GRAND OAKS MASTER ASSOCIATION, INC.

ANNUAL MEMBERSHIP MEETING MEETING ~ Thursday, January 30, 2003 MINUTES

Call to Order ~ Meeting was called to order by President, Betty Valenti, at 8:00 PM.

Proof of Meeting Notice ~ Manager, Patty Stewart confirmed that proper notice was mailed to all members 14 days in advance of the Meeting.

Establish Quorum ~ Manager, Patty Stewart confirmed that 30% were present either in person or proxy.

2001 Annual Meeting Minutes ~ Dan Reeves made a motion to waive the reading of the Annual Membership Meeting Minutes dated February 18, 2002 and approve as presented. Jack Barfield seconded the motion. A vote was taken by the membership and the motion was carried.

Announcement of Directors for 2004 ~ Betty Valenti, President announced that the Master Developer, Lennar Land Development, has appointed the following board members for 2004:

Betty Valenti Mark Metheny Paulo Beckert Ken Podlin

Shared Maintenance Agreement ~ Jeff Sellers, Representative of Lennar Land Development, presented an overview of the Shared Maintenance Agreement and the proposed gate at the entry to the community. Judy James, the Association's legal counsel, explained the legal requirement before Pasco County will permit the Developer to install the gate at the entrance to the community. The County requires that the Developer show that 80% of the members are in favor of installing the gate.

Next Meeting Date ~ The next quarterly Board of Directors Meeting is scheduled for May 8, 2003.

Adjourn ~ President Betty Valenti adjourned the meeting at 8:45 pm.

Respectfully submitted,

Patty Truax Stewart, AMS[®]
Director of Management Services
Rampart Properties, Inc.
As Managing Agent for Grand Oaks Master Association, Inc.