

EXHIBIT "B".

FIRST AMENDMENT TO THE BYLAWS
OF
SUNSET LAKES MASTER ASSOCIATION, INC.,
a Florida not-for-profit corporation

Pursuant to Section 9.3.2 of the Bylaws of Sunset Lakes Master Association, Inc., a Florida not-for-profit corporation (the "MASTER ASSOCIATION"), the undersigned, G.L. HOMES OF SUNSET LAKES ASSOCIATES, LTD., a Florida limited partnership, being the DECLARANT as defined in the Articles of Incorporation of the MASTER ASSOCIATION, as amended from time to time, hereby makes the following amendments to the Bylaws of the MASTER ASSOCIATION:

1. Section 3.4 captioned "Proxies" is hereby amended by adding the following phrase to the beginning thereof:

"Subject to applicable law,"

2. Section 4.6 captioned "Special Meetings" is hereby amended by adding to the following to the beginning thereof:

"Except during periods when the Declarant has control of the Board,"

3. Section 4.7 captioned "Adjournments" is hereby amended by adding the following sentence after the end of the first sentence thereof:

"Notwithstanding any provision hereof to the contrary, the President or a majority of the Board shall have the right to adjourn any meeting where in the reasonable judgment of the majority of the Board or the President, the meeting has become unruly."

4. The last sentence of Section 5.1 captioned "Number of Directors" is hereby deleted in its entirety and the following substituted therefor:

"Thereafter, the Board shall be comprised of seven (7) directors who shall all be elected at large provided that no more than two (2) members of the Board shall be elected from a single PARCEL (a person who resides in or owns a UNIT in a PARCEL will be deemed "from a single PARCEL")."

5. Section 5.2.3.5 is hereby deleted in its entirety and the following Section 5.2.3.5 is substituted therefor:

"5.2.3.5 Elections shall be decided by a plurality of those ballots cast. Unless otherwise provided by law, there shall be no quorum requirement. No OWNER shall permit any other person to vote his or her ballot, and any such ballots improperly cast shall be deemed invalid. An OWNER who needs assistance in casting the ballot for reasons stated in Florida Statutes § 101.051, may obtain assistance in casting their ballot. Any OWNER violating the foregoing provisions may be fined by the MASTER ASSOCIATION as provided in the DECLARATION."

6. Section 5.4 captioned "Regular Meetings" is hereby amended by deleting the word "noticed" from the fourth line thereof and replacing same with the word "notices".

7. Section 5.19.9 is hereby amended by adding the word "of" after the word "OWNER" in the second to last line thereof.

8. Section 5.19.14 is hereby amended by adding the following sentence at the end thereof:

"Notwithstanding the foregoing, the authority of the Board to enter into agreements referred to above shall in each instance required the approval of a two thirds (2/3) vote of all OWNERS."

9. Section 7.3 captioned "Depositories" is hereby amended by adding the following at the end thereof:

" , but shall at all times be banks and depositories insured by the Federal Deposit Insurance Corporation, and at no time shall the amount of funds on deposit with any bank or depository exceed the amount of insurance thereon."

10. Section 9.3.1 is hereby amended by adding the phrase "present at the meeting" after the word "OWNERS" appearing in subclause (a) thereof.

11. Section 9.4 is hereby renumbered as Section 9.3.2, and Section 9.3.2 is hereby renumbered as Section 9.4.

12. Section 10 captioned "RULES AND REGULATIONS" is hereby amended by adding the following after the word "BOARD" in the second to last line thereof:

"shall publish the Rules and Regulations and all amendments thereto and"

Except as modified hereby, the Bylaws of the MASTER ASSOCIATION, shall remain in full force and effect in accordance with the terms thereof.

IN WITNESS WHEREOF, the undersigned, as the DECLARANT, hereby adopts this First Amendment to the Bylaws as of the 29th day of September, 2000.

G.L. HOMES OF SUNSET LAKES
ASSOCIATES, LTD., a Florida limited
partnership

By: G.L. Homes of Sunset Lakes
Corporation, a Florida corporation, its
general partner

By: [Signature]
Name: Richard A. Costello
Title: Vice President

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 29 day of September, 2000 by Richard A. Costello, as Vice President of G.L. Homes of Sunset Lakes Corporation, a Florida corporation, the general partner of G.L. HOMES OF SUNSET LAKES ASSOCIATES, LTD., a Florida limited partnership, on behalf of said corporation and limited partnership. He is personally known to me.

[Signature]
Notary Public-State of Florida

My Commission Expires:



Kathleen M. Coffman
MY COMMISSION # CC615446 EXPIRES
March 18, 2001