

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TURNBERRY ASSOCIATION, INC.,
a corporation not for profit**

RECORDS SECTION
TALLAHASSEE, FLORIDA

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These Articles of Amendment to Articles of Incorporation of Turnberry Association, Inc., a Florida corporation not for profit, are made effective this 19 day of November, 2009 by TURNBERRY ASSOCIATION, INC. (the "Association").

RECITALS:

A. The Association desires to amend its Articles of Incorporation as more particularly described hereafter and these Articles of Amendment have been proposed by the Association's Board of Directors and have been approved by not less than two-thirds (2/3) of the Class A Members voting in person or by proxy at a duly called Special Meeting of the Association at which a quorum of such Class A Members were present, which was held on the 19 day of November, 2009.

NOW THEREFORE, the Association hereby amends its Articles of Incorporation as follows:

1. Article VI, Section 1, is hereby amended in its entirety and replaced with the following:

Section 1. Number and Term. This Association's affairs are managed by a Board of Directors initially composed of three (3) Directors, who need not be Association members. The number of Directors from time to time may be changed from a minimum of three (3) to a maximum of nine (9), but at all times it must be an odd number. The term of office for all Directors is two (2) years, and any Director may succeed himself in office.

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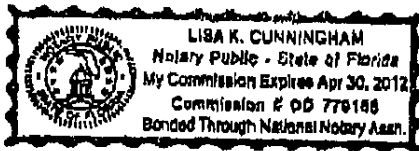
IN WITNESS WHEREOF, the Association has executed these Articles of Amendment to Articles of Incorporation effective the date first above written.

TURNBERRY ASSOCIATION, INC.,
a Florida corporation not for profit

By: [Signature]
Print Name: ROLD M. JAMES
Title: SECRETARY

STATE OF FLORIDA
COUNTY OF St. Johns

The foregoing instrument was acknowledged before me this 19 day of November, 2009 by Rold M. James as Secretary of TURNBERRY ASSOCIATION, INC., a Florida corporation not for profit, on behalf of the corporation. He is personally known to me.



[Signature]
Notary Public, State of Florida at Large
Print Name: _____
My Commission Expires: _____
He/she is: [check one]
Personally known
OR Produced ID
Type of Identification Produced _____

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