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GRAY ROBINSON

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BASIC AMENDMENT

RIVER FALLS ESTATES ASSOC., INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$43.75

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Amendment

07/14/05

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 13, 2005

RIVER FALLS ESTATES ASSOC., INC.
POST OFFICE BOX 1611
COCOA BEACH, FL 32932-1611US

SUBJECT: RIVER FALLS ESTATES ASSOC., INC.
REF: N37847

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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Darlene Connell
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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
RIVER FALLS ESTATES ASSOC., INC.**

THE UNDERSIGNED, INGE MOURIS, President of RIVER FALLS ESTATES ASSOC., INC., a Florida not-for-profit corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is:

RIVER FALLS ESTATES ASSOC., INC.

ARTICLE SECOND: The amendment to the Articles of Incorporation of the Corporation affected by these Articles of Amendment is that the first two paragraphs of ARTICLE VIII of the current Articles of Incorporation is amended to provide as follows:

ARTICLE VIII: OFFICERS

The Members shall elect a President, Vice President, Secretary and Treasurer and as many additional Assistant Vice Presidents and Assistant Secretary/Treasurers as the Members shall determine. The elected officers (but not the Assistants) shall also serve as the Board of Directors of the Association. The same person may hold two offices, the duties of which are not incompatible.

The affairs of the corporation shall be administered by the officers of the corporation. Said officers shall be elected by the Members at the Association's Annual Meeting each year. The Board of Directors may employ a Managing Agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration on the operation and management of the common property, and the affairs of the corporation, and any such person or entity may be so employed without regard to whether such person or entity is a member of the corporation or a director of the corporation.

(The remaining paragraphs of Article VIII are unchanged.)

ARTICLE THIRD: The amendment to the Articles of Incorporation of the Corporation reflected in ARTICLE SECOND hereof was duly adopted by the Board of Directors of the Corporation*at the annual meeting held on

*and the Members of the Association

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December 13, 2004, in accordance with Section 617 of the Florida Not For Profit Corporation Act. The number of votes cast by the Members for the amendment was sufficient for approval.

ARTICLE FOURTH: The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, Inge Mouris, President of the Corporation, has hereunto set her hand this 10th day of ~~June~~ ^{July}, 2005.


Inge Mouris, President