

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
GREYSTONE LAKE 2 ASSOCIATION, INC.

The undersigned, pursuant to *Ala. Code* § 10-3A-82 (1975), hereby adopt the following Articles of Amendment to the Articles of Incorporation of Greystone Lake 2 Association, Inc. and certify as follows:

1. **Name of Corporation.** The name of the corporation is "Greystone Lake 2 Association, Inc." (hereinafter referred to as the "Lake Association").

2. **Amendment to Article 4.** Article 4 of the Articles of Incorporation of the Lake Association is amended by deleting Article 4 in its entirety and by substituting in lieu thereof the following:

"4. **INITIAL REGISTERED OFFICE AND AGENT.** The location and mailing address of the registered office of the Lake Association, and the name of its registered agent at such address are as follows:

Mr. Douglas Linton
4009 St. Charles Drive
Birmingham, Alabama 35242"

3. **Voting by Members.** Article 12 of the Articles of Incorporation of the Lake Association is amended by deleting Article 12 in its entirety and by substituting in lieu thereof the following:

"12. **AMENDMENT AND DISSOLUTION.** These Articles of Incorporation may be amended at any time and from time to time by (a) the unanimous affirmative vote of the Lake Board, without the consent or approval of any of the members of the Lake Association, or (b) by the affirmative vote of at least two-thirds (2/3) of the total votes in the Lake Association (i.e., two-thirds (2/3) of all Owners). Notwithstanding anything provided in these Articles of Incorporation to the contrary, the Lake Association may be dissolved only upon the affirmative vote of one hundred percent (100%) of the total votes in the Lake Association (i.e., one hundred percent (100%) of all Owners)."

4. **Adoption by Board of Directors.** The Board of Directors of the Association has unanimously adopted the foregoing amendments at a meeting of the Board of Directors held on this date. Attached hereto and incorporated herein by reference is a copy of the Unanimous Written Consent of the Board of Directors approving the foregoing amendment.

IN WITNESS WHEREOF, the Lake Association has caused these Articles of Amendment to be executed by its President and attested by its Secretary as of the ____ day of March, 2004.

ATTEST:

GREYSTONE LAKE 2 ASSOCIATION, INC.,
an Alabama nonprofit corporation

By: Byron E. Jeter
Its Secretary

By: Richard A. Clark
Its President

STATE OF ALABAMA)
 :
COUNTY OF SHELBY)

Before me, a Notary Public in and for said county, in said state, personally appeared Secretary & President., who being duly sworn, does depose and say that he is the President of Greystone Lake 2 Association, Inc., an Alabama nonprofit corporation, and he has personal knowledge of the facts set forth in the foregoing Articles of Amendment of Articles of Incorporation of Greystone Lake 2 Association, Inc. and that the same are true and correct to the best of his knowledge and belief.

Richard A. Clark
President

Sworn to and subscribed before me this 29th day of March, 2004 by said Affiant.

Régina D. McGuire
Notary Public
My Commission Expires: Feb. 17, 2008



This instrument prepared by and upon recording should be returned to:

Stephen R. Monk, Esq.
Bradley Arant Rose & White LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, Alabama 35203
(205) 521-8429

**UNANIMOUS WRITTEN CONSENT OF BOARD OF DIRECTORS
OF
GREYSTONE LAKE 2 ASSOCIATION, INC.**

The undersigned, constituting all of the members of the Board of Directors of Greystone Lake 2 Association, Inc., an Alabama nonprofit corporation (the "Lake Association"), do hereby adopt the following resolutions and consent to the actions of the Association authorized and directed hereby:

RESOLVED, that Article 4 of the Articles of Incorporation of the Lake Association be, and hereby is, amended by deleting Article 4 in its entirety and by substituting in lieu thereof the following:

4. INITIAL REGISTERED OFFICE AND AGENT. The location and mailing address of the registered office of the Lake Association, and the name of its registered agent at such address are as follows:

