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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 12 2005

Amen

DAVID A. CAIRNS, P.A.

ATTORNEY AT LAW
CERTIFIED CIRCUIT COURT MEDIATOR

256 - 10th AVENUE
VERO BEACH, FL 32962
TELE: (772) 562-9471
FAX: (772) 562-9716

May 2, 2005

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment of Osprey Villas at Aquarina Homeowners Association, Inc.

Dear Division:

Please find enclosed an original and duplicate of the above referenced document for filing. The sole change in Article VII is the scheduling of the annual meeting in January of each year rather than December. The Amendment was achieved by the consents of a two-thirds majority of the home owners as required by the Articles and the By-Laws of the Homeowners Association. Also enclosed is our fee of \$43.75 which represents the filing fee and certified copy fee.

It would be appreciated if you would return the certified copy to my office once this matter has been completed.

Thank you for your cooperation.

Very truly yours,



David A. Cairns

DAC/e
Enclosures

ARTICLES OF AMENDMENT OF
OSPREY VILLAS AT AQUARINA
HOMEOWNERS ASSOCIATION, INC.

05 MAY - 5 2005
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

BE IT RESOLVED, that the First Paragraph of Article VII - Directors, of Osprey Villas at Aquarina Homeowners Association, Inc., Articles of Incorporation is amended to read as follows:

ARTICLE VII - Directors

The affairs of the corporation shall be managed by the Board of Directors. The number of members of the first Board of Directors of the corporation shall be three (3). The number of members of succeeding boards of directors shall be three (3) except as changed from time to time by the By-Laws of the corporation. The members of the Board of Directors shall be elected as provided by the By-Laws of the corporation, which provide for election of directors at the annual meeting to be held on the second Tuesday of January each year. The Board of Directors shall be members of the corporation or shall be authorized representatives, officers or employees of the corporate member of this corporation.

IN WITNESS WHEREOF, Osprey Villas at Aquarina Homeowners Association, Inc., has caused these presents to be executed in its name, and its corporate seal to be affixed by its proper officers duly authorized this 28th day of April, 2005.

**OSPREY VILLAS AT AQUARINA
HOMEOWNERS ASSOCIATION, INC.**

BY: Charles J. Mahoney
President

Address: 204 Osprey Villas Ct.,
Melbourne Beach, Florida
32951

ATTEST:

Shirley M. McMullen
Secretary

Signed, seal and sworn in the presence of:

William R. Offenhausser
Printed Name WILLIAM R. OFFENHAUSER
Witness

Gerald J. Cairns
Printed Name GERALD J. CAIRNS
Witness

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledge before me this 28th day of April, 2005, by Charles J. Mahoney, and Shirley M McMullen, as President and secretary, respectively of Osprey Villas at Aquarina Homeowners Association, who are personally know to me, or who produced NY DRIVER LICENSE as identification.



(notary seal)

Freddie Woodie Sr.
Notary Public
Printed Name FREDDIE WOODIE SR.
My commission expires: FEB 19, 2007