

79-100996

CERTIFICATE OF AMENDMENT

WE, THE UNDERSIGNED, HEREBY CERTIFY THAT AN AMENDMENT TO ARTICLE IV OF THE BY-LAWS OF SUNLAND APARTMENTS, INC. NO. 1 AND 2, UNDER CHAPTER 1-M "POWERS AND DUTIES OF THE BOARD OF DIRECTORS" WAS PASSED BY MORE THAN A THREE-FOURTHS MAJORITY OF THE MEMBERSHIP, BY A REFERENDUM VOTE TAKEN ON FEBRUARY 20, 1979, APPROVING THE INDEMNIFICATION AND BONDING CLAUSE.

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 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, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein 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 herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests 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.

BONDING

All officers and directors shall be bonded.

Attest:

Anne M. Sills
Secretary

Sunland Apartments, Inc. #1 & #2
Name of Association

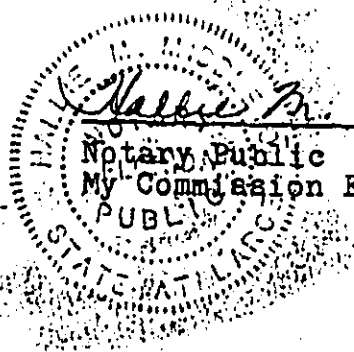
BY Adalbert B. DisBorch
President

Rosella M. Lindner
Witness

Arch M. Simpson
Witness

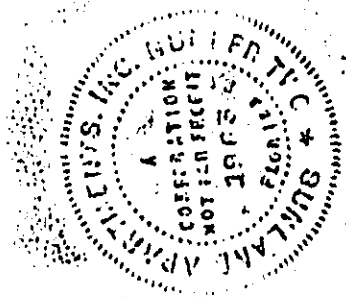
Sworn to and subscribes before me on this 2nd Day of April, 1979

RECORDED IN THE OFFICIAL RECORDS BOOK
OF SOUTHWEST COUNTY, FLORIDA
GRAHAM W. WRIGHT
COUNTY ADMINISTRATOR



Valerie M. Middleton
Notary Public

My Commission Expires: Nov. 12, 1980
Notary Public, State of Florida at Large
Bonded by American Fire & Casualty Company



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3850 71 E. 21 way
Ingulfhouse St. Fla 33064

A.B. Des Roches

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OFF REC 8130 PAGE 939