

N30299

LARMINE OTERO

(Requestor's Name)

GREENSBURG TRAUERIG, P.A.

(Address)

P.O. Box 141236

(Address)

Ft. Lauderdale, FL 33302

(City/State/Zip/Phone #)



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(Business Entity Name)

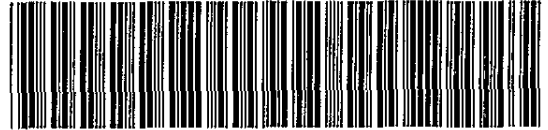
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04 DEC 30 PM 12:35

CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
WYCLIFFE GOLF AND COUNTRY CLUB, INC.

FILED  
04 DEC 30 PM 12:35  
CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

The undersigned, PAULETTE R. MORTIMER, being the President of **WYCLIFFE GOLF AND COUNTRY CLUB, INC.**, a corporation not for profit organized and existing under the laws of the State of Florida (the "Club"), the Articles of Incorporation of which were initially filed with the Department of State of the State of Florida on January 23, 1989, and DOES HEREBY CERTIFY that:

1. The name of the corporation is **WYCLIFFE GOLF AND COUNTRY CLUB, INC.**, a Florida not for profit corporation.
2. This amendment ("Amendment"), effective December 27, 2004, to the Articles of Incorporation ("Articles") hereinafter set forth was adopted by the Board of Directors by Unanimous Written Consent of All The Directors In Lieu of Board of Directors Meeting of the Club. **KENCO COMMUNITIES I, INC.**, a Florida corporation ("Kenco") approves this Amendment by executing below. Kenco is the sole member of the Club entitled to vote as provided in Article IX, paragraph 2 of the Articles.
3. Article VI Qualifications of Memberships of the Articles is hereby amended as follows:

The categories of membership, qualifications for membership and the manner of admission shall be as provided by the ~~By-Laws~~ various documents, as appropriate, of the Club including, but not limited to, that certain Amended and Restated Plan for the Offering of Memberships, that certain Amended and Restated Club Purchase and Sale Agreement at Turnover, the By-Laws and the Articles (collectively, the "Club Documents").

Added language is *italicized* and underlined, and deleted language is ~~struck through~~.

4. Article VII Transfer of Membership of the Articles is hereby amended as follows:

A membership may be transferred only to the Club in accordance with the ~~By-Laws~~ Club Documents. A member who has been expelled from the Club shall have the obligation to surrender his or her membership certificate to the Club in accordance with the procedure set forth in the ~~By-Laws~~ Club Documents.

Added language is *italicized* and underlined, and deleted language is ~~struck through~~.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of **WYCLIFFE GOLF AND COUNTRY CLUB, INC.**, as of this 17 day of DECEMBER, 2004.

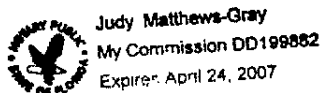
**WYCLIFFE GOLF AND COUNTRY CLUB, INC.**, a Florida corporation not for profit

By: *Paulette R. Mortimer*  
Paulette R. Mortimer, President

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF PALM BEACH            )

The foregoing instrument was acknowledged before me this 17 day of DECEMBER, 2004, by Paulette R. Mortimer, as President of **WYCLIFFE GOLF AND COUNTRY CLUB, INC.**, a Florida corporation not for profit, who is either personally known to me or who produced \_\_\_\_\_ as identification.

*Judy Matthews Gray*  
Printed/Typed Name: JUDY MATTHEWS GRAY  
Notary Public, State of Florida  
Commission Expires: APRIL 24, 2007



**JOINDER AND CONSENT**

**KENCO COMMUNITIES I, INC.**, a Florida corporation, hereby joins in and consents to the execution and filing of the aforesaid Amendment.

Witnesses:

Judy Matthews Gray  
Print Name: JUDY MATTHEWS GRAY

Heleen Miller  
Print Name: Heleen Miller

Judy Matthews Gray  
Print Name: JUDY MATTHEWS GRAY

Heleen Miller  
Print Name: Heleen Miller

**KENCO COMMUNITIES I, INC.**, a Florida corporation

By: Kenneth M. Endelson  
Kenneth M. Endelson, President

By: Richard Finkelstein  
Richard Finkelstein, Secretary

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

SS:

The foregoing instrument was acknowledged before me on this 16 day of DECEMBER, 2004, by Kenneth M. Endelson, and Richard Finkelstein, as President and Secretary, respectively, of KENCO COMMUNITIES I, INC., a Florida corporation, on behalf of the Corporation. They are personally known to me or have produced \_\_\_\_\_ and \_\_\_\_\_ as identification.

[NOTARIAL SEAL]

Notary: Judy Matthews Gray  
Print Name: JUDY MATTHEWS GRAY  
Notary Public, State of Florida  
My commission expires: APRIL 24, 2007

