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SECRETARY OF STATE
FALL ARIZONA

Amend
T. Lewis 3/17/04

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CLERMONT, FL 34712-0188

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OVERNIGHT MAIL

MEMORANDUM

TO: Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FROM: Linda Topping, Legal Assistant

DATE: March 9, 2004

RE: QUAIL VALLEY LOT OWNERS ASSN.
Our File No. 00-10235

Enclosed are the following in connection with the incorporation of the captioned:


1. Second Amendment to Articles of Incorporation (original and one copy)
2. \$35.00 check for: filing fee

Please file this Second Amendment to Articles of Incorporation and return a "file stamped" copy of the Articles of Incorporation to this office.

Enclosures
cc: Client

**SECOND
AMENDMENT TO
ARTICLES OF INCORPORATION
OF
QUAIL VALLEY LOT OWNERS ASSOCIATION, INC.**

04 MAR 12 AM 8:43
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TALLAHASSEE, FLORIDA



Article FIFTH, Paragraph b, of the Articles of Incorporation of **QUAIL VALLEY LOT OWNER ASSOCIATION, INC.**, is hereby amended in its entirety to read as follows:

FIFTH.

b. Quail Valley Lot Owners Association, Inc., or its successors and assigns, shall be the only Class B member of this Corporation. The Class B member shall be the only voting member of the Corporation until the annual meeting following the transfer of ownership from the declarant to the lot owners of ninety-seven (97%) of the lots within the subdivision or January 1, 2007, which ever first occurs. Class B membership will cease at the annual meeting. Class A members then shall become voting members of the Corporation. In the event a lot, tract or parcel is owned by more than one person, firm or corporation, the membership relating thereto shall cast such votes as a block as exercised by the owner or person designated in writing by the owners as the one entitled to cast the vote for the membership concerned.

There being no members entitled to vote on this Second Amendment, the Second Amendment was adopted by the Board of Directors of this Corporation on March 9, 2004.

IN WITNESS WHEREOF, the President executed this Amendment this March 9, 2004.

QUAIL VALLEY LOT OWNERS ASSOCIATION, INC.

By: _____

Frank M. Gammon, President