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SWALM & MURRELL, P.A.

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Philip M. Francoeur, Jr. of Counsel

January 30, 1997

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

RE: Articles of Amendment; Edgewater at Carlton Lakes Commons Association, Inc.

Enclosed please find the original and one copy of the above-referenced document for filing. Please return a certified copy to our office at your earliest convenience. Our check in the amount of \$87.50 is enclosed.

Thank you.

Sincerely,

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Suranne M. Young Legal Assistant

/smy Encs.

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SECRETARY OF STATE
SECRETARY OF STATE

AMENO

ARTICLES OF AMENDMENT

The Articles of Incorporation of Edgewater at Carlton Lakes Commons Association, Inc., which were filed with the Secretary of State on December 11, 1996, shall be amended as follows:

Note: New language is underlined; language being deleted is shown in struck through type.

The first paragraph of Article II of the Articles of Incorporation shall be amended as follows:

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Corporation is organized is to provide an entity for the ownership, maintenance and operation of certain recreational and other common facilities serving the Edgewater Complex, located in Collier County, Florida. The Edgewater Complex consists of the land described in Exhibit "H-1" to the Declaration of Covenants for the Edgewater Lakeview at Carlton Lakes Commons, to which these Articles of Incorporation are attached as Exhibit "H-3" (the "Declaration of Covenants"), and the improvements to be constructed thereon.

NOW THEREFORE, as no members have been admitted to this corporation, the foregoing were adopted by a majority of the Directors, pursuant to Section 617.1002(1)(b), Florida Statutes, and that said vote is sufficient for their amendment. The foregoing were adopted at a duly called Board meeting held on January 20, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 274 day of January, 1997.

EDGEWATER AT CARLTON LAKES
COMMONS ASSOCIATION, INC.

ATTEST:

BY:
President

(CORPORATE SEAL)

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared Christopher Claussen, as President of Edgewater at Carlton Lakes Commons Association, Inc., and who executed the foregoing Articles of Amendment, and he acknowledged before me that he executed those Articles of Amendment for the purpose therein stated. He is personally known to me or did produce as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of January, 1997.

Notary Public

(SEAL)

OFFICIAL NOTARY SEAL ILSA B KARLEWICZ COMMISSION NO. CC31554 MY COMMISSION EXP FEB 12,2000