

Retn:
KRAUS & WYNE
1072 GOODLETTS RD N
NAPLES FL 34102

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RECORDED in the OFFICIAL RECORDS of COLLIER COUNTY, FL
04/28/2000 at 08:17AM DWIGHT B. BROCK, CLERK

RBC PBR

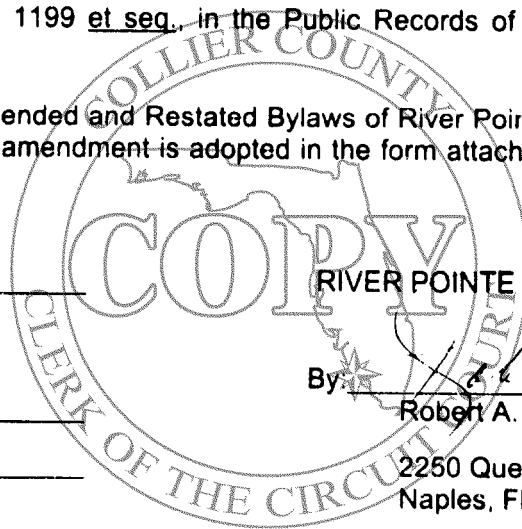
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CERTIFICATE OF AMENDMENT

THE UNDERSIGNED, being the duly elected and acting President of RIVER POINTE MARINA, INC., a Florida corporation not for profit, does hereby certify that the following resolution was duly proposed by the Board of Directors, considered and approved by at least two-thirds (2/3) of the voting interests who were present and voting, in person or by proxy, at the annual members' meeting held on February 10, 2000 after due notice, for the purpose of amending the Amended and Restated Bylaws of River Pointe Marina, Inc. the entity responsible for the operation of BeauMer Bay Club, a Condominium, pursuant to the Declaration of Condominium as originally recorded at O.R. Book 1097, at Page 1199 et seq., in the Public Records of Collier County, Florida, as amended.

RESOLVED: That the Amended and Restated Bylaws of River Pointe Marina, Inc., be and are hereby amended, and the amendment is adopted in the form attached hereto and made a part hereof.



Date

RIVER POINTE MARINA, INC.

By

Robert A. Caco
Robert A. Caco, President

2250 Queens Way
Naples, Florida 34112

Signature of Witness

Print name of Witness

Signature of Witness

Print name of Witness

(SEAL)

STATE OF FLORIDA
COUNTY OF COLLIER

I hereby certify that on the 28th day of April, 2000, personally appeared before me Robert A. Caco, as President of River Pointe Marina, Inc., a Florida corporation not for profit, who executed the foregoing certificate in the name of, and on behalf of, said corporation. He is (choose one) () personally known to me or () have produced 10 Queens Way as identification and did not take an oath.



ANJA C DEPAUW
My Commission CC682908
Expires Jun. 18, 2000

Anja C. Depauw
Signature of Notary Public

Print name of Notary (SEAL)

My Commission Expires: 06/18/2000

**AMENDMENT TO THE
AMENDED AND RESTATED BYLAWS OF
RIVER POINTE MARINA, INC.**

Note: New language is underlined; language being deleted is shown in ~~struck-through~~ type.

Subsection 4.1 of Section 4 of the Bylaws of River Pointe Marina, Inc. shall be amended as follows:

4. BOARD OF DIRECTORS.

4.1 Number and Terms of Service. The number of Directors which shall constitute the whole Board of Directors shall be a minium of three (3) and a maximum of seven (7). All Directors shall be elected for a one (1) year term. ~~A Director's term will end at the annual election at which his successor is to be duly elected, unless he sooner resigns or is recalled as provided in 4.5 below.~~ Directors shall be elected by the members as described in Section 4.3 below, or in the case of a vacancy, as provided in 4.4 below.

