

SACHS & SAX, P.A.

ROBERT B. BURR
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ALSO ADMITTED IN NEW JERSEY
BRUCE A. HARRIS
ALSO ADMITTED IN DISTRICT OF COLUMBIA
ANTHONY C. HAYES
RONALD J. KLEIN
ALSO ADMITTED IN OHIO
ANTHONY M. LAWTON
HELENE COHEN ROSEN
MARIA R. SACHS
ALSO ADMITTED IN CALIFORNIA
PETER S. SACHS
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SPENCER M. SAX

N25975

DATE: 8-2-99

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OF COUNSEL
BENJAMIN S. KENNEDY, JR.

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
AMENDMENTS SECTION
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

100002765681--7
-02/05/99--01041--003
*****35.00 *****35.00

RE: NAME OF CORPORATION: GOLF COLONY HOME OWNERS
ASSOCIATION, INC.
OUR FILE NUMBER: 2030-1

DEAR SIR/MADAM:

OUR LAW FIRM REPRESENTS THE ABOVE REFERENCED CORPORATION.
ENCLOSED PLEASE FIND THE FOLLOWING:

1. ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION WITH ATTACHED AMENDMENT;
2. CHECK FOR \$35.00;
3. COPY OF ARTICLES OF AMENDMENT WITH ATTACHED AMENDMENT TO BE CONFORMED AND RETURNED TO OUR OFFICE; AND
4. SELF-ADDRESSED STAMPED ENVELOPE.

PLEASE FILE THE ARTICLES OF AMENDMENT. PLEASE SEND OUR OFFICE A CONFORMED COPY OF THE DOCUMENT FILED, AS WELL AS A LETTER ACKNOWLEDGING FILING OF SAME.

IF YOU HAVE ANY QUESTIONS, PLEASE CALL ME AT 1-800-462-1110.
THANK YOU FOR YOUR ASSISTANCE.

VERY TRULY YOURS,

SACHS, SAX & KLEIN, P.A.

ROBERT B. BURR

*Amend
2-10-99
RBS*

RBB:DMT
ENCLOSURES
c:\forms\form-art.amd

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB -5 AM 11:15

FILED

This instrument was prepared by
and should be returned to:
Robert B. Burr, Esq.
SACHS & SAX, P.A.
Post Office Box 810037
Boca Raton, Florida 33481-0037

FILED
99 FEB -5 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
GOLF COLONY HOMEOWNERS' ASSOCIATION, INC.**

THESE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF GOLF COLONY HOMEOWNERS' ASSOCIATION, INC. ("Association") are made this 1st day of February, 1999, by the President and Secretary of the Association.

W I T N E S S E T H :

WHEREAS, the Articles of Incorporation of the Association have been filed with the Florida Section of State on April 19, 1988 (Document Number N25975);

WHEREAS, Article VIII, of the Articles of Incorporation provides that the Articles of Incorporation may be amended by approval of a majority of the members of the Association; and

WHEREAS, the Association desires that the Amendments to the Articles of Incorporation (attached hereto as Exhibit "A"), be certified of record as notice to all current and future members of the Association of the contents of said Amendments;

NOW, THEREFORE, the President and Secretary of the Association hereby certify that:

1. On January 25, 1999, a Special Meeting of the Members was conducted for the purpose of adopting the Amendments, attached hereto as Exhibit "A", to the Articles of Incorporation. At said Members' meeting, greater than a majority of all the members of the Association approved and adopted the Amendments to the Articles of Incorporation attached hereto as Exhibit "A."

2. The number of votes cast in favor of the Amendments to the Articles of Incorporation is sufficient for approval to amend the Articles of Incorporation.

4. The adoption of the Amendments to the Articles of Incorporation appears in the minutes of the Association and said

approval is unrevoked.

IN WITNESS WHEREOF, the undersigned have set their hand and seal this 1st day of February, 1999.

Witnesses (as to both):

Robert B. Brum
Signature

ROBERT B. BRUM
Print Name

Dawn Kampersal
Signature

Dawn Kampersal
Print Name

GOLF COLONY HOMEOWNERS'
ASSOCIATION, INC.

By: Joseph Dubin
Joseph Dubin, President

Attest: Lewis Stein
Lewis Stein, Secretary

STATE OF FLORIDA)
 : ss.:
COUNTY OF PALM BEACH)

1st The foregoing instrument was acknowledged before me this day of FEBRUARY, 1999, by Joseph Dubin and Lewis Stein, as President and Secretary, respectively, of GOLF COLONY HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the Corporation. They are personally known to me or have produced _____ as identification.

Laura L. Stilwell
NOTARY PUBLIC, State of Florida

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EXHIBIT "A"

AMENDMENTS* TO THE ARTICLES OF INCORPORATION

1. Article II, PURPOSES, of the Articles of Incorporation shall be amended to read as follows:

The purposes of Association are to acquire title to, own, operate, maintain and preserve the Common Properties in the development located in Palm Beach County, Florida, known as GOLF COLONY HOMES and may maintain, install, replace, and improve the lawns and sprinkler systems of Owners' Units and impose the cost of same as a Common Expense of the Association. The Association may enter into a bulk contract for cable television service and impose the cost of same as a Common Expense.

2. Article III, POWERS, of the Articles of Incorporation, shall be amended by the addition of new Sections G and H to read as follows:

G. Maintain, install, replace, and improve the lawns and sprinkler systems, of Owners' Units and impose the cost of same as a Common Expense of the Association collectable as any other assessments imposed by the Association.

H. Enter into a bulk contract for cable television service and impose the cost of same as a Common Expense of the Association collectable as any other assessments imposed by the Association.

3. Article IV, MEMBERS, Section 4 of the Articles of Incorporation shall be amended to read as follows:

4. There shall be ~~two(2)~~ one(1) classes of membership ~~as follows:~~

~~— (a) Class A. As long as there is a Class B membership, Class A member shall be which consists of all Unit Owners. other than the Developer. Each Unit whose owners are Class A members shall be entitled to one vote at members' meeting.~~

~~— (b) Class B. The Developer shall be the only Class B member and shall have one vote for every Unit it owns plus, two votes~~

*Added language in the text is underlined. Deleted language is ~~struck through~~.

~~for each Class A vote. Upon the earliest of the following to occur, the Class B membership shall terminate and the Developer shall be a Class A member with regard to Units it owns:~~

~~(i) Thirty (30) days after Developer terminated the Class B membership by so notifying the Association in writing, or~~

~~(ii) When the last Unit expected to be built in Golf Colony Homes is constructed and conveyed to a purchaser.~~

Any requirements for class voting of Members shall refer to and require a vote of the only one (1) existing class of Members, which consists of all Owners.