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Prepared By and Return To:
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1968 Bayshore Boulevard
Dunedin, Florida 34698

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CERTIFICATE OF AMENDMENT
TO
BY-LAWS
OF
BALINTORE HOMEOWNER'S ASSOCIATION, INC.

NOTICE IS HEREBY GIVEN that at a duly called annual meeting of the members on January 18, 2001, by a vote of a majority of a quorum of members present in person or by proxy, the By-Laws of Balintore Homeowner's Association, Inc., the Association for Balintore as stated in the Declaration of Covenants, Conditions and Restrictions of Balintore, as originally recorded in O.R. Book 8785, Page 940, et seq., in the Public Records of Pinellas County, Florida, be, and the same is hereby amended as follows:

The "By-Laws of Balintore Homeowner's Association, Inc., are hereby amended in accordance with Exhibit "A" attached hereto and entitled "Schedule of Amendments to By-Laws of Balintore Homeowner's Association, Inc."

IN WITNESS WHEREOF, BALINTORE HOMEOWNER'S ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 18 day of June, 2001.

(Corporate Seal)

ATTEST:

Edward Berger
Secretary
Edward Berger,

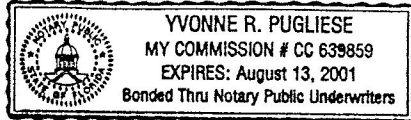
BALINTORE HOMEOWNER'S
ASSOCIATION, INC.

By: Robert Kralowetz
Robert Kralowetz, President

STATE OF FLORIDA
COUNTY OF PINELLAS

PINELLAS COUNTY FLA.
OFF REC BK 11556 PG 2316

On this 18 day of June, 2001, personally appeared before me Robert Kralowetz, President, and ~~Edmund J. Berger~~ Edmund J. Berger, Secretary of BALINTORE HOMEOWNER'S ASSOCIATION, INC., and acknowledged the execution of this instrument for the purposes herein expressed.



Yvonne R. Pugliese
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES:

Additions are Underlined
Deletions are ~~Stricken Through~~
Omissions Indicated By Ellipsis....

SCHEDULE OF AMENDMENTS
TO
BY-LAWS
OF
BALINTORE HOMEOWNER'S ASSOCIATION, INC.

1. ARTICLE IV, Section 1 of the By-Laws of Balintore Homeowner's Association, Inc. is amended to read as follows:

Section 1. Number. The affairs of this Association shall be managed by an ~~initial~~ board of ~~three (3)~~ five (5) directors, ~~consisting of Jack B. Hanson, Judith L. James and Daniel L. Molloy. Thereafter the Board of Directors shall consider of a least three (3) members.~~

2. ARTICLE IV, Section 2 of the By-Laws of Balintore Homeowner's Association, Inc. is amended to read as follows:

Section 2. Term of Office. ~~The term of office for all directors is one year. The initial directors of the Association set forth in the Articles of Incorporation shall hold office until the first annual meeting. At the first annual meeting or election of directors which takes place after the approval of this Amendment, the majority of the elected directors receiving the highest number of votes shall be elected for two year terms while the number of directors constituting one less than a majority of directors elected to office receiving the lowest number of votes shall be elected for a one-year term. Thereafter, all directors shall be elected to two-year terms. In the event that there is a tie or if there is no election due to the number of candidates qualifying for election, then the candidates shall decide among themselves as to which directors shall serve two year terms and which directors shall serve a one year term for each director involved in the tie or for all directors in the event that ballots are not cast.~~

EXHIBIT "A"