

TO: DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FILED

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
GULF HARBORS BEACH CLUB, INC.

Pursuant to the provisions of Sections 617.017 and 617.018,
Florida Statutes, the undersigned corporation hereby submits the
following articles of amendment:

1. The name of the corporation is: GULF HARBORS BEACH
CLUB, INC.

2. The following amendment to the articles of incorporation
was adopted by the board of directors on March 19, 1990:

Article VIII is amended to read:

The articles of incorporation may only be amended by two
thirds (2/3) vote of the Board of Directors and may not be amended
by the members of the corporation.

In witness whereof, the undersigned officers of the corporation
have executed these articles of amendment on March 19, 1990.

GULF HARBORS BEACH CLUB, INC.

By: JOSEPH R. BORDA, President

By: MARGARET E. MOUNTAIN, Secretary

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 23rd
day of March, 1990, by JOSEPH R. BORDA and MARGARET E.
MOUNTAIN, as President and Secretary, respectively, of Gulf Harbors
Beach Club, Inc.

Helen L. McNeil
Notary Public

My Commission Expires:

UNANIMOUS WRITTEN CONSENT TO
AMENDMENT OF ARTICLES OF INCORPORATION


The undersigned, being all the directors of GULF HARBORS BEACH CLUB, INC., a Florida not for profit corporation, hereby consent to and adopt and approve the following amendment to the articles of incorporation of the corporation:

The articles of in corporation may only be amended by 2/3 vote of the Board of Directors and may not be amended by the members of the corporation.

The undersigned directors of Gulf Harbors Beach Club, Inc. also authorize and direct the President and Secretary of the corporation to draft, execute and file the appropriate articles of amendment with the Florida Department of State immediately.



JOSEPH R. BORDA

MARLENE BORDA

MARGARET E. MOUNTAIN

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Amendment, filed on March 26, 1990, to Articles of Incorporation for GULF HARBORS BEACH CLUB, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is 733447.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
26th day of March, 1990.



CR2E022 (8-89)

Jim Smith
Secretary of State