

ADOPTED AMENDMENT TO
DECLARATION OF CONDOMINIUM OF
CASA DEL SOL CADIZ, A CONDOMINIUM

Additions indicated by underlining.
Deletions indicated by striking through.

ARTICLE III

The Condominium Association

The Condominium Association for this Condominium is CASA DEL SOL ~~CADIZ~~ ASSOCIATION, INC., a non-profit Florida corporation. The Association has all of the powers and duties set forth in this Declaration and the ~~attached~~ By-Laws, as well as those granted by its charter and the laws of the State of Florida. Power of the Association to purchase an Apartment of ~~this-Condominium~~, to grant easements, licenses or rights of use with respect to any of the Condominium property, to any public entity, to the Developer, or to adjacent Condominiums within the CASA DEL SOL Condominium Community shall be unlimited.

ADOPTED AMENDMENTS TO
BY-LAWS
OF CASA DEL SOL ASSOCIATION, INC., F/K/A
CASA DEL SOL BARCELONA ASSOCIATION, INC.

Additions indicated by underlining.
Deletions indicated by striking through.

ARTICLE I

Membership

All owners of Condominium Apartments in CASA DEL SOL ALHAMBRA, A CONDOMINIUM, CASA DEL SOL BARCELONA, A CONDOMINIUM, CASA DEL SOL CADIZ, A CONDOMINIUM, AND CASA DEL SOL MADRID, A CONDOMINIUM, hereinafter referred to as the "Condominiums" shall be members of this Association. Transfers of membership shall be made only by a transfer of ownership of a Condominium Apartment. When the Association has approved of the transfer and proper notification has been furnished to it in accordance with the provisions of the Declarations of Condominium of the Condominiums, ~~for CASA DEL SOL BARCELONA, A CONDOMINIUM~~, the transferee will thereupon become a member. Membership shall be held in the same manner as title to the Apartment; however, in the event ownership shall be in more than one person, all the owners shall be entitled collectively to only one (1) vote or voice in the management of the affairs of the Association, and the vote may not be divided between plural owners of a single membership. In the event the owner shall not be a natural person, the owning entity shall designate a natural person who shall be entitled to occupy the Apartment, and such natural person shall then be the designated member of the Association.

ARTICLE II

Meetings of Membership

Section 1. Annual Meeting. An annual meeting of the membership shall be held on the first Monday in December of each year, or as otherwise designated during the month of December, for the purpose of electing Directors, adopting a budget for the next ensuing year, and for transacting such other business as the members or the Board of Directors may deem appropriate.

Section 2. Special Meetings. Special meetings shall be held whenever called by the President, Vice President, or by a majority of the Board of Directors, and must be called by such officers upon receipt of a written request from ten percent (10%) of the membership of the Association.

Section 3. Notice of Meetings. Notice of all meetings, indicating the time and place and the purpose for which the meeting is called, shall be given to each member by the President, Vice President or Secretary of the Board of Directors, unless waived in writing. This notice shall be in writing to each member at his address as the same appears on the books for the Association, and shall be mailed not less than fourteen (14) days nor more than sixty (60) days prior to the date of the meeting. Notice of any meeting in which the adoption of an annual budget shall be considered shall be mailed at least thirty (30) days in advance of the scheduled date thereof. Notice shall be sent by United States Mail which need not be certified. In addition a copy of such notice shall be posted at a conspicuous place on the Condominium Property of each of the Condominiums within the time period prescribed for the mailing of notice.

Section 4. Right to Vote. At any meeting of the members ever member having the right to vote shall be entitled to vote in person or by proxy. Such proxy shall be valid only for such meeting or subsequent adjourned meetings thereof. All proxies shall be in writing and signed by the person entitled to vote. Where a unit is owned jointly by a husband and wife and if they have not designated one of them as a voting member, a proxy must be signed by both husband and wife.

