CERTIFICATE OF AMENDMENT OF

RECORD VERIFIED JEFFREY K. BARTON CLERK CIRCUIT COURT

BY-LAWS OF SPINNAKER POINT ASSOCIATION, INC., INDIAN RIVER CO., FLA

A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned hereby certify that the following amendment to the By-Laws of Spinnaker Point Association, Inc., a Florida not-for-profit corporation, was approved by a unanimous vote of the Association's Board of Directors at its meeting on February 18, 1987 and by more than seventy-five percent (75%) of the members of the Association at a duly called Annual Meeting of the members of the Association held on March 26, 1987:

Paragraph 3.1 of Article III of the By-Laws of Spinnaker Point Association, Inc., a Florida not-for-profit corporation, as recorded in Indian River County's Official Record Book 611, beginning on page 382, and in Official Record Book 641, beginning on page 162, and in Official Record Book 683, beginning on page 1004, is hereby amended to read as follows:

3.1 Number and Eligibility. The affairs of the Association shall be managed by a Board consisting of nine Directors. Any member of the Association in good standing is eligible to be elected as Director provided, however, that a member who completes two consecutive three-year terms as a Director shall not be eligible for reelection as a Director for a period of at least one year.

IN WITNESS WHEREOF Spinnaker Point Association, Inc., has caused this certificate to be executed in its name by its Vice-President and its Secretary and its corporate seal hereto affixed, by due authority, this 3rd day of April 1987

SPINNAKER POINT ASSOCIATION, INC.

Attest:

STATE OF FLORIDA COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Everett Ware Smith and Arthur W. Brown, well known to me to be the Vice-President and Secretary, respectively, of Spinnaker Point Association, Inc., and that they severally acknowledged executing the foregoing Certificate of Amendment freely and voluntarily under authority duly vested by said Association and that the seal affixed thereto is the true corporate seal of said Association.

WITNESS my hand and official seal in the State and County aforesaid this day of April 1987.

TA "(HOTARY SEAL)

Public, State of Florida at Large

instrument prepared by Arthur W. Brown

1860 Bay Road, Vero Beach FL 32963