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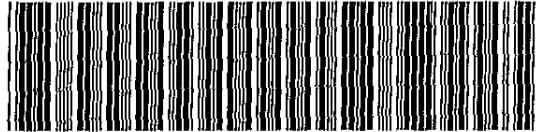
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Reply To:

Peter C. Mollengarden, Esq.
Direct: (561) 820-2872
pmolleng@becker-poliakoff.com

August 1, 2003

CORPORATE RECORDS BUREAU DIVISION OF CORPORATIONS

Department of State
P.O. Box 6327
Tallahassee, FL 32301

**RE: Wind Key at Boca West Property Owners Association, Inc.;
Amendment to Articles of Incorporation**

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of a Certificate of Amendment to the Articles of Incorporation of **Wind Key at Boca West Property Owners Association, Inc.**, as well as a check in the amount of **\$43.75** to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,

PETER C. MOLLENGARDEN
For the Firm

PCM/dj
Enclosures

cc: Board of Directors

238117_1

**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WIND KEY AT BOCA WEST PROPERTY OWNERS' ASSOCIATION, INC.**

The undersigned officers of Wind Key at Boca West Property Owners' Association, Inc. do hereby certify that the following amendments to the Articles of Incorporation of said corporation are a true and correct copy as amended, pursuant to Article VIII thereof, by the membership at a duly called and noticed meeting of the members held July 2, 2003. The amendments adopted by the members and the number of votes cast for the amendments was sufficient for approval.

**AMENDMENTS TO
ARTICLE V, SECTIONS 1, 3 AND 4 OF THE
ARTICLES OF INCORPORATION OF
WIND KEY AT BOCA WEST PROPERTY OWNERS' ASSOCIATION, INC.**

(Additions shown by "underlining",
deletions shown by "~~strikeout~~")

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by the Board of Directors, which shall consist of five (5) ~~not less than three nor more than nine~~ persons serving staggered terms as provided in the Bylaws, but as many persons as the Board of Directors shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The Bylaws shall provide for meetings of directors, including an annual meeting.

Section 3. Election of Members of Board of Directors. Except for the first Board of Directors, directors shall be elected by the members of the Association at the annual meeting of the membership as provided by the Bylaws of the Association, and the Bylaws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association residing in Wind Key or shall be authorized representatives of corporations, trusts or partnerships owning Lots as provided in Section 617.0802, Florida Statutes, as renumbered or amended from time to time, officers, or employees of corporate members of the Association provided that such limitations shall not apply to Directors appointed by the Developer.

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office for the term provided in the Bylaws, ~~until they resign or until the next succeeding annual meeting of members~~, and thereafter until qualified successors are duly elected and have taken office.

WITNESS my signature hereto this 30 day of July, 2003, at Boca Raton, Palm Beach County, Florida.

Rene W. Goldstein
Witness

Marie E. Lee
Witness

**WIND KEY AT BOCA WEST
PROPERTY OWNERS' ASSOCIATION,
INC.**

BY: Rene W. Goldstein (SEAL)
President

ATTEST: Thyllis Bender (SEAL)
Vice President

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 30 day of JULY 2003, by Samuel Goldstein and Phyllis Binder, as PRESIDENT and VICE PRESIDENT, respectively, of Wind Key at Boca West Property Owners' Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

Natalie Goldstein (Signature)

Natalie Goldstein (Print Name)

Notary Public, State of Florida at Large

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Natalie Goldstein
Commission # CC 908444
Expires March 19, 2004
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