

STATE OF ALABAMA
COUNTY OF BALDWIN

ARTICLES OF AMENDMENT TO BYLAWS OF
GRAND CARIBBEAN CONDOMINIUM ASSOCIATION,

State of Alabama, Baldwin County
I certify that instrument was filed
and taxes collected on:

2005 August -31 12: 6PM

Instrument Number 918821 Pages 3
Recording 9.00 Mortgage
Deed Min Tax
Index \$0
Archive \$5.00
Adrian I. Johns, Judge of Probate

Pursuant to Ala. Code Section 10-3A-27, the GRAND CARIBBEAN CONDOMINIUM ASSOCIATION, INC. hereby submits the following Articles of Amendment to its Bylaws executed and certified by its President and Secretary:

- I. The name of the corporation is GRAND CARIBBEAN CONDOMINIUM ASSOCIATION, INC. ("Association").
- II. Bylaws Article II, Section 4 is amended to read:

ARTICLE II
MEMBERSHIP

Section 4. Notice of Meeting. Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting or of a meeting which is required by statute to be held for any special purpose, or of an annual meeting at which special action is to be taken, the purpose or purposes for which the meeting is called, or the special action which is proposed to be taken, shall, unless otherwise prescribed by statute, be delivered not less than ten (10) nor more than sixty (60) days before the date of the meeting, either personally or by mail, by or at the direction of the President, the Secretary, or the persons calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the Association, with postage thereon prepaid. Electronic transmission of such notice shall also be sufficient and deemed delivered when sent, provided it is sent to members who have supplied their FAX numbers or Email addresses to the Association, and is correctly sent to the numbers or addresses so supplied.

918821

- III. Bylaws Article III, Section 6 is amended to read:

ARTICLE III
BOARD OF DIRECTORS

Section 6. Notice. Notice of any special meeting shall be given at least three (3) days prior thereto by written notice delivered personally or mailed to each director at his business address, by telegram, or electronically. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. If transmitted electronically, such notice shall be deemed delivered when sent to the FAX number or Email address furnished by the board member for Board Meeting notices. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

- IV. Bylaws Article VI, Section 3 is amended to read:

ARTICLE VI
BOOKS AND RECORDS

Section 3. Assessments. Subject to the terms and conditions of the Declaration, assessments against the members for their shares of the items of the budget shall be made annually in advance on or before the last day of the last month, preceding the year (calendar or fiscal) for which the assessments are made. Such assessments shall be due in quarterly or monthly installments, as may be determined by the Board of Directors of the Association. In the event the annual assessment proves to be insufficient, the budget and assessments may be amended at any time by the Board of Directors. Such assessments shall constitute a lien as provided for in the Declaration.

- V. Each of the foregoing amendments was voted on in the affirmative and adopted by the holders of more than two thirds of the outstanding votes present in person or by proxy at the December 4, 2004 regular Annual Meeting of the Association. A quorum was present for said meeting.

IN WITNESS WHEREOF, the GRAND CARIBBEAN CONDOMINIUM ASSOCIATION, INC. has caused these Articles of Amendment to be executed and certified by its President and Secretary this 5th day of August, 2005.

Grand Caribbean Condominium Association, Inc.

By R. Gary Bailey
Its President

And By [Signature]
Its Secretary

State of Alabama
County of Mobile

Before me, the undersigned authority, personally appeared R. Gary Bailey, whose name as President of the Grand Caribbean Condominium Association, Inc. is subscribed to the foregoing Articles of Amendment, and certified that the matters stated therein are true and correct. Given under my hand and seal this 5th day of August, 2005

[Signature]
Notary Public, State at Large

State of Alabama
County of Baldwin

My Commission Expires October 15, 2005

Before me, the undersigned authority, personally appeared Theresa L. Phillips, whose name as Secretary of the Grand Caribbean Condominium Association, Inc. is subscribed to the foregoing Articles of Amendment, and certified that the matters stated therein are true and correct. Given under my hand and seal this 27 day of August, 2005.

[Signature]
Notary Public, State at Large

This instrument prepared by;
Ralph Loveless
Attorney At Law
P.O. Box 1533
Orange Beach, Al. 36561

MY COMMISSION EXPIRES 5-03-08