Section 5. Quorum. A majority of the total number of the members of the Association shall be present in person or represented by written proxy to constitute a quorum at all meetings of the members for the transaction of business. If quorum shall not be present the members present in person or represented by proxy shall have the power to adjourn the meeting and reschedule the same without notice other than announcement at the meeting, until a quorum shall be present or represented. When a quorum is present, the majority of the vote of the members present in person or represented by written proxy shall decide any question brought before the meeting unless, by express provision of Florida Statutes, the Declarations of Condominium, the Articles of Incorporation or these By-Laws, a different vote is required, in which case such express provision shall control. Notwithstanding anything to the contrary contained herein, each of the individual Condominiums shall be required to have a majority of its membership present, in person, or by proxy, in order to constitute a quorum at any meeting at which election of directors, or amendment of the Articles of Incorporation or By-Laws is proposed to take place.

Section 6. Waiver and Consent. Whenever the vote of the members at a meeting is required by any provision of the Florida Statutes, the Articles of Incorporation, the Declaration of Condominium, or these By-Laws to be taken in connection with any action of the Association, the meeting and vote of members may be dispensed with if not less than three-fourths (3/4) of the members of each of the Condominiums who would have been entitled to vote upon the action of such meeting shall consent in writing to such action being taken.

ARTICLE III

Board of Directors

Section 1. Number and Term. The number of directors who shall constitute the whole board shall be not less than four (4) three-(3) nor more than thirteen (13) five-(5) persons, who shall each be members of the Association. ~~However, the initial Board of Directors may consist of two-(2) persons, who need not be members of the Association.~~ A director shall be elected at the annual meeting of the members, and each director shall be elected to serve for the term of one (1) year or until his successor shall be elected and shall qualify. The number of Directors shall be determined by the Board of Directors of the Association, at a meeting of the Board held not less than sixty (60) days prior to the Annual meeting. Each of the Condominiums shall be entitled to an equal number of directors as the other Condominiums. Only members of the Association who are unit owners of a particular Condominium shall be entitled to elect or remove directors to represent that Condominium. By way of illustration and not limitation, should the Board determine to set the size of the Board at eight (8) members, each Condominium shall be entitled to select two (2) unit owner/members of each Condominium to serve on the Board.

The Board may determine to have an odd number of directors. Should this occur, at the time of election, each Condominium shall vote on election of its representative(s) first. Following

that election, the entire membership shall vote on the election of one "at large" member, who may be a unit owner/member of any of the Condominiums.

Section 2. Vacancy and Replacement. If the office of any director becomes vacant for any reason, a majority of the remaining directors, though less than a quorum, at any regular or special meeting of directors shall choose a successor who shall hold office for the unexpired term with respect to such vacancy. Provided however, that the representation requirements described in Section 1, above, shall be complied with. If an "at large" member's office becomes vacant, the Board shall be free to select his/her replacement from any Condominium.

Section 3. Removal. Directors may be removed with or without cause by an affirmative vote or an agreement in writing of a majority of the members of the Condominium that the director(s) being removed represent, or, in the case of an "at large" director, by the membership as a whole. Special meetings for this purpose may be called upon petition of ten percent (10%) of the unit owners in the case of an "at large" director, or the unit owner/members of an individual Condominium, as the case may be, giving notice as required under these By-Laws. In the event of the removal of a director, the vacancy shall be filled in the manner set forth by the preceding paragraph.

Section 4. Powers of the Board of Directors. The property and business of the Association shall be managed by the Board of Directors, who may exercise all corporate powers not specifically prohibited by statute, the Articles of Incorporation or the Declarations of Condominium, of the Condominiums, to which these By-Laws are annexed. The powers of the Board of Directors shall specifically include but not be limited to the following items:

- A. To make and collect assessments and establish the time within which payment of the same are due.
- B. To use and expend the assessments collected; to maintain, improve, replace and preserve the Condominium Property not under the exclusive responsibility of Unit Owners; and to purchase, lease or otherwise obtain equipment, materials and supplies appropriate for such purposes.
- C. To enter into and upon individual Condominium Units when necessary and at as little inconvenience to the owner as possible in connection with the duties described in the preceding paragraph.
- D. To make and amend rules and regulations for the use of the Condominium Property, personal property and common elements of the Condominiums.
- E. To approve and disapprove proposed purchasers, lessees and mortgagees of apartments in the manner provided for by the Declarations of Condominium of the Condominiums.
- F. To contract for management of the Condominiums.
- G. To enforce by legal means the provisions of the Condominium Declarations, the Articles of Incorporation, these By-Laws and the Rules and Regulations adopted by the Board of Directors of the Association.
- H. To pay all taxes and assessments which may become liens against any part of the Condominium Property other than individual apartments, and to assess the same against the members.

