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CERTIFICATE
AS TO
ARTICLES OF INCORPORATION AND BY-LAWS
OF
SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC.

The undersigned, Secretary of Spruce Creek Property Owners' Association, Inc., hereby certifies that the attached documents are true copies of the Articles of Incorporation, as amended to date, of Spruce Creek Property Owners' Association, Inc., and the By-Laws, as amended, now in force for said Association.

WITNESS my hand and the seal of Spruce Creek Property Owners' Association, Inc. this 16th day of December, 1979.

William Hager
William Hager

Sworn to and subscribed before me
this 16th day of December, 1979.

William S. [Signature]
Notary Public, State of Florida at
Large

My Commission Expires: Oct 30, 1981

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State of Florida



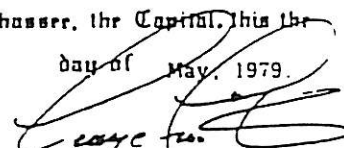
Department of State

I certify that the attached is a true and correct copy of Articles of Incorporation, as amended to date of SPRUCE CREEK PROPERTY OWNER'S ASSOCIATION, INC., a corporation not for profit organized under the laws of the State of Florida, as shown by the records of this office.

Given under my hand and the Great Seal of the State of Florida, at

Tallahassee, the Capital, this the

23rd day of May, 1979.


Secretary of State

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ARTICLES OF INCORPORATION

OF

SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC.

(A corporation not for profit under the laws of the State of Florida.)

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth:

ARTICLE 1

NAME

The name of the corporation shall be SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as "The Association."

ARTICLE 2

PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity to carry out and accomplish the purposes described in the Declaration of Covenants and Restrictions for Fly-In Spruce Creek, Inc. Subdivision Unit I, which Declaration is recorded in Volusia County, Florida, and, to undertake such management, maintenance, operation, ownership and other duties with respect to the subdivision described in the above Declaration and to any other land or property which may be submitted to said Declaration in accordance therewith.

2.2 The Association shall make no distributions of income to its members, directors or officers, being conducted as a non-profit organization for the benefit of its members.

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VOLUSIA COUNTY
FLORIDA

changed by
amendment
to reflect
correct recording
info.

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ARTICLE 3

POWERS

The Association shall have the following powers:

3.1 The Association shall have all of the common law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

3.2 The Association shall have the power to administer and enforce the provisions of the Declaration more fully described in Article 2 hereof and all of the powers and duties reasonably necessary to carry out the responsibilities and duties conferred upon it by the Declaration, as it may be amended and supplemented from time to time, including but not limited to, the following:

a) To make and establish reasonable rules and regulations regarding the use of Association common property subject to its jurisdiction;

7 rules common areas

b) To make and collect assessments against members of the Association to defray the cost, expenses and losses of the Association.

c) To use the proceeds of assessments in the exercise of its powers and duties.

d) To maintain, repair, replace, operate and manage the Association property, including the right to reconstruct improvements after casualty and to make and construct additional improvements upon the Association property.

e) To purchase insurance upon the Association property and improvements and insurance for the protection of the Association and its members.

f) To enforce by legal means the provisions of the Declaration of Covenants and Restrictions and any supplemental Declaration, these Articles of Incorporation, the bylaws of the Association which may be hereafter adopted and the rules and regulations governing the use of the Association property.

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g) To contract for the management of the Association property and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration of Covenants and Restrictions to have approval of the Board of Directors or the membership of the Association.

h) To contract for the management and operation of portions of the Association property susceptible of separate management or operation, and to lease such portions.

i) To employ personnel and engage such professional assistance as may be necessary to perform the services required for the proper operation of the Association and its properties.

j) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration of Covenants and any Declaration supplementary thereto.

J.3 All funds and the titles of all properties acquired by the Association, and their proceeds, shall be held for the benefit of the members of the Association in accordance with the provisions of the Declaration of Covenants and Restrictions, these Articles of Incorporation and the Bylaws.

