This Instrument Prepared by and Return to:

Robert L. Tankel, Esquire

Address:

Robert L. Tankel, P.A. 1022 Main Street, Suite D Dunedin, FL 34698 INSTR # 2004101779 O BK 13650 PG 1529

Pgs 1529 - 1531; (3pgs)

RECORDED 03/19/2004 10:36:23 AM RICHARD AKE CLERK OF COURT HILLSBOROUGH COUNTY DEPUTY CLERK S Edson

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CERTIFICATE OF AMENDMENT TO THE AMENDED AND RESTATED BY-LAWS CARROLLWOOD VILLAGE HOMEOWNERS ASSOCIATION, INC.

WE HEREBY CERTIFY THAT the attached amendments to the Amended and Restated By-Laws of Carrollwood Village Homeowners Association, Inc., as described in Official Records Book 4660 at Page 218 of Hillsborough County, Florida, was duly approved in the manner required therein at a meeting held on February 23, 2004.

IN WITNESS WHEREOF, we have affixed our hands this 3th day of MARCH 2004 at Hillsborough County, Florida.

CARROLLWOOD VILLAGE HOMEOWNERS ASSOCIATION, INC.

Witnesses:

Signature of Witness #1

Richard Woltmann, President

Printed Name of Witness #1

Signature of Witness #2

LIZABETH JESTER

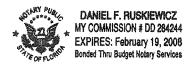
Printed Name of Witness #2

Attest

John Pare, Secretary

STATE OF FLORIDA) COUNTY OF HILLSBOROUGH)

Printed Name of Notary Public



My Commission Expires: FEB 19, 2008

ADOPTED AMENDMENTS TO AMENDED AND RESTATED BY-LAWS CARROLLWOOD VILLAGE HOMEOWNERS ASSOCIATION, INC.

1. Article V, Section 1 of the By-Laws is amended to read as follows:

ANNUAL AND SPECIAL MEETINGS OF MEMBERSHIP

1. The annual meeting shall be held in or near Carrollwood Village at a date and time in March as determined by the Board of Directors, for the purpose of electing three (3) directors and three (3) to five (5) members of the Architectural Committee, and for transacting any other business duly authorized to be transacted by the Members including, without limiting the generality of the foregoing, taking any action as to annual maintenance assessments authorized under subparagraphs (2) and (3) of Section 4 of Article V on page 8 of the Declaration.

DIRECTORS AND COMMITTEE MEMBERS

- 2. Article VI, Section 2(a)(ii) of the By-Laws is amended to read as follows:
- (ii) The three (3) to five (5) Architectural Committee members will be elected at the annual meeting of the members. The term of office of each committee member shall expire at the next annual meeting at which time their successors shall be elected for a term of one year.
 - 3. Article VI, Section 2(b) of the By-Laws is amended to read as follows:
- (b) A nominating committee shall consist of three (3) to five (5) Members appointed by the Directors not less than thirty (30) days prior to the annual meeting of the Members. The committee shall nominate not less than one (1) candidate nor more than two (2) for each position to be filled on the Board of Directors of the Association and on the Architectural Committee. Other nominations may be made from the floor.