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July 6, 1999

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

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-07/07/99--01022--006
*****43.75 *****43.75


Re: The Pond Homeowners Association, Inc.

Gentlemen:

Enclosed is an original and one copy of Articles of Amendment to Articles of Incorporation of The Pond Homeowners Association, Inc. Please file the original in your office and certify and return to us one copy.

We are enclosing our check in the amount of \$43.75 for this service.

Very truly yours,

Frank M. Scruby
Frank M. Scruby 

FILED
99 JUL -7 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
HFT 7-14-99

FILED

99 JUL -7 PM 12:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
THE POND HOMEOWNERS ASSOCIATION, INC.
a corporation not for profit**

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

FIRST: Amendments adopted:

Article 4 - Powers is amended to read ARTICLES 4 - POWERS AND DUTIES.

Article 4, paragraph 8 is amended to read as follows: The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

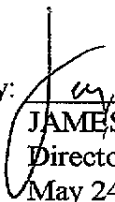
Article 4, paragraph 9 is added to read as follows: Assessments shall be used for the maintenance and repair of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements.

Article 7 is amended to read as follows: The Association shall have perpetual existence. The termination, dissolution or final liquidation of the Association shall not relieve its members of the collective responsibility to pay assessments to THE POND HOMEOWNERS ASSOCIATION, INC., a corporation not for profit.

SECOND: The date of the adoption was May 24, 1999.

THIRD: There are no members or members entitled to vote on the amendment. The amendment was adopted by the Board of Directors.

THE POND HOMEOWNERS ASSOCIATION, INC.

by:  _____
JAMES R. MENARD
Director
May 24, 1999