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JOHNSON BLAKELY

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NAME: TOWNHOMES AT KENSINGTON HOMEOWNERS ASSOCIATI

AUDIT NUMBER.....H97000019951

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Amendment
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JOHNSON BLAKELY

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Prepared by and return to:
Julius J. Zschau, Esq.
Johnson, Blakely, Pope, Bokor, Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, FL 33756
F1 Bar #195685

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF

TOWNHOMES AT KENSINGTON HOMEOWNERS ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1006, *Florida Statutes*, the undersigned Florida non-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Section B (2) of Article V of the Articles of Incorporation is hereby amended to read as follows:

2) Class B. The Class B member of the Association shall be the Declarant until such Class B membership is converted to Class A at Declarant's option or as hereinafter set forth. Class B Lots shall be all Lots, owned by the Declarant which have not been converted to Class A as provided below. The Declarant shall be entitled to three (3) votes for each Class B Lot which it owns; provided, however, that as to land which may be annexed or added pursuant to the Declaration, the Class B member shall be entitled to fourteen votes (14) per acre or fraction thereof contained within a Parcel until such time as the Parcel is platted, whereupon the Class B member shall be entitled to three (3) votes per Lot in lieu of the votes per acre.

SECOND: This Amendment was adopted on December 3, 1997, by a vote of more than 75% of the voting rights of the membership of the Association and the number of votes cast for the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has caused this Amendment to be executed by its duly authorized officers and affixed its corporate seal this 3 day of December, 1997.

WITNESSES:

TOWNHOMES AT KENSINGTON
HOMEOWNERS ASSOCIATION, INC.,
a Florida non-profit corporation

[Signature]
Print Name: Ruth A. Chase

By: [Signature]
Fred J. Sikorski
President

[Signature]
Print Name: Daniel R. Schelding

(CORPORATE SEAL)

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JOHNSON BLAKELY

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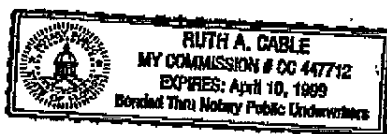
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STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 3 day of December, 1997, by FRED J. SIKORSKI, as President of TOWNHOMES AT KENSINGTON HOMEOWNERS ASSOCIATION, INC., a Florida non-profit corporation, on behalf of the corporation. He is personally known to me.



Ruth A. Cable
Notary Public

Print Name: RUTH A. CABLE

My commission expires: April 10, 1999

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