Mr. Douglas Linton
4009 St. Charles Drive
Birmingham, Alabama 35242; and further

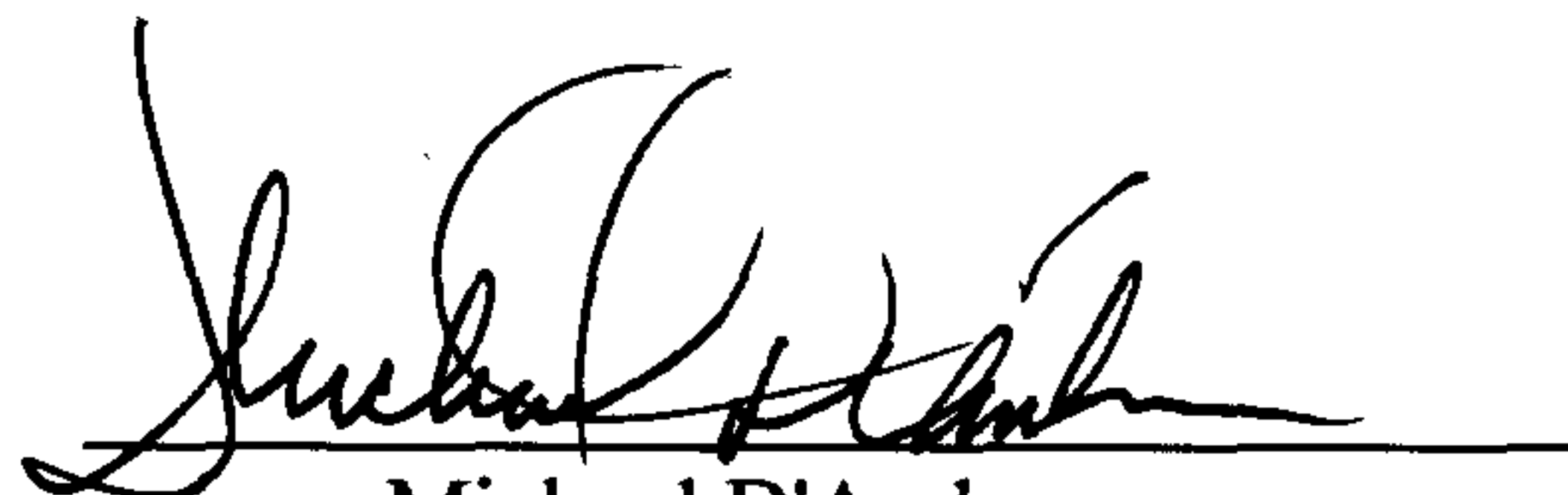
RESOLVED, that Article 12 of the Articles of Incorporation of the Lake Assessments is amended by deleting Article 12 in its entirety and by substituting in lieu thereof the following:

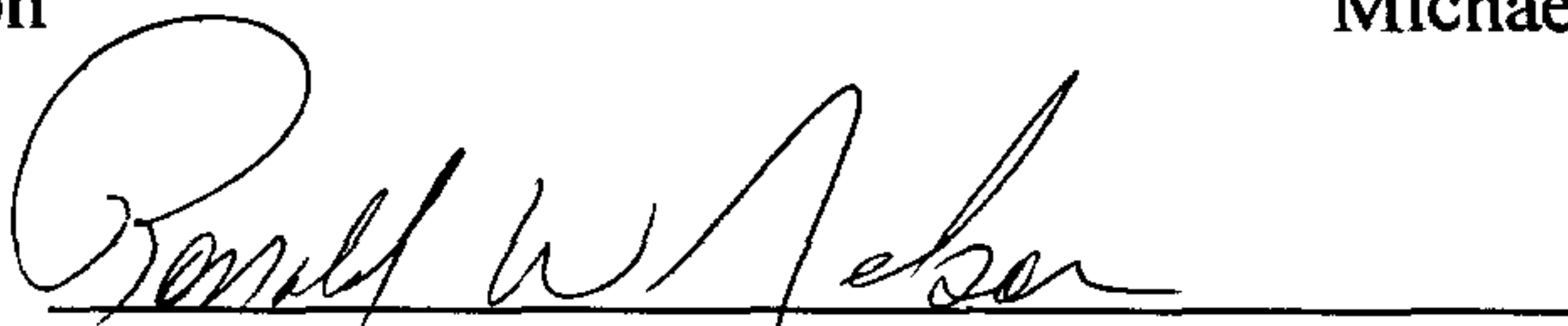
"12. **AMENDMENT AND DISSOLUTION.** These Articles of Incorporation may be amended at any time and from time to time by (a) the unanimous affirmative vote of the Lake Board, without the consent or approval of any of the members of the Lake Association, or (b) by the affirmative vote of at least two-thirds (2/3) of the total votes in the Lake Association (i.e., two-thirds (2/3) of all Owners). Notwithstanding anything provided in these Articles of Incorporation to the contrary, the Lake Association may be dissolved only upon the affirmative vote of one hundred percent (100%) of the total votes in the Lake Association (i.e., one hundred percent (100%) of all Owners)." ; and further

RESOLVED, that the officers of the Lake Association, including, without limitation, Michael D'Ambra as President, Ronald Nelson as Vice President and Douglas Linton as Secretary and Treasurer, be, and each of them hereby is, authorized, directed and empowered to take any and all action necessary or required in connection with the adoption and formalization of the foregoing amendment to the Articles of Incorporation of the Lake Association, including, without limitation, executing and delivering any and all amendments to the Articles of Incorporation and the Bylaws of the Lake Association which may be necessary or required or which they, in their discretion, determine to be advisable in order to fully implement the foregoing resolution and amendment to the Articles of Incorporation.

Dated as of the 29 day of March, 2004.


Douglas Linton


Michael D'Ambra


Ronald Nelson

State of Alabama Shelby County

Certificate of Incorporation Amendment Of GREYSTONE LAKE 2 ASSOCIATION, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of Greystone Lake 2 Associations, Inc., duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in her by law, hereby issues this Certificate of Incorporation of Greystone Lake 2 Association, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 9th day of June, 2004.

Patricia Yeager Fuhrmeister

Patricia Yeager Fuhrmeister
Judge of Probate

