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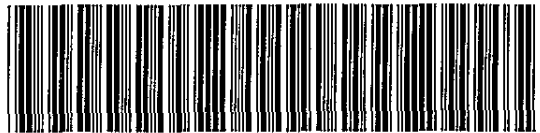
(Business Entity Name)

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04 JAN 22 10:33

*Amend
T. Lewis 1/28/04*

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*BOARD CERTIFIED FLORIDA BAR REAL ESTATE
BOARD CERTIFIED CREDITOR'S RIGHTS - CLLA

January 20, 2004

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 323140

**Re: Articles of Amendment to Articles of Incorporation of Gulf Harbour Yacht and
Country Club Property Owners' Association, Inc.**

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Amendment to Articles of Incorporation of Gulf Harbour Yacht and Country Club Property Owners' Association, Inc. Also, enclosed is our firm check in the amount of \$35.00 for the filing fee and a check in the amount of \$8.75 for the certified copy fee. Please return a certified copy of same to our office in the envelope provided.

If you have any questions or need additional information, please do not hesitate to contact me.

Very truly,

DEBOEST, KNUDSEN, STOCKMAN,
DECKER & DRYDEN, P.A.

Richard D. DeBoest, II

Richard D. DeBoest, II
For the Firm
Signed electronically to avoid delay.

RDD2:smp
Enclosure

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GULF HARBOUR YACHT AND COUNTRY CLUB PROPERTY OWNERS'
ASSOCIATION, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida not for profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

See attached Exhibit "A" for full text.

SECOND: The date of adoption of the amendments was November 24, 2003.

THIRD: Adoption of Amendment (Check one):

 The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

 X There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the Board of Directors.

GULF HARBOUR YACHT AND COUNTRY CLUB PROPERTY OWNERS'
ASSOCIATION, INC.


Signature of Officer

EARL E. CUSTER
Print Name of Officer

President
Title of Officer

DECEMBER 30, 2003
Date

FILED
04 JAN 22 PM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT
TO THE
ARTICLES OF INCORPORATION
FOR
GULF HARBOUR YACHT AND COUNTRY CLUB PROPERTY OWNERS'
ASSOCIATION, INC.**

Note: Words ~~stricken~~ are deletions; Words underlined are additions.

Amendment No.1 to Articles of Incorporation.

ARTICLE VI BOARD OF DIRECTORS

D. All Directors, whether appointed or elected, shall serve for terms of ~~one (1) year~~ in accordance with the provisions of the Bylaws. Any newly elected Director may be removed from office with or without cause by majority vote of the Class A and Class B members but not otherwise. In no event may a Board member appointed by the Developer be removed except by action of the Developer.