N29621 SACHS, SAX & KLEIN, P.A.

ATTORNEYS AT LAW

ROBERT B. BURR
WILLIAM A. FRAGETTA
ALSO ADMITTED IN NEW JERSEY
BRUCE A. MARRIS
ALSO ADMITTED IN DISTRICT OF COLUMBIA
ANTHONY C. HAYES
RONALD J. KLEIN
ALSO ADMITTED IN OHIO
ANTHONY M. LAWHON
HELENE COHEN ROSEN
MARIA R. SACHS
ALSO ADMITTED IN CALIFORNIA
PETER S. SACHS
ALSO ADMITTED IN NEW YORK

SPENCER M. SAX

SUITE 4180 — NORTHERN TRUST PLAZA 301 YAMATO ROAD BOCA RATON, FLORIDA 33431

MAILING ADDRESS
P.O. BOX 810037
BOCA RATON, FLORIDA 33481-0037

TELEPHONE (56)) 994-4499 TELECOPIER (56)) 994-4985 E-MAIL SSKlaw@usa.net

April 9, 1997

500002140395--6 -04/11/97--01064--015 *****35.00 *****35.00

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

Re: SANTA BARBARA PROPERTY OWNERS ASSOCIATION, INC.

Our File No.1410.01

Dear Sir/Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of Santa Barbara Property Owners Association, Inc., as well as a check for \$35.00 and a self-addressed stamped envelope. Please appropriately file the Articles of Amendment and return a date stamped copy to me. Thank you for your assistance and if you have any questions, please call me at 1-800-462-1110.

Very truly yours,

SACHS, SAX & KLEIN, P.A.

Robert B. Burr

RBB:dmt Enclosures

FILED
7 APR 11 AH 8: 09
ECHELANASSEE, FLORIDA
11 AH 8: 09
12 AM
12 AM
13 AM
14 AM
15 AM
15 AM
15 AM
15 AM
16 AM
17 AM
18 AM
18

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

97 APR 11 AH 8: 09
SEGNETALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED
OF
ARTICLES OF INCORPORATION
OF
SANTA BARBARA PROPERTY OWNERS'
ASSOCIATION, INC.

THESE ARTICLES OF AMENDMENT TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SANTA BARBARA PROPERTY OWNERS' ASSOCIATION, INC. are made this Alay of May of May of the Santa Barbara PROPERTY OWNERS' ASSOCIATION, INC. ("Association"), the property owners' association for the Santa Barbara subdivision.

WITNESSETH:

- 1. These Articles of Amendment are filed pursuant to 617.1006, Fla. Stat.
- 2. The name of the corporation is SANTA BARBARA PROPERTY OWNERS' ASSOCIATION, INC.
- 3. Pursuant to Article X, Section 3 of the Amended and Restated Articles of Incorporation ("Articles"), the Articles may be amended by the affirmative vote of a majority of the entire membership of the Association.
- 4. The annual meeting of the members of the Association called for the purpose of electing directors and amending the Articles was duly noticed and held on the Articles and Bylaws of the Association.
- 5. At said meeting not less than a majority of the entire membership of the Association affirmatively voted to adopt the Amendment to the Articles, a true and correct copy of which is attached hereto as Exhibit "A". The number of votes cast in favor of the amendment exceeded a majority and was therefore sufficient to approve *

 6. That the adoption of the Amendment appears in the minutes of the Association and is unrevoked.

By:

IN WITNESS WHEREOF, the undersigned have set their hands and seal this 21 day of 1906.

SANTA BARBARA PROPERTY OWNERS ASSOCIATION, INC.

* the amendment.

STATE OF FLORIDA)

SS.:

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this diff day of MARCH, 1996, by JOHN CAPPELLETTI and MURICIE GALLO, as President and Secretary, respectively, of SANTA BARBARA PROPERTY OWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the Corporation. They are personally known to me or have produced FL DRIVER'S LICENSE as identification.

NOTARY PUBLIC
PRINT/STAMP/TYPE NAME:
COMMISSION EXPIRES:
COMMISSION NUMBER:

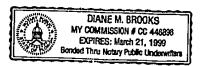


EXHIBIT "A"

AMENDMENT
TO THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SANTA BARBARA
PROPERTY OWNERS'
ASSOCIATION, INC.

- 1. Article VI, <u>DIRECTORS</u>, Section 1, of the Articles of Incorporation shall be and hereby is, amended to read as follows:
- 1. Starting with the annual meeting of 1996, the property, business and affairs of the Association shall be managed by a Board consisting of either three (3), five (5) or seven (7) directors. The Bylaws may provide for a method of determining the number of directors from time to time. In the absence of a determination as to the number of directors, the Board shall consist of five (5) directors.