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REAL PROPERTY
PROBATE

January 4, 2001

Secretary of State
The Capitol
Tallahassee, Florida 32314

Attn: Division of Corporations

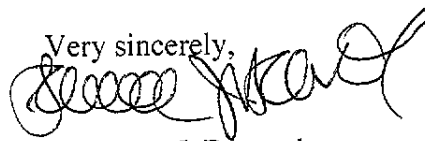
Re: American Dream Master Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed please find "Articles of Amendment of Articles of Incorporation" for the above referenced corporation. I have also enclosed my firm check in the amount of \$35.00 for your fees to file this document with Secretary of State.

Please contact me should you require anything further.

Very sincerely,



Lawrence J. Bernard

LJB:jl
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION FOR
AMERICAN DREAM MASTER HOMEOWNERS ASSOCIATION, INC.,
a Florida corporation, not-for-profit

The following Articles of the Articles of Incorporation of American Dream Master Homeowners Association, Inc., which was filed on August 24, 1998 are hereby amended as follows:

a. **Article IX.** **Membership and Voting by Members:**

A. Membership.

1. All owners of the residential lots in the Angel Lakes Subdivision of Duval County, Florida are required to be members of the Association.
2. All owners automatically become members of the Association at the time they acquire their fee simple interest in the lot.
3. Membership in the Association runs with the title to the lot and cannot be transferred separately from the title.
4. Abandonment of ownership of a lot does not discharge the obligations of membership, including payment of assessments.

B. Voting Rights.

1. Subject to the restrictions contained in the Declaration of Covenants and Restrictions recorded for Angel Lakes, Phase I (and other phases) or the other governing documents, all members of the association have voting rights in the Association.

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TALLAHASSEE, FLORIDA

2. In this instrument and the other governing documents for the Association, there will be references to the term "voting interests" or similar language. Unless otherwise expressly stated, there will be only one vote per lot, without regard to the number of owners of the lot, and therefore, unless otherwise expressly stated, the number of lots will determine the existence of a quorum for the meeting. Where lots are owned by two or more individuals, those individuals must designate one of them in writing to act as agent for all of them in casting the vote for the lot. Where a lot is owned by a legal entity or legal relationship (i.e., a corporation, limited partnership, partnership, limited liability company, etc.), the vote for the lot shall be cast by the person who is designated in writing by the governing body (i.e., the board of directors of a corporation). If a written designation of a representative is not made, then the lot will be counted for determining a quorum, but the participation of the lot will be considered as an abstention.

b. Article X. **Resolution of Conflicts Between Documents.**

In the event of any conflicts between these Articles, the By-laws and the Declaration of Covenants and Restrictions for Angel Lakes, Phase I (and other phases) the specific shall control over the general.

c. Article XII. **Amendments and Dissolution.**

A. **Amendments.** Amendments to these Articles and the By-Laws may only be made by ADR Investments, Ltd., a Florida limited partnership which is the Developer of Angel Lakes, Phase I and other phases of Angel Lakes. Moreover, these Articles and any By-Laws cannot be amended in any fashion which would be in conflict with the terms of the Declaration and Covenants and Restrictions for Angel Lakes, Phase

I (and other phases). Also, no amendment will be enforceable if it contravenes the permit and the regulations and rules issued by the Water Management District, unless the amendment is approved by that agency. Once these Articles are approved by the VA (and the FHA, if applicable), the approval of the VA for any amendment of these Articles will be required, as well.

B. Involuntary Dissolution (administrative). The Board of directors of this Association shall be responsible to immediately reinstate this Association in the event of an administrative, involuntary dissolution because of failure to file annual reports to the Florida Department of State.

C. Voluntary Dissolution. The rules governing dissolution are the same as those governing amendments, as states in Section 13.1.

D. Disposition of Assets of this Association upon Dissolution. If this Association is voluntarily or involuntarily dissolved, by whatever lawful means, and not reinstated, then the assets of this Association shall be dedicated to a public body, or they shall be conveyed to a non-profit organization with similar purposes to this Association.

E. Water Management District Approval Upon Dissolution. In the event of termination, dissolution or final liquidation of this association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

The foregoing Amendments were adopted by the members of the association and this corporation on this 31st day of Dec, 2006.

IN WITNESS WHEREOF, the undersigned President and Secretary of
this corporation have executed these Articles of Amendment this 30 day of
Dec, 2000.

[Signature]
Secretary

[Signature]
President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 31 day of
December, 2000, by Mark A. Drury who is personally known to me.

[Signature]
Signature of Notary Public
Ruth D. Prince
Printed Name of Notary
Commission No.: 12/17/02
My commission expires:

