

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
GULF SHORES YACHT AND RACQUET
CLUB CONDOMINIUM ASSOCIATION, INC.
(TO BE KNOWN AS GULF SHORES SURF AND RACQUET CLUB
CONDOMINIUM ASSOCIATION, INC.)

The Articles of Amendment of the Certificate of Incorporation of the above-captioned corporation made and entered into on the 27th day of February, 1988.

ARTICLE ONE

The present name of the corporation is Gulf Shores Yacht and Racquet Club Condominium Association, Inc.

ARTICLE TWO

Item I of the Certificate of Incorporation is amended by deleting in its entirety the text thereof, and substituting the following:

"The name of the corporation shall be Gulf Shores Surf and Racquet Club Condominium Association, Inc. The corporation is here-
in referred to as the 'Association'."

ARTICLE THREE

Item VIII of the Certificate of Incorporation is amended by deleting in its entirety the text thereof, and substituting the following:

"The property, business, and affairs of the Association shall be managed by a Board of Directors which shall consist of such number not less than three (3) nor more than five (5) as shall, from time to time, be determined and fixed by a vote of a majority of the voting rights present at any annual or special meeting of the members. Directors may be designated or elected and removed, and vacancies on the Board of Directors shall be filled as provided in the By-Laws. All the duties and powers of the Association existing under the Acts, the Declaration, these Articles, and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by unit owners when such approval is specifically required by the Acts, the Declaration, these Articles, or the By-Laws. The initial Board of Directors

shall be composed of three (3) members. The names and addresses of the three (3) members of the initial Board of Directors, who shall hold office until election or appointment of their successors, are as follows:

Richard Hinton
Post Office Box 2438
Gulf Shores, Alabama 36542

Belinda Peterson
Post Office Box 172
Semmes, Alabama 36575

Ronald H. Hinton
Sun Valley Drive
Mobile, Alabama 36619"

ARTICLE FOUR

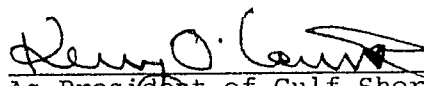
Item XI of the Certificate of Incorporation is amended by deleting in its entirety the text thereof, and substituting the following:


"The registered office of the Association is West Gulf Shores Boulevard, Gulf Shores, Alabama 36542, and the name of the agent at that address is Kerry O'Connor."

ARTICLE FIVE

These amendments were adopted by a unanimous majority of the members of the corporation entitled to vote thereon on the 27th day of February, 1988.

IN WITNESS WHEREOF, the President and Secretary of the corporation have executed this instrument for the corporation on the day and year first above written.


As President of Gulf Shores
Yacht and Racquet Club
Condominium Association, Inc.


As Secretary of Gulf Shores
Yacht and Racquet Club
Condominium Association, Inc.

STATE OF ALABAMA:
COUNTY OF BALDWIN:

I, the undersigned authority in and for said County in said State, hereby certify that Kerry O'Connor and Wanda Stevens, whose names as president and

secretary, respectively, of Gulf Shores Yacht and Racquet Club Condominium Association, Inc., a corporation, are signed to the foregoing instrument and who are known to me, acknowledged before me on this day that, being informed of the contents of said instrument, they, as such officers and with full authority, executed the same voluntarily for and as the act of said corporation.

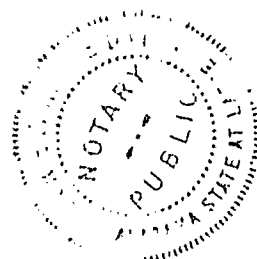
27 Given under my hand and official notarial seal this the day of February, 1988.

Lori Gamelle Dry

Notary Public

My Commission Expires: 2/14/90

THIS INSTRUMENT PREPARED BY:
T. BRUCE MCGOWIN, ESQUIRE
HAND, ARENDALL, BEDSOLE
GREAVES & JOHNSTON
Post Office Box 123
Mobile, Alabama 36601



TAX. REC. FILED
JAN 11 1988
JUDGE OF PROBATE

FEB 29 3 27 PM '88

RECORD FEE \$10.00
STATE OF ALABAMA
BALDWIN COUNTY
I CERTIFY THIS INSTRUMENT WAS
FILED AND TAXES COLLECTED ON

REC. 61-40E 1356