I. To carry insurance for the protection of apartment owners and the Association against loss or damage by casualty, and liabilities, and for such other protection as the Board of Directors may deem appropriate.

J. To employ personnel for reasonable compensation to perform the services required for the proper administration of ~~this~~ the Condominiums or the Association.

Section 5. Meetings.

A. The first meeting of the Board of Directors shall be held immediately upon adjournment of the meeting of the membership at which the Board is elected, provided a quorum shall then be present, or as soon thereafter as may be practicable. The annual meeting of the Board of Directors shall be held at the place designated for the meeting of the general members, and immediately after the adjournment of the same.

B. The Board of Directors may establish a schedule of regular meetings to be held at such time and place as it may designate. Notice of such regular meeting shall, nevertheless, be given to each Director personally or by mail, telephone or other appropriate method, at least five (5) days prior to the date named for the meeting.

C. Special meetings of the Board of Directors may be called by the President on three (3) days notice to each Director. Special meetings shall be called by the President or Secretary in a like manner and on a like notice upon the written request of two (2) or more Directors.

D. At all meetings of the Board, a majority of the Directors representing each of the Condominiums shall be necessary to constitute a quorum for the transaction of business.

ARTICLE IV

Officers

Section 1. Executive Officers. The executive officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, all of whom shall be Directors. After the election of the first Board of Directors, all officers shall be elected by a majority of the members of the Board of Directors, and no person shall hold more than one office at any one time.

Section 2. The President. The president shall be the chief executive officer of the Association. He shall have all of the powers and duties which are usually vested in the office of the President of a corporation, including but not limited to the power to appoint committees from among the members as he may in his discretion determine appropriate to assist in the conduct of the affairs of the Association.

Section 3. The Vice President. The Vice President shall exercise all powers and duties of the President in his absence and shall exercise such powers and perform such other duties as shall be prescribed by the Directors.

Section 4. The Secretary. The Secretary shall keep minutes of all proceedings of the Directors and of the members of the Association. He shall issue and cause to be served all required notices. He shall have custody of the seal of the Association and shall affix the same to instruments requiring such, when duly signed. He shall keep the records of the

Association and perform such other duties incident to the office of secretary of an Association or as may be required by the Directors.

Section 5. The Treasurer. The Treasurer shall have custody of the Association's property, funds and securities, and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall receipt and deposit all monies and other valuable effects in the name of and to the credit of the Association in such depositories as may be designated from time to time by the Board of Directors.

The Treasurer shall disburse the funds of the Association as may be required by the Board of Directors, and shall render to the Board at regular meetings or whenever required, an account of all transactions and of the financial condition of the Association. The Treasurer shall promptly report to the Board of Directors all delinquencies of members in the payment of assessments levied by the Association.

Section 6. Removal and Vacancies. Any officer elected or appointed by the Board of Directors may be removed for cause at any time by the affirmative vote of a majority of the whole Board of Directors. If the office of any officer shall become vacant, the remaining Directors by majority vote may choose a successor or successors who shall hold office for the unexpired term.

Section 7. Resignations. Any officer or any director may resign his office at any time, such resignation to be made in writing and to take effect from the time of its receipt by the Association, unless some time shall be fixed in the resignation, and then from that date. The acceptance of a resignation shall not be required to make it effective.

ARTICLE V

Finances

Section 1. Fiscal Year. The fiscal year of the Association shall be the calendar year. The Board of Directors is expressly authorized to change this fiscal year at any time for the convenience of the Association.