ARTICLE 4

MEMBERS

The qualifications of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

4.1 The membership of the Association shall consist of two classes of members. Class "A" members shall include every person who is a record owner of a fee simple estate, a life estate, an estate pur autre vie, or a fee upon condition, in any

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lot, whether developed or undeveloped, which is subject, by the Declaration of Covenants and Restrictions, or by any supplementary Declaration, to assessment by the Association. Class "B" membership shall consist of fly-in Spruce Creek, Inc., or any successor to whom it may assign its rights as developer, or who may succeed to such rights by operation of law.

4.2 Change of membership in the Association shall be established by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing a record title to a lot subject to assessment by the Association and the delivery to the Association of a certified copy of such instrument. The owner or owners designated by such instrument thus becomes a member of the Association, and the membership of the prior owner is terminated.

4.3 The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his unit. The funds and assets of the Association belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership, and for the purposes authorized herein in the Declaration of Covenants and Restrictions, and in the Bylaws which may be hereafter adopted.

4.4 On all matters on which the membership shall be entitled to vote, there shall be one vote appurtenant to each ~~single~~ family residential lot and eight votes appurtenant to each ~~single~~ family lot. The votes which shall be appurtenant to commercial lots and to any other lots of a character not provided for ~~shall be as provided for in the supplementary Declaration~~ submitting said proposition. Anything elsewhere in these Articles to the contrary notwithstanding, an amendment to these Articles specifying such voting rights may be made upon the vote of the

VOTES

votes for the
unit by the
president of
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Class "B" member only and without the approval of any Class "A" member.

Votes may be exercised on each lot as may be provided in the Declaration of Covenants and Restrictions and the Bylaws hereafter adopted by the Association.

Termination of Class B

Class B Membership

4.3 The Class B membership shall terminate upon the first to occur of the following events:

a) The transfer other than to a successor developer by Fly-In Spruce Creek, Inc. of title to all lots within the boundaries described on Exhibit "A" to the Declaration of Covenants and Restrictions recorded in the Public Records of Volusia County, Florida, more fully described in the premises hereof; or

b) January 1, 1986; or

c) Such earlier time as Fly-In Spruce Creek, Inc. shall designate by written notice to the Association.

4.4 Until the termination of the Class B membership, the Class "A" membership shall be entitled to vote only on the following:

a) Any proposal to increase the amount of the annual assessment;

b) Any proposal to levy a special assessment;

c) Any proposal of merger, consolidation or dissolution, but this shall not include the right to vote on a submission of additional property by Fly-In Spruce Creek, Inc. pursuant to Article I, Section 2(a) of the Declaration of Covenants and Restrictions;

d) Any proposal not to repair damaged property;

e) Any proposal to amend the Certificate of Incorporation of the Association, except as set forth in the preceding subparagraph 4.4 hereof.

ARTICLE 5

PRINCIPAL OFFICE

The principal office of the Association shall be located at Route 1, Daytona Beach, Florida 32014, but

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the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE 6

DIRECTORS

6.1 The affairs of the Association will be managed by a Board consisting of not less than three (3) nor more than nine (9) directors. The number of members of the Board of Directors shall be as provided from time to time by the Bylaws of the corporation, and in the absence of such determination, shall consist of three (3) directors. Directors need not be members of the Association.

6.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws. Notwithstanding the foregoing, the Class "B" member shall have the right to designate and select all of the members of the Board of Directors of the Association until January 30, 1975, and thereafter shall designate a majority of the persons to serve on the Board of Directors until the termination of the Class "B" membership as provided in Article 4 above.

6.3 The election of the first Director to be selected by the Class "A" members shall be held on the second Monday in January of 1975. Such director shall replace John P. Heard, M.D. or his successor. The election by the Class "A" membership of the remaining directors shall be held within sixty (60) days after the termination of the Class "B" membership as provided in Article 4 hereof. The directors named in these Articles shall serve until successor directors are elected by the Class "A" membership, and any vacancies in their number occurring before such election shall be filled by the remaining directors.

