

ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION FOR
GRAND OAKS MASTER 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 Grand Oaks Master Association, Inc. (the "Articles"), filed with the Florida Secretary of State on May 11, 2000, are hereby amended as follows

1. Registered Office - Registered Agent. Section 3 of the Articles is hereby deleted in its entirety and replaced with the following:

Registered Office - Registered Agent. The street address of the Registered Office of the Association is ~~100 S.E. 2nd Street~~, 200 South Biscayne Blvd., Suite ~~2800~~ 3410, Miami, Florida 33131. The name of the Registered Agent of the Association is:

KTG&S Registered Agent Corporation
PATRICIA KIMBALL FLETCHER, P.A.

2. Definitions. The first sentence of Section 4 of the Articles is hereby amended as follows:

A declaration entitled Declaration of Restrictions and Covenants for Grand Oaks (the "Declaration") will be recorded in the Public Records of ~~Brevard~~, Pasco County, Florida, and shall govern all of the operations of a community to be known as Grand Oaks.

3. Amendments From and After the Turnover Date. Section 12.3 of the Articles is hereby modified to read as follows:


Amendments From and After the Turnover Date. After the Turnover Date, but subject to the general restrictions on amendments set forth above, these Articles may be amended with the approval of two-thirds (66 2/3%) of the Board and (ii) seventy-five percent (75%) of all the votes present (in person or by proxy) of the ~~Association~~ at a duly called meeting of the Members in which there ~~is~~ a quorum ~~is present~~.

SECOND: The date of adoption of the amendment was 01/10, 2000

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

Dated: Jan. 10, 2000.

The undersigned being a member of the Board of Directors of Grand Oaks Master Association, Inc., and the President thereof.


William Grant, Jr., Director and President
of Grand Oaks Master Association, Inc.
{Corporate Seal}