Section 2. Adoption of Budget. The Board of Directors of the Association shall adopt a budget for each calendar year which shall contain the items required to be budgeted under the Condominium Act of the State of Florida, and notice thereof shall be furnished to each unit owner as required by such statute.

Section 3. Method of Collection of Assessments. When adopted, the budget shall be reduced to a monthly amount per apartment, which shall be computed on the basis of the provisions of the Declaration of the Condominium. Each apartment owner shall be notified of such amount, and the same shall be due and payable on the first of each month, in advance, to the Association or its management company delegate, without notice. Special assessments made in accordance with the provisions of the Declaration of Condominium and these By-Laws shall be due and payable in the manner provided by the Board of Directors of the Association.

Section 4. Accounting. The Association shall maintain accounting records according to good accounting practices, which shall be open to inspection by unit owners of their authorized representatives with written authorization at reasonable times, and written summaries of such accounting records shall be supplied annually to the unit owners or to their designated representatives. Such records shall include a record of all receipts and expenditures of the Association and an account for

each unit or apartment which shall designate the amount of each assessment, the dates and amounts on which the assessments shall become due, the amounts paid on the account and the balances due at any period.

Section 5. Fidelity Bonds. Fidelity bonds may be required by the Board of Directors from any officers and employees of the Association, and from any contractor handling or responsible for the Association funds. The amount of such bond shall be determined by the Directors, and the premiums shall be paid by the Association.

~~Section 6. Use of Common Surplus. The Association shall make no use of common surplus, except for the common benefit of the members, and upon authority of their vote. Voting authority shall be granted by a majority vote except where funds are to be spent for alterations, improvements, deletions or additions to the common elements or the Condominium property, for which the provisions of the Declaration of Condominium require a greater vote, in accordance with the provisions of the Declaration.~~

ARTICLE VI

Legal Actions

All attorneys fees and court costs, whether incurred for trial or appellate litigation, or otherwise, which shall be incurred by the Association, its officers and its Board of Directors, whether individually or in their representative capacities, shall be assessable against the members as an ordinary expense of the Association.

ARTICLE VII

Arbitration

If there shall be operational, an agency of the State of Florida for the voluntary arbitration of internal disputes among unit owners, the Association, or other associations within the Condominium Community, or their agents and assigns, the parties in dispute may agree to submit their dispute to the arbitration agency for determination. Decisions of the agency shall not preclude the submitting parties from seeking further resolution through civil court proceedings de novo, but any final arbitration decision shall be admissible as evidence in such proceeding.

ARTICLE VIII

Amendment of By-Laws

The By-Laws of the Association may be altered, amended or repealed at any regular or special meeting of the members, by a vote of two-thirds (2/3) of all members of the Association and at least fifty-one percent (51%) of all Mortgagees holding mortgages on units within the Condominium, unless a greater percentage vote is required pursuant to the Articles of Incorporation or Florida Statutes, and provided that notice of said membership meeting has been given in accordance with these By-Laws, and that the notice as aforesaid shall contain a full statement of the proposed amendment drafted in accordance with the provisions of Florida Statutes. Amendments to the By-Laws shall be effective upon enactment without recordation of the same; however, recordation shall be made as required by law.

~~These By-Laws shall be effective as the date and time
on which the corporation commenced its legal existence.~~

~~CASA-DBL-SOL-BARCELONA-ASSOCIATION,
INC.~~

By: _____
President

UNOFFICIAL COPY

ADOPTED AMENDMENTS TO
ARTICLES OF INCORPORATION FOR
CASA DEL SOL ASSOCIATION, INC., F/K/A
CASA DEL SOL BARCELONA ASSOCIATION, INC.

The undersigned parties do hereby associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida established with the structure set forth below.

ARTICLE I

Name and Principal Place of Business

The name of the corporation is CASA DEL SOL BARCELONA ASSOCIATION, INC., and its principal place of business shall be: 990-Broadway, Dunedin, Florida 33528, as the Board of Directors shall determine.

