

01/24/2002 09:12 FAX

DUANE MORRIS MIAMI

001/004

Division of Corporations

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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850) 205-0380

From: *Maeia J. Goldman*

Account Name : DUANE MORRIS & HECKSCHER, LLP

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

EXETER NEIGHBORHOOD ASSOCIATION, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
| Certified Copy        | 1       |
| Page Count            | 03      |
| Estimated Charge      | \$52.50 |

*Amendment*

SECOND REQUEST

01/21/02

**ARTICLES OF AMENDMENT TO ARTICLES OF  
INCORPORATION FOR  
EXETER NEIGHBORHOOD ASSOCIATION, INC.  
(A CORPORATION NOT-FOR-PROFIT)**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

**FIRST:** Amendment adopted:

The Articles of Incorporation for EXETER NEIGHBORHOOD ASSOCIATION, INC., filed with the Florida Secretary of State on May 6, 1998 are hereby amended as follows:

**SECOND:** The first paragraph of Section 9 of the Articles is hereby deleted and replaced with the following:

9. Board of Directors. The affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined in the manner provided in the By-Laws, but which shall consist of not less than three (3) Directors. So long as Developer shall have the right to appoint the Board of Directors, Directors need not be members of a condominium association within Exeter Neighborhood and need not be residents of the State of Florida. Thereafter, all Directors shall be Owners of and residents in Homes within Exeter Neighborhood as well as Directors of the condominium associations within Exeter Neighborhood. There shall be three (3) Directors appointed by the Class B member. Once the Class B member's right to appoint the Board of Directors terminates, there shall be appointed by the Class A members a Board of Directors consisting of the number of condominium associations in Exeter Neighborhood. Each Director appointed by the Condominium Representatives shall serve for a term from the date of the meeting when he or she is elected until the next annual meeting of the Association. In no event can a Board member appointed by the Class B member be removed except by action of the Class B member. Any Director appointed by the Class B member shall serve at the pleasure of the Class B member, and may be removed from office, and a successor Director may be appointed, at any time by the Class B member. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are appointed or elected, or until removed, are as follows:

**THIRD:** The date of adoption of the amendment was JANUARY 16, 2002.

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FOURTH: The Articles of Amendment to Articles of Incorporation were approved by all of the members entitled to vote on JANUARY 16, 2002. This amount was sufficient to adopt the amendment.

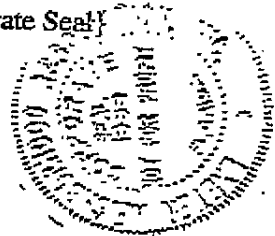
Dated: JANUARY 16, 2002.

The undersigned being a member of the Board of Directors of EXETER NEIGHBORHOOD ASSOCIATION, INC., and the President thereof.

*Martin L. Riefs*

Martin L. Riefs, Director and President of  
EXETER NEIGHBORHOOD ASSOCIATION,  
INC.

{Corporate Seal}



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