

N28730

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January 23, 1997

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

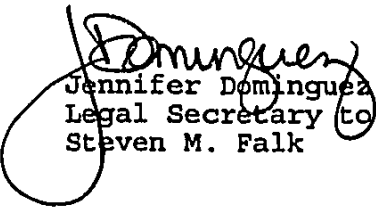
Re: Tuscany at the Vineyards Condominium Association, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to Articles of Incorporation for Tuscany at the Vineyards Condominium Association, Inc. (a not-for-profit corporation). Please file the Amendment and send proof of same to our office as soon as possible in the self-addressed postage paid envelope provided for your convenience. Also enclosed is a check for \$35.00 to cover the filing fees for this transaction.

Thank you for your assistance regarding this matter. If you should have any questions or comments, please contact our office.

Very truly yours,


Jennifer Dominguez
Legal Secretary to
Steven M. Falk

/jed
Enclosures

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SH 2/13

Amad.

FILED
97 FEB 12 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 4, 1997

Jennifer Dominguez
Roetzel & Andress
850 Park Shore Dr.
Naples, FL 34103

SUBJECT: TUSCANY AT THE VINEYARDS CONDOMINIUM ASSOCIATION, INC.
Ref. Number: N28730

We have received your document for TUSCANY AT THE VINEYARDS CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 397A00005717

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

TUSCANY AT THE VINEYARDS CONDOMINIUM ASSOCIATION, INC.

The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S. 617.1006.

1. The name of the corporation is TUSCANY AT THE VINEYARDS CONDOMINIUM ASSOCIATION, INC.

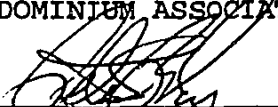
2. Article VII of the Articles of Incorporation of Tuscany at the Vineyards was amended as follows: See Attached Exhibit "A".

3. The foregoing Amendment to the Articles of Incorporation was duly adopted by the membership on January 25, 1995.

4. The number of votes cast by the membership at the above-referenced members' meeting were sufficient for approval.

In witness whereof, the undersigned Director of this corporation has executed these Articles of Amendment on 5th JAN
26, 1995.

TUSCANY AT THE VINEYARDS
CONDOMINIUM ASSOCIATION, INC.


Peter Bekar, Treasurer

82632_1.WP5

FILED
97 FEB 12 AM 10:40
TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF INCORPORATION
TUSCANY AT THE VINEYARDS CONDOMINIUM ASSOCIATION, INC.

FILED
97 FEB 18 AM 10:20
SECOND JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

Date: January 26, 1995

Purpose: To provide ease of transition from year to year in the make-up and continuity of the Board of Directors. This proposal was approved by the Board of Directors on December 20, 1994.

WHEREAS, the present Articles of Incorporation provide that the number of Directors shall be any odd number not less than three (3) nor more than seven (7) as shall be determined by resolution of the membership by a majority vote, as defined in said Articles in Article VII, Sections 1 and 3, and shall serve a one year term; AND

WHEREAS, the membership finds it desirable to provide a longer term for each member, provide a number certain for the membership of said Board, and to provide staggered terms for the members to facilitate continuity from year to year in the election of new board members by the membership.

NOW THEREFORE, BE IT HEREBY RESOLVED that Article VII, Sections 1 and 3 of the Tuscany at the Vineyards Condominium Association, Inc., be and the same be amended as follows:

~~Section 1. The affairs and business of this Association shall be managed and conducted by a Board of Directors consisting of not less than three (3) nor more than seven (7) persons.~~

Section 1. The affairs and business of this Association shall be managed and conducted by a Board of Directors consisting of five (5) persons.

~~Section 2. At the expiration of the term of each initial director, his successor shall be elected by the members of the Association to serve for a term of one year. A director shall hold office until his successor has been elected and qualified.~~

Section 3. That effective with the 1996 annual meeting of the membership of the Tuscany at the Vineyards Condominium Association, Inc., there shall be elected by the membership a Board of Directors as follows: That said members of the Board of Directors shall be elected for a term of two (2) years, and any member of said Board may be re-elected for any number of additional terms, provided, however, that the first Board of Directors elected after the recording of this Amendment will be comprised of members with staggered terms as follows: the three (3) members receiving the highest number of votes shall serve for two (2) years, and the two (2) members receiving the remaining number of votes shall serve for one (1) year; in the next succeeding election (in the year 1997), the two (2) seats on the Board then becoming vacant shall be subject to election by the membership; thereafter, in each succeeding year, the membership shall elect to the Board the number of directors whose terms are ending (three (3) in the year 1998). If, at the election of the Board in 1996 there is no election by ballot, then the Board then elected shall determine the method acceptable to dividing the seats on said Board for staggered terms not inconsistent with this paragraph.

PLEASE NOTE: The deleted portions of the existing Articles are stricken and the proposed new portions of the Articles are underlined.

EXHIBIT A