ARTICLE II

Purpose

The Corporation is organized as a Condominium Association to provide for the operation of CASA DEL SOL ALHAMBRA, A CONDOMINIUM, CASA DEL SOL BARCELONA, A CONDOMINIUM, CASA DEL SOL CADIZ, A CONDOMINIUM, AND CASA DEL SOL MADRID, A CONDOMINIUM, hereinafter referred to as the "Condominiums" which shall exist according to the Declarations of Condominium ~~to be~~ recorded in the Public Records of Pinellas County, Florida. The Corporation is organized for the principal purpose of providing a convenient means of administering and managing the Condominium properties and common elements of ~~this~~ the Condominiums.

ARTICLE III

Powers

The Corporation shall have the following powers:

- A. All of the common law and statutory powers of a Corporation Not For Profit under the laws of the State of Florida.
- B. All powers and authority which are now or may hereafter be granted to a Condominium Association under the Condominium Act of the laws of the State of Florida, not inconsistent with the Declarations of Condominium of ~~CASA DEL SOL BARCELONA, A CONDOMINIUM~~, the Condominiums.
- C. All powers and authority granted to it under and by virtue of the terms of the described Declarations of Condominium of the Condominiums.
- D. To enforce by legal means the provisions of the Condominium Documents, these Articles, the By-Laws of the Association and the Rules and Regulations for the use of the property of ~~CASA DEL SOL BARCELONA, A CONDOMINIUM~~, the Condominiums.
- E. To contract for the management and maintenance of the Condominiums.
- F. To hold all funds and the titles to all property acquired by the Association and the proceeds thereof in a fiduciary capacity only for the benefit of the members in accordance with the provisions contained herein and in the said described Declarations of Condominium of the Condominiums.

G. The Association shall make no distribution of its income to its members, directors or officers other than through payment of reasonable compensation for services rendered.

ARTICLE IV

Term

The existence of the Corporation shall be perpetual unless the ~~described~~ Condominiums shall be terminated; and in the event of such termination the Corporation shall be dissolved in accordance with law.

ARTICLE V

Membership and Voting

A. The members of the Association shall consist of all of the record owners of Condominium Apartments in ~~CASA-BEL-SOL BARCELONA,--A-CONDOMINIUM~~ the Condominiums, and after termination of the Condominium or Condominiums shall consist of those parties who are members at the time of such termination and their successors and assigns.

B. Change of membership in the Association shall be established by recording in the Public Records of Pinellas County, Florida a deed or other instrument establishing record title to a Condominium Apartment, and delivering to the Association a copy of such instrument. The owner designated by such instrument shall thereupon become a member of the Association, and membership of the prior owner shall be terminated.

C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, transferred or encumbered in any manner except as an appurtenance to his apartment.

D. Each owner or owning entity of each Condominium Apartment shall be entitled to at least one (1) vote as a member of the Association. The exact number of votes to be cast by owners of an Apartment and the manner of their exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE VI

Board of Directors

A. The affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined by the By-Laws, but not less than four (4), ~~nor more than thirteen (13) three-(3)~~ persons. The initial members of the Board of Directors need not be members of the Association.

B. The Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies shall be filled in the manner provided by the By-Laws.

~~C. The names and addresses of the first members of the Board of Directors, who shall hold office until their successors shall have been elected, or until removed, are as follows:~~

Daniel--A.--Engelhardt,--990--Broadway,--Dunedin,
Florida-33528
Steve-Engelhardt,--990-Broadway,--Dunedin,--Florida
33528
G-Penfield-Jennings,--960-Bayshore-Blvd.,--Dunedin,
Florida-33528

D. Unit Owners other than PINBLEAS CASA DEL SOL, LPB, the Developer of CASA DEL SOL BARCELONA, A CONDOMINIUM, shall be entitled to elect Directors in accordance with the following schedule:

When unit owners other than the Developer own fifteen percent (15%) or more of the units to be constructed in the Condominium, those unit owners shall be entitled to elect not less than one third (1/3) of the members of the Board of Directors. Unit owners other than the Developer shall be entitled to elect not less than a majority of the members of the Board of Directors.

