVC Partners I, LLC, acting alone, is entitled to enact such Amendment, and without the necessity for Board approval.

FIFTH: The effective date of these Articles of Amendment to Articles of Incorporation shall be upon the filing thereof with the Florida Department of State, Division of Corporations.

Sham Maharaj, Secretary and President

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