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6.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

William C. Slaughter, Jr. 67 Hidden River Road, Rt. 7 Sarasota, Florida 33577	H. E. Cornish 5274 Powers Ferry Road, N.W. Atlanta, Georgia 30304
John P. Heard, M.D. 1750 West Sussex Road, N.E. Atlanta, Georgia 30304	Floyd D. Traver 2972 Mahersham Way, S. W. Atlanta, Georgia 30305

6.5 The Board of Directors shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the Board of Directors shall determine. The President shall be elected from among the membership of the Board of Directors; but no other officers need be a director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE 7

OFFICERS

The affairs of the Association shall be administered by the officers elected by the Board of Directors. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

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ARTICLE 10

TERM

The term of the Association shall be perpetual.

ARTICLE 11

AMENDMENTS

Amendments

Except as otherwise herein provided, amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

11.1 A Resolution for the adoption of a proposed amendment may be proposed by the Board of Directors of the Association acting upon a vote of a majority of the directors, or by members of the Association to whose lots 25% of the total votes are appurtenant, whether meeting as members or by instrument in writing signed by them.

11.2 Upon any amendment or amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Association or other officers of the Association in the absence of the President, who shall thereupon call a special meeting of the members of the Association for a day no earlier than thirty (30) days nor later than sixty (60) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the secretary to give to each member written or printed notice of such meeting stating the time and place of the meeting and regarding the proposed amendment or amendments in proposed or printed form. Such notice shall be mailed to or presented personally to each member not less than ten (10) nor more than thirty (30) days before the date set for such meeting. If notice such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his present address as it appears on the records of

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} written notice

} mail; personal delivery

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<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William C. Slaughter, Jr.	President	67 Hidden River Road, Rt. Sarasota, Florida 33577
M. E. Cornish	Vice President	5274 Powers Ferry Road, N. Atlanta, Georgia 30309
John P. Heard, M.D.	Secretary	1750 West Sussex Road, N.E. Atlanta, Georgia 30306
	Assistant Secretary	
Floyd D. Traver	Treasurer	2972 Kabersham Way, N.W. Atlanta, Georgia 30305

ARTICLE 8

INDEMNIFICATION:

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or the settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approved such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE 9

BYLAWS:

The first bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

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the Association, the postage thereon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the Association, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. In order to become effective, the proposed amendment or amendments must be approved by the affirmative vote of a majority of the total votes appertaining to all lots subject to Association assessment.

all lots subject
to assessment

A copy of each amendment, after it has become effective, shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida, and upon the registration of such amendment or amendments with the Secretary of State, a certified copy thereof shall be recorded in the Public Records of Volusia County, Florida.

11.3 At any meeting held to consider any amendment or amendments of these Articles of Incorporation, the written vote of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written note is delivered to the Secretary of the Association at or prior to such meeting.

11.4 No amendment shall be made that is in conflict with the Declaration of Covenants and Restrictions or any supplementary Declaration filed pursuant thereto. No amendment to these Articles of Incorporation which shall abridge, amend or alter the rights of Fly-In Spruce Creek, Inc. or a successor developer may be adopted or become effective without the prior written consent of Fly-In Spruce Creek, Inc. or such successor.

ARTICLE 12

SUBSCRIBERS

John P. Heard, M.D.
1750 West Sussex Road, N.E.
Atlanta, Georgia 30304

M. F. Cornish
5274 Powers Ferry Road, N.W.
Atlanta, Georgia 30309

Floyd D. Traver
2972 Habersham Way, N.W.
Atlanta, Georgia 30305

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ARTICLE XIII

DESIGNATION OF RESIDENT AGENT

The Initial Resident Agent of the Corporation shall be Jay D. Bond, Jr., whose address is 444 Seabreeze Avenue, Daytona Beach, Florida 32018. The Directors may from time to time change the Resident Agent by designation filed in the Office of the Secretary of State.