1. Three years after fifty percent (50%) of all the units in all phases to be constructed have been conveyed to purchasers.

2. Three (3) months after ninety percent (90%) of all the units in all buildings to be constructed have been conveyed to purchasers.

3. When all the units in all buildings to be constructed have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business.

B. When some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business.

F. The Developer shall be entitled to representation on the Board of Directors in accordance with the provisions of Section 718.301, Florida Statutes.

ARTICLE VII

Corporate Officers and the Management of Corporate Affairs

A. The affairs of the Association shall be administered by such officers as shall be designated in the By-Laws, but shall consist of at least the following: President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors.

B. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President & Treasurer: Daniel A. Engelhardt, 990 Broadway, Dunedin, Florida 33528
Vice Pres. & Secretary: Steve Engelhardt, 990 Broadway, Dunedin, Florida 33528

ARTICLE VIII

By-Laws

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors in accordance with the provisions contained therein.

ARTICLE IX

Amendment of Articles

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

A. Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be proposed by either the Board of Directors of the Association or by the members of the Association. Members of the board of Directors or members of the Association not present in person or by proxy at the meeting considering the amendment may express their approval in writing providing such approval is delivered to the Secretary at or prior to the meeting.

C. Approval of an amendment must be by not less than seventy-five percent (75%) of the entire membership of the Board of Directors and in addition, by not less than seventy-five percent (75%) of the votes of the entire membership of the Association; or in the alternative by not less than eighty percent (80%) of the votes of the entire membership of the Association. In addition, all amendments must be approved by a least fifty one percent (51%) of the holders of all mortgages on the Condominium units.

D. No amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages or other interests in the Condominium Apartments, the common elements or the Condominium Properties described in the Declarations of Condominium of the Condominiums for CASA DEL SOL BARCELONA. No amendment to the Articles of Incorporation shall be made which is in conflict with any of the laws of the State of Florida or which is in conflict with any of the terms and provisions of the Declarations of Condominium of the Condominiums, of CASA DEL SOL BARCELONA, A CONDOMINIUM, as the same shall hereinafter be are recorded in the Public Records of Pinellas County.

E. A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Pinellas County, Florida.

~~ARTICLE X~~~~Subscribers~~

~~The names and residences of the subscribers to these Articles of Incorporation are as follows:~~

~~Daniel A. Engelhardt, 990 Broadway, Dunedin, Florida 33528~~

~~Steve Engelhardt, 990 Broadway, Dunedin, Florida 33528~~

~~G. Penfield Jennings, 960 Bayshore Blvd., Dunedin, Florida 33528~~

~~ARTICLE XI~~~~Initial Registered Office and Agent~~

~~The street address of the initial registered office of this Corporation is: 1960 Bayshore Boulevard, Dunedin, Florida 33528, and the name of the individual Registered Agent of this Corporation at that address is: G. PENFIELD JENNINGS. The Corporation shall have the privilege of establishing such other~~

branches or offices in any other location or in any other city or town in this state or any other state or country as may be approved by the Board of Directors,

IN WITNESS WHEREOF, the subscribers have hereunto affixed their hands and seals this 25th day of August, 1984.

DANIEL A. ENGELHARDT

STEVE ENGELHARDT

G. PENFIELD JENNINGS

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments personally appeared DANIEL A. ENGELHARDT, STEVE ENGELHARDT and G. PENFIELD JENNINGS, who upon being first duly sworn by me acknowledged that they executed the foregoing Articles of Incorporation freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 25th day of August, 1984.

NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation as Registered Agent to accept service of process for the Florida Non-Profit Corporation, CASA DEL SOL BARCELONA, ASSOCIATION, INC.

G. PENFIELD JENNINGS

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared G. PENFIELD JENNINGS, to me known to be the person who executed the foregoing Acceptance of Designation as Registered Agent and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 25th day of August, 1984.

NOTARY PUBLIC
My Commission Expires: