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Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
ACUERA HOMEOWNERS ASSOCIATION, INC.**

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November 9, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

ACUERA HOMEOWNERS ASSOCIATION, INC.

1133 LOUISIANA AVENUE

SUITE 106

WINTER PARK, FL 32789

SUBJECT: ACUERA HOMEOWNERS ASSOCIATION, INC.

REF: N08000002078

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.

The document must state that there are no members or members entitled to vote.

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Irene Albritton  
Regulatory Specialist II

FAX Aud. #: H11000266951  
Letter Number: 311A00025503

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11 NOV -9 AM 10:40

RECEIVED  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ACUERA HOMEOWNERS ASSOCIATION, INC.**

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DIVISION OF CORPORATIONS  
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Pursuant to the provisions of Section 617, Florida Statutes, this Florida not for profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** ARTICLE IV – PURPOSE AND POWERS OF THE ASSOCIATION is amended as follows:

1. The reference in Paragraph A, to "Hanover Pointe" is hereby deleted and replaced with "Acuera Subdivision".
2. Paragraphs D and E are hereby deleted.

**SECOND:** ARTICLE VI – VOTING RIGHTS is amended as follows:

1. Article VI is hereby deleted and replaced with the following:

**ARTICLE VI – VOTING RIGHTS**

The Association shall have three classes of voting membership:

(a) Class A. Class A Members shall be every person or entity, other than the Declarant or Investor, who is an Owner, including any Builder, of a fee simple or undivided fee simple interest in any Lot. Class A Members shall be entitled to one (1) vote for each Lot; but in no event shall more than one vote be cast with respect to any such Lot. When more than one person holds such interests in any Lot, all such persons shall be Members, but the Owners thereof shall determine among themselves who shall be entitled to vote. Said determination shall be manifested upon a voting certificate, signed by all Owners of such Lot, and given to the Association Secretary for placement in the Association Records. In no event shall any mortgagee or other party holding any type of security interest in a Lot or the Living Unit constructed thereon be entitled to vote for purposes hereof, unless and until any such parties obtain or receive fee simple title to such Lot.

(b) Class B. The Class B Member shall be the Declarant, and the Class B Member shall have ten (10) votes for each Lot or Living Unit owned by said Member located within the Property. The number of Lots and Living Units shall be based upon the Plat. The Class B membership shall cease and be converted to Class A membership (i) at such time as

ninety percent (90%) of the maximum number of Lots have been conveyed to Class A Members, or (ii) sooner if required by the provisions of Chapter 617, Florida Statutes, or (iii) at the election of the Declarant, whereupon the Class A Members shall be obligated to elect a Board of Directors and assume control of the Association.

(c) Class C. The Class C Member shall be the Investor, and the Class C Member shall have one (1) vote for each Lot or Living Unit owned by Investor located within the Property. The number of Lots and Living Units shall be based upon the Plat. In no event shall any mortgagee or other party holding any type of security interest in a Lot or the Living Unit constructed thereon be entitled to vote for purposes hereof, unless and until any such parties obtain or receive fee simple title to such Lot.

**THIRD:** ARTICLE VII – BOARD OF DIRECTORS is amended as follows:

1. The second paragraph is hereby deleted and replaced with the following:

"Directors shall be elected for such terms and at such time as set forth in the Bylaws."

**FOURTH:** The date of the amendment's adoption is as of the date filed with the Secretary of State, Division of Corporations.

**FIFTH:** The amendment was approved by the members and at least two-thirds (2/3) vote of the lot owners. The number of votes cast for the amendment was sufficient for approval.

Signed as of the 2nd day of November, 2011.

ACUERA HOMEOWNERS ASSOCIATION, INC.

BY: Jay C. Lewis

Print Name: Jay C. Lewis

Its: President