IN WITNESS WHEREOF, the subscribers have affixed their signatures this the 27 day of August, 1974.

[Signature] (SEAL)
[Signature] (SEAL)
[Signature] (SEAL)

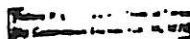
STATE OF GEORGIA

COUNTY OF

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, John P. Heard, M.D., Lloyd D. Traver & W. E. Cornish to be known to me to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to said Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 27 day of August, 1974.

John P. Heard



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ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process
for SPROUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC., at
place designated in the Articles of Incorporation of
said corporation, I hereby accept to act in this capacity,
and agree to comply with the provision of said Act relative
to keeping open said office.

DATED this 26th day of August, 1974.

Jay D. Road, Jr.

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CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC.

SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation not for profit, under its corporate seal and the hands of its President and Secretary, hereby certifies that:

At a joint meeting of the subscribers and Board of Directors called and held on September 3, 1974, at 10:30 o'clock A.M., the following resolutions were adopted:

RESOLVED, that Section 6.3 of Article 6 of the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by deleting the period at the end of said Section 6.3, and adding thereto the following language:

"If the vacancy occurs in a directorship which the Class "A" members elect, and by the Class "B" member if the vacancy occurs in a directorship which the Class "B" member selects."

RESOLVED, that Section 2.1 of Article 2 of the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by deleting in line 5 of said Section and Article, the words "Book 33, page 103," and inserting in lieu thereof "Book 1739, page 1093."

That all of the subscribers and directors of the Association were present at such meeting and waived on record any lack of formality of notice of said meeting and unanimously approved said Resolutions of Amendment, said meeting being held at 11:30 Spruce Creek Airport, Daytona Beach, Florida.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 10th day of September, 1974.

SPRUCE CREEK PROPERTY OWNERS'
ASSOCIATION, INC.

By: William C. Hamilton

Attest: William C. Hamilton

(Corporate Seal)

FILED
JUL 4 1974
SPRUCE CREEK

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CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC.

SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation not for profit, under its corporate seal and the hands of its President and Secretary, hereby certifies that:

At a joint meeting of the subscribers and Board of Directors called and held on September 5, 1974, at 10:30 o'clock A.M., the following resolutions were adopted.

RESOLVED, that Section 6.3 of Article 6 of the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by deleting the period at the end of said Section 6.3, and adding thereto the following language:

"If the vacancy occurs in a directorship which the Class "A" members elect, and by the Class "B" member if the vacancy occurs in a directorship which the Class "B" member selects."

RESOLVED, that Section 2.1 of Article 7 of the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by deleting in line 5 of said Section and Article, the words "Book 33, Page 103," and inserting in lieu thereof "Book 1739, page 1093."

That all of the subscribers and directors of the Association were present at such meeting and waived on record any lack of formality of notice of said meeting and unanimously approved said Resolutions of Amendment, said meeting being held at 10:30 Spruce Creek Airport, Daytona Beach, Florida.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 5 day of September, 1974.

SPRUCE CREEK PROPERTY OWNERS'
ASSOCIATION, INC.

By: William P. Doughton

Attest: William P. Doughton

(Corporate Seal)

FILED
As a
Secretary

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STATE OF FLORIDA
COUNTY OF VOLUNTEER

BEFORE ME, the undersigned authority, personally appeared WILLIAM C. SLAUGHTER, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as President of Spruce Creek Property Owners' Association, Inc., and acknowledged to me and before me that he executed the foregoing Certificate of Amendment to the Articles of Incorporation as such President of said corporation, and that the seal affixed thereto is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal in the State and County aforesaid this _____ day of September, 1974.

