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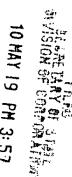
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May 4, 2010

AQUARINA UTILITY ASSOCIATION, INC.

TALLAHASSEE, FL

SUBJECT: AQUARINA UTILITY ASSOCIATION, INC.

Ref. Number: N10000003121

We have received your document for AQUARINA UTILITY ASSOCIATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You are filed here as a non profit pursuant to chapter 617 Florida statutes. You have prepared your document pursuant to 607 statutes. You must remove any reference to shareholders since there are no shareholders in non profit corporations. The approval needs to be by directors or members, not by the incorporator.

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

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 810A00011028



FORT LAUDERDALE 208 S.E. Sixth Street Fort Lauderdale, Florida 33301 (954) 525-8000 Tel (954) 525-8331 Fax



TALLAHASSEE

Suite 200 1500 Mahan Drive Tallahassee, Florida 32308 (850) 224-4070 Tel (850) 224-4073 Fax

TAMPA

Suite 1060 2502 Rocky Point Drive Tampa, Florida 33607 (813) 281-2222 Tel (813) 281-0129 Fax

May 17, 2010

Florida Department of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

Re: Aquarina Utility Association, Inc.

Ref. Number: N10000003121

The enclosed Articles of Amendment are hereby submitted for filing. The filing fee was previously remitted to the Division, as shown by the letter enclosed herewith.

Please return all correspondence or direct any further questions to the undersigned at the Firm's Fort Lauderdale address.

Thank you for your attention to this matter.

Sincerely,

Edward A. Dion

EAD/

Enclosures

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

AQUARINA UTILITY ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida corporation adopts the following amendments to its Articles of Incorporation.

1. Article V – Authorized Capital, is hereby amended to read as follows:

Article V - Authorized Capital

The amount of capital with which this Association shall begin business shall be not less Ten Dollars (\$10.00).

2. Article VI – Members, is hereby amended to read as follows:

The qualification of members, the manner and limit of admission to membership, the limit of a member's interest in the funds and assets of the Association and voting by members shall be as follows:

- A. The owner of a property within Aquarina or St Andrews that is connected to the Plant shall be a member of the Association. The owner of a property within Aquarina or St. Andrews that is not connected to the Plant may become a member of the Association by meeting the requirements set forth by the Association. Membership shall become effective when the property of such owner becomes physically connected to the Plant.
- B. An owner of property not located within Aquarina or St Andrews may become a member of the Association by meeting the requirements set forth by the Association. Application for membership shall be subject to approval by a majority of the Board of Directors. Membership shall become effective when the property of such owner becomes physically connected to the Plant.
- C. The Association shall not be required to admit additional members if, in the sole discretion of a majority of the Board of Directors, the capacity of the Plant and the needs of its existing members may be impaired or exhausted. The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his/her property on the limitation that the same be expended,



- held or used for the benefit of the membership and for the purposes authorized herein.
- D. Membership is non transferable except as an appurtenance to a property. The Association shall have one class of voting membership. The owner of a property within Aquarina or St Andrews shall be entitled to one vote for each property owned that is physically connected to the Plant. An owner of property not located within Aquarina or St Andrews shall be entitled to one vote for each property owned that is physically connected to the Plant. Voting by proxy is permitted.
- 3. The amendments were adopted by the board of directors. There are no members or members entitled to vote on the amendment.

Dated this _	12^{11} day of 2	May	, 2010.
Signature:_	Jin Toth	<u> </u>	
_Jii	n Totten		
	Secretary Treasu	ror	