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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
S

**WEDGEWOOD III
PROPERTY OWNERS' ASSOCIATION, INC.
2005 CAPTIVA COURT
SUN CITY CENTER, FLORIDA 33573**

March 10, 2006


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

To Whom It May Concern:

Enclosed is a copy of the amended articles of incorporation for the Wedgewood III Property Owners' Association, Inc. Also enclosed is our check in the amount of \$87.50 to cover the cost of the filing fee (\$35.00) for our amended articles of incorporation and a return certified copy of the amended articles (\$52.50).

If you have any questions, please contact me at (813) 634-5581.

Sincerely,


Gerard Strieper
President
Wedgewood III POA

**AMENDED ARTICLE OF INCORPORATION
WEDGEWOOD III
PROPERTY OWNERS' ASSOCIATION, INC.**

Pursuant to the provisions of Sections 617.1002 and 617.1006, Florida Statutes, the undersigned corporation adopts the following article of amendment to its articles of incorporation.

Amendment adopted:

ARTICLE VI

Management

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the By-Laws or by the Board of Directors of the Association from time to time. Directors shall be elected for two (2) year terms by the members at the annual members' meeting, to be held as scheduled by the Board of Directors in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Association, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, a Vice President, and a Secretary-Treasurer of the Association, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association. Such officers are to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be Directors. Officers and Directors must be members of the Association. Any individual may hold two (2) or more corporate offices, except that the offices of President and Secretary-Treasurer may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Association. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Association.

The date of adoption of the amendment was December 16, 2005.

The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

A copy of the amended articles of incorporation is attached.

Wedgewood III Property Owners' Association, Inc.



Gerard Strieper, President

Date: _____

March 7, 2006

FILED
06 MAR 10 AM 11:11
TALLAHASSEE, FLORIDA
CLERK OF DISTRICT COURT

WEDGEWOOD III PROPERTY OWNERS' ASSOCIATION, INC.

REGISTERED OFFICE AND AGENT

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the name and address of the Registered Agent for service of process upon the Association is:

James P. Hines, Jr.
315 S. Hyde Park Ave.
Tampa, FL 33606

The above address is also the address of the registered office of the Association.


Gerard Strieper, President

The foregoing instrument was acknowledged before me this 7th day of March, 2006, by Gerard Strieper, personally known to me, or who produced _____ (type of identification i.e. driver's license) as identification who is the person who executed the foregoing Articles of Incorporation, and who acknowledged to me that he executed the same as his free act and deed for the uses and purposes therein set forth.

My Commission Expires: 6/20/08


(Signature)

(AFFIX NOTARY SEAL)



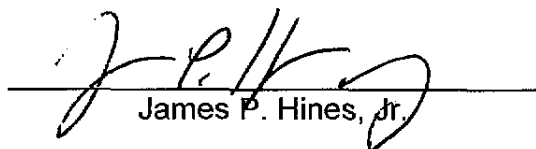
Carol R. Donner
MY COMMISSION # DD314366 EXPIRES
June 20, 2008
BONDED THROUGH FAIR INSURANCE, INC.

Name: CAROL R. DONNER
(Legibly Printed)

Notary Public, State of Florida

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for WEDGEWOOD III PROPERTY OWNERS' ASSOCIATION, INC. hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.


James P. Hines, Jr.

WEDGEWOOD III PROPERTY OWNERS' ASSOCIATION, INC.

ELECTION OF DIRECTORS/OFFICERS

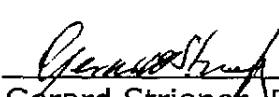
Pursuant to Article VI of the original Articles of Incorporation, the following members were elected directors for a one year term by the association members at the annual meeting held December 16, 2005, and subsequently elected to the designated office by the new Board of Directors on the same day.

President/Director: Gerard Strieper
2005 Captiva Court
Sun City Center, FL 33573

Vice President/Director: William Roberts
2011 Captiva Court
Sun City Center, FL 33573

Secretary/Director: Barbara VanEycken
2023 S. Pebble Beach Blvd.
Sun City Center, FL 33573

Treasurer/Director Rolf Sulzberger
2221 Westminster Manor Lane
Sun City Center, FL 33573



Gerard Strieper, President