Notary Public
State of Florida at Large

My commission expires:

By _____

STATE OF FLORIDA
COUNTY OF VOLUNTEER

BEFORE ME, the undersigned authority, personally appeared John P. Heard and William C. Slaughter, Jr., to me well known, and known to me to be the individual described in and who executed the foregoing instrument as Secretary of Spruce Creek Property Owners' Association, Inc., and acknowledged to me and before me that he executed the foregoing Certificate of Amendment to the Articles of Incorporation as such Secretary of said corporation, and that the seal affixed thereto is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal in the State and County aforesaid this _____ day of September, 1974.

Notary Public

My commission expires:

By _____

CERTIFICATE OF AMENDMENT

TO ARTICLES OF INCORPORATION OF
SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC.

SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation not for profit, under its corporate seal and the hands of its President and Secretary, hereby certifies that:

At a meeting of the members of the corporation held on July 9, 1979 at 7:00 o'clock P.M., the following resolutions were adopted:

RESOLVED, that Section 4.1 of Article IV of the Articles of Incorporation of Spruce Creek Property owners' Association, Inc., be and it is, hereby amended by deleting the name "Fly-In Spruce Creek, Inc." and substituting therefor the name of "Thompson Properties, Inc. of Florida".

RESOLVED, that Section 4.5(b) of Article IV of the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by deleting "January 1, 1984" and substituting therefor "December 31, 1990".

RESOLVED, that Section 4.5(c) of Article IV of the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by deleting the name "Fly-In Spruce Creek, Inc." and substituting therefor "Thompson Properties, Inc. of Florida".

RESOLVED, that the Articles of Incorporation of Spruce Creek Property Owners' Association, Inc. be, and it is, hereby amended by the addition of an Article XIV which shall contain the following language:

CONTINUITY OF AIRPORT FACILITIES

"Except as required by law or governmental regulation, no limitation on the use of the landing strip, runway or taxiway facilities located in Fly-In Spruce Creek, Inc. Subdivision, Unit One, shall be imposed without an affirmative vote of 90% of the total votes in the entire association membership, nor shall the maintenance and repair of such facilities by the association be discontinued or suspended without the affirmative vote of 90% of the total votes of the entire association membership."

That a requisite number of the members of the association were present at such meeting in person or by proxy, proper notice having been sent in accordance with the Articles of Incorporation and By-Laws of the corporation and the resolutions of amendment stated above were passed by the requisite number of votes, said meeting being held at the Recreation Hall at Pickwick Village, 4500 South Clyde Morris Boulevard, Daytona Beach, Florida.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed in its name by its President and its corporate seal to be affixed and attested by the Secretary this 6th day of September, 1979.

SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC.

By: Robert H. Elliott

Attest: [Signature]

(corporate seal)

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Robert H. Elliott to me well known, and known to me to be the individual described in and who executed the foregoing instrument as President of Spruce Creek Property Owners' Association, Inc., and acknowledged to me and before me that he executed the foregoing Certificate of Amendment to the Articles of Incorporation as such President of said corporation, and that the seal affixed thereto is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal in the State and County aforesaid this 6th day of September, 1979.

Christine Hansen
Notary Public

My Commission Expires:

State of Florida at Large
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES MAY 7 1983
BONDED THRU GENERAL AND UNDERWRITERS

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared William B. Hager, to me well known, and known to me to be the Secretary of Spruce Creek Property Owners' Association, Inc., and acknowledged to me and before me that he executed the foregoing Certificate of Amendment to the Articles of Incorporation as such Secretary of said corporation, and that the seal affixed thereto is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal in the State and County aforesaid this 6th day of September, 1979.

Christine Hansen
Notary Public

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES MAY 7 1983
BONDED THRU GENERAL AND UNDERWRITERS

State of Florida



Department of State

I certify that the attached is a true and correct copy of Certificate of Amendment to the Articles of Incorporation of SPRUCE CREEK PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation not for profit, filed on September 20, 1979, as shown by the records of this office.

The charter number of this corporation is 730672.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
21st day of September, 1979.

George Firestone
Secretary of State

