

**MINUTES OF THE
SPECIAL MEETING OF THE
VILLAGE "A" HOMEOWNERS ASSOCIATION, INC.**

A Special Meeting of members of the Village "A" Homeowners Association, Inc., (the Corporation") was held at 7PM on the 23rd day of January, 2008 at 361 S. Tangerine Sq. Sw., Vero Beach, Florida 32968.

The meeting was called to order by Peggy Hoffman, President of the Corporation, who welcomed those members in attendance and thanked them for coming to this special meeting.

Peggy then introduced the members of the Board, Lou Aprile, Secretary and Tony Angelastro, Vice President.

Peggy then announced to the members that this was a special meeting called for the sole purpose of approving and adopting an amendment to the Corporation's By-Laws changing the number and term of the Board of Directors.

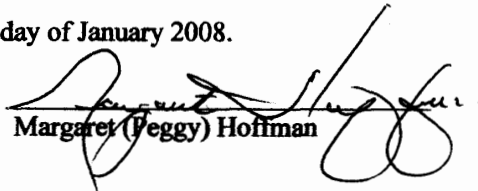
Peggy then requested that Lou Aprile, Secretary of the Corporation, confirm whether he had received the required number of proxies so that it would be a duly constituted meeting. Lou Aprile announced that with the number of proxies received and the members in attendance that there was a quorum, as required by the By-Laws.

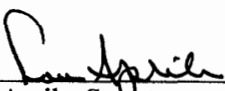
A Motion was made by Peggy Hoffman to amend the By-Laws of the Corporation to increase the number of Directors from three to five and to have the Directors serve staggered terms of two years

Upon a majority of those present voting in favor, the Motion was passed to adopt the Amendment to the Corporation's By-Laws increasing the number of Directors to five, with each serving a staggered term of two years. A copy of the approved Amendment is attached to these minutes.

Finally, Peggy stated that all of the business for which the meeting was called had been concluded and the meeting was adjourned. The secretary was directed to record all actions taken at the meeting.

DATED AND EFFECTIVE as of the 23rd day of January 2008.


Margaret (Peggy) Hoffman



Lou Aprile, Secretary

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

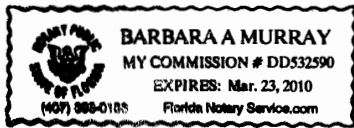
The foregoing instrument was acknowledged before me this 23rd day of January, 2008, by Margaret Hoffman, as President of VILLAGE "A" HOMEOWNERS ASSOCIATION, INC, a Florida not-for-profit corporation, on behalf of the corporation, who is personally known to me or has produced _____ as identification.



Barbara A. Murray
Barbara A. Murray
Print Name
Notary Public – State of Florida

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 23rd day of January, 2008, by Louis Aprile, as Secretary of VILLAGE "A" HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation, who is personally known to me or has produced _____ as identification.



Barbara A. Murray
Barbara A. Murray
Print Name
Notary Public – State of Florida