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SECRETARY OF STATE
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Amend
[Signature]

1-25-10



Six Mile Corporate Park
12140 Carissa Commerce Court, Suite 200
Fort Myers, Florida 33966
Phone: (239) 433-7707 Fax: (239) 433-5933

999 Vanderbilt Beach Road, Suite 501
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January 20, 2010

Reply To:
Fort Myers
SSpector@becker-poliakoff.com

Florida Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

Re: Brookshire Bath & Tennis Club Association, Inc.


To Whom It May Concern:

Enclosed please find Articles of Amendment to the Articles of Incorporation for the above-referenced Corporation along with check number 705 in the amount of \$35.00 to cover the cost of filing.

Please return a copy of the filed document to my attention. An extra copy of the document is enclosed herewith for your use.

Thank you for your attention to this matter.

Very truly yours,



Sarah E. Spector
For the Firm

SES/sdc
Enclosures (as stated)
ACTIVE: 2857798_1

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* by appointment only

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Pursuant to the provision of Section 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is Brookshire Bath & Tennis Club Association, Inc.

SECOND: The attached amendment to the Articles of Incorporation was adopted by the membership:

THIRD: The attached amendment to the Articles of Incorporation was adopted by the required vote of the members on the 4th day of February, 2003.

FOURTH: The number of votes cast were sufficient for approval.

WITNESSES:
(TWO)

BROOKSHIRE BATH & TENNIS CLUB
ASSOCIATION, INC.

Signature

Printed Name

Signature

Printed Name

STATE OF Florida)
) SS:
COUNTY OF Lee)

BY:

Debbie Keller, President

Date:

01-16-10

(CORPORATE SEAL)

The foregoing instrument was acknowledged before me this 16th day of 2010, 2009, by Debbie Keller as President of Brookshire Bath & Tennis Club Association, Inc., a Florida Corporation, on behalf of the corporation. She is personally known to me or has produced (type of identification) FL Driver License as identification.

Notary Public

Printed Name

My commission expires:

September 14, 2012

Amendment: Article XIII, Amended and Restated Articles of Incorporation

**ARTICLE XIII
AMENDMENTS**

Amendment of these Articles shall require ~~the assent of a majority of the lot or unit owners~~ a vote in the affirmative of at least 50% plus 1 of the total membership present and voting in person or by proxy at any regular or special meeting of the membership duly called and convened.

ACTIVE: 2823233_1