

CERTIFICATE TO AMENDMENTS TO BYLAWS
OF BAHIA VISTA GULF OF VENICE, INC.

Bahia Vista Gulf of Venice, Inc., its address being 1555 Tarpon Center, Dr., Venice, Sarasota County, Florida, through the hands of its appropriate officers hereby certifies that:

The following amendments to the Bylaws of Bahia Vista Gulf of Venice, Inc., were passed as required by Article IX of the Articles of Incorporation, said Amendments to read as follows:

1. Amend Article 2, Section 6(c) to read as follows:

C. A majority of the Board of Directors in person or by proxy shall be necessary and sufficient at all meetings to constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Board of Directors. At any meeting of the Directors, every Director entitled to vote may vote in person or by proxy. Said proxy is valid for the meeting or meetings for which it was issued.

2. Amend Article 3, Section 10 to read as follows:

Section 10. The Board of Directors may appoint three or more Directors to act as an Executive Committee which shall have powers of full Board of Directors. Rights of the Executive Committee to act on specific matters may be set forth in appropriate resolution adopted by majority of the Board of Directors at any regular or special meeting. Actions by the Executive Committee not specifically delegated in advance to be approved and ratified at the next Board of Directors meeting.

3. Amend Article 7, Section 1 to read as follows:

Section 1. FISCAL YEAR. The fiscal year shall be the calendar year.

IN WITNESS WHEREOF, Bahia Vista Gulf of Venice, Inc., has caused this Certificate to be signed in its name by its President and attested to by its Secretary this 28 day of February, 1978.

Robert L. Moore

BAHIA VISTA GULF OF VENICE, INC.

James E. Lane

Harold L. Akley
President

Attest:

By Margaret W. Gibson
Secretary

NO 1222 1303

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me a notary public in and for the State of Florida at large, personally appeared HAROLD L. AKLEY, as President of BAHIA VISTA GULF OF VENICE, INC., and MARGARET W. GIBSON as Secretary of BAHIA VISTA GULF OF VENICE, INC., and they acknowledge before me that they are such officers of said corporation; and they executed the foregoing Certificate of Amendment to Bylaws on behalf of said corporation; and affixed thereto the corporate seal of said corporation; and they are authorized to execute said Certificate and that the execution thereof is the free act and deed of said Corporation.

WITNESS my hand and official seal, at Venice, Sarasota County, Florida, this 28 day of February, 1978.

Robert J. Moore

Notary Public

My Commission Expires: 4/18/79

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