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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Bloomington Village Homeowner's Association, Inc

DOCUMENT NUMBER: N96000000920

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James R. De Furio, Esq.

(Name of Contact Person)

James R. De Furio, P.A.

(Firm/ Company)

201 E. Kennedy Blvd. Suite 1460

(Address)

Tampa, FL 33602

(City/ State and Zip Code)

For further information concerning this matter, please call:

James R. De Furio

(Name of Contact Person)

at (813) 229-0160

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address

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

Street Address

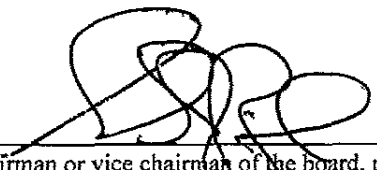
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

The date of adoption of the amendment(s) was: December 4, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature  _____
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Anthony Rojek
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

Exhibit "A"

AMENDMENT TO THE ARTICLES OF INCORPORATION OF BLOOMINGDALE VILLAGE
HOMEOWNER'S ASSOCIATION, INC

Additions indicated by underlining
Deletions indicated by ~~striking through~~
Unaffected text by "..."

...

ARTICLE V. - VOTING

If more than one (1) person owns an interest in any Lot, all such persons are members; but there may be only one (1) vote cast with respect to such Lot. Such vote may be exercised as the owners determine among themselves; but no split vote is permitted.

~~The corporation shall have two classes of voting membership:~~

~~Class A. So long as there is Class B membership, Class A Members shall be all Owners, except the developer of the Subdivision, Sungreene Incorporated, hereinafter referred to as the "developer", and shall not be entitled to vote. Upon termination of Class B membership, Class A Members shall be all Owners, including the developer so long as the developer is an Owner, and each Owner shall be entitled to one vote for each Lot owned.~~

~~Class B. The Class B Member shall be the developer and as long as there is a Class B voting membership the developer shall have the sole voting power. The Class B membership shall cease and be converted to Class A membership on occurrence of the earlier of the following dates:~~

~~—— (a) —— When all the lots in Bloomingdale Village as shown on the Plat have been fully developed, permanent improvements constructed thereon, and sold to permanent residents; or~~

~~—— (b) —— On January 1, 2000.~~

Except where otherwise required by law or by the provisions of the Declaration of Covenants, Conditions, Restrictions and Easements for Bloomingdale Village, or these Articles, the affirmative vote of a majority of members represented at any meeting of the members duly called and at which a quorum is present shall be binding upon the members.

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ARTICLE VII. ~~INITIAL BOARD OF DIRECTORS~~

The affairs of the corporation shall be managed by a Board of Directors consisting of initially at least three (3) Directors. The number of Directors comprising succeeding Boards of Directors shall be as provided from time to time in the bylaws of the corporation, but in no event shall there be less than three (3) or more than seven (7) Directors. ~~All Directors shall be appointed by and serve the pleasure of the developer as long as there is a Class B voting membership. Commencing with the annual meeting next following the expiration of Class B voting membership,~~ All Directors shall be elected by the members.

~~The names and addresses of the first Board of Directors are as follows:~~

Vito Saputo
~~1802 Natures Way Blvd.
Valrico, FL 33594~~

Eiji T. Sadato
~~1802 Natures Way Blvd.
Valrico, FL 33594~~

Carol Saputo
~~1802 Natures Way Blvd.
Valrico, FL 33594~~

...

ARTICLE IX. - BYLAWS

The members of the Board of Directors of the corporation may provide such bylaws for the conduct of the corporation's business and the carrying out of its purposes as they deem necessary or desirable from time to time. Upon proper notice, the bylaws may be amended, altered or repealed by a majority vote of the Board of Directors present at any regular meeting or special meeting called for that purpose. ~~The Board of Directors, however, may not alter, amend or repeal any bylaw adopted by the Class A voting members, if the said voting members specifically provide that such a bylaw is not subject to being altered, amended or repealed by the Board of Directors.~~

ARTICLE X. - AMENDMENT TO ARTICLES OF INCORPORATION

These articles may be amended, altered or repealed by resolution of the Board of Directors and approved by a vote of a majority of the members. ~~No amendment affecting the rights of Developer shall be effective without the prior written consent of Developer.~~

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