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July 31, 2001

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

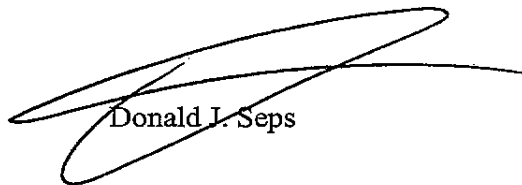
Re: **Front Street Homeowners' Association, Inc.**

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation concerning Front Street Homeowners' Association, Inc., together with our firm's check in the amount of \$35.00 representing your filing fee. If all is in order, kindly file the Amendment and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,


Donald J. Seps

DJS:rm
Encl.

FILED
01 AUG 13 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

S. PAYNE AUG 21 2001

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
FRONT STREET HOMEOWNERS' ASSOCIATION, INC.

FILED
01 AUG 13 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1006 of the Florida Not for Profit Corporaion Act, the undersigned, constituting the President of Front Street Homeowners' Association, Inc., a Florida not-for-profit corporation (the "Corporation"), do hereby submit the following:

1. The name of the Corporation is Front Street Homeowners' Association, Inc.
2. The existing Articles are amended and modified as follows. Additions are indicated by underline, deletions are indicated by ~~strikeout~~.

ARTICLE XIII

AMENDMENTS

Amendment of these Articles shall require the approval by the affirmative vote of two-thirds (2/3) of those members present, in person or by proxy, at such meeting where a quorum is present. A quorum of membership for the purpose of adopting any such amendment shall consist of fifty-one percent (51%) of the total voting interest in said Association; Members present, in person or by proxy, entitled to vote and holding at least two-thirds (2/3) of the total votes in the Association; provided, however, (a) that any amendment which materially and adversely affects the security, title and interest of any Mortgagee must be approved by such Mortgagee, and (b) during any period in which Declarant has the right to appoint or to remove any member or members of the Board of Directors or any officer or officers of the Association pursuant to Sections 10.1 and 13.1 of the Declaration, such amendment must be approved by Declarant.

3. Pursuant to Article XIII of the Articles of Incorporation, this Amendment was approved at a special meeting of the members of the Association duly called, at which a quorum as present by at least 2/3 of the total votes in the association.

The foregoing instrument has been executed this 8th day of June, 2001.

FRONT STREET HOMEOWNERS'
ASSOCIATION, INC., a Florida not-for-profit
corporation

By Thomas E. Lawrence
Thomas E. Lawrence, President