

This instrument prepared by:
Michael J. Prohidney, Esquire
Florida Bar No. 0905801
Tilden, Prohidney & DiPasquale, P.L.
431 12th Street West, Suite 204
Bradenton, Florida 34205

**CERTIFICATE OF AMENDMENT
TO THE BYLAWS OF THE HAMMOCKS MASTER ASSOCIATION, INC.**

WHEREAS, the Master Declaration For The Hammocks Cape Haze were recorded on November 16, 2006 in Official Records Book 3069, Page 1572, of the Public Records of Charlotte County, Florida (the "Declaration"); and

WHEREAS, the Bylaws of The Hammocks Master Association, Inc., (the "Bylaws") were recorded as Exhibit C to the Declaration, in Official Records Book 3069, Pages 1635, et seq., of the Public Records of Charlotte County, Florida;

WHEREAS, by virtue of purchasing certain property subject to the Declaration and receiving an Assignment of Developer's and Declarant's Rights, and Other Intangible Rights, as a Bulk Assignee, recorded November 18, 2011 in Official Records Book 3611, Page 1837, of the Public Records of Charlotte County, Florida, Hammocks Acquisition, LLC, a Florida limited liability company ("Hammocks Acquisition"), has become a successor to the original declarant in accordance with Article X, Section 6 of the Declaration;

WHEREAS, Article XIII, Section 2 of the Bylaws provides as follows:

So long as the Declarant is a Class B member, Declarant shall have the right to amend these Bylaws as it deems appropriate, without the joinder or consent of any person or entity whatsoever. Declarant's right to amend under this Section is to be construed as broadly as possible.

WHEREAS, as of the date of execution of this Amendment, Hammocks Acquisition owns property that is subject to the Declaration and continues to be a Class B member and control the Association; and

WHEREAS, Hammocks Acquisition wishes to amend the Bylaws as provided in this Amendment.

NOW THEREFORE, Hammocks Acquisition hereby amends the Bylaws as follows (underscore indicates additions to text, double ~~striethrough~~ indicates deleted text):

1. Recitals. The foregoing recitals are true and correct and are incorporated herein by reference.



2. Definitions. Unless otherwise defined herein, capitalized terms used throughout this Amendment shall have the same meaning as set forth in the Bylaws.

3. Article III, Section 4. Article III, Section 4 of the Bylaws is hereby amended as follows:

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, ~~thirty percent (30%)~~ a majority of the Voting Interests shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote at such meeting shall have power to adjourn the meeting for up to 60 days ~~from time to time~~, without notice other than announcement at the meeting, ~~until a quorum as aforesaid shall be present or be represented by proxy~~ (the "First Continued Meeting"). At the First Continued Meeting, the quorum required to pass an action shall be 30% of the Members entitled to vote at such meeting, either in person or by proxy. If a quorum is still not present or represented at the First Continued Meeting, the Members entitled to vote at such meeting shall have power to adjourn the meeting for up to an additional 60 days without notice other than announcement at the meeting, and the quorum required to pass an action shall be 20% of the Members entitled to vote at such meeting, either in person or by proxy.

4. Article IV, Section 1. Article IV, Section 1 of the Bylaws is hereby amended as follows:

Section 1. Number. The affairs of this Association shall be managed by a Board of Directors, which so long as Class B membership exists, shall consist of three (3) directors. Directors shall be members of the Association; provided, however, that so long as Class B membership shall exist, Directors need not be Members of the Association. The Members, by majority vote of the Voting Interests (in person or by proxy) at a duly noticed annual or special meeting at which a quorum is present, may increase the number of Directors to any odd number up to nine (9); however, there shall never be less than ~~five (5)~~ three (3) Directors.

5. Article IV, Section 2. Article IV, Section 2 of the Bylaws is hereby amended as follows:

Section 2. Term of Office. The initial Board of Directors designated in the Articles of Incorporation shall serve until Class B membership has ceased and been converted to Class A membership, and until the first annual meeting thereafter, at which time the members shall elect ~~five (5)~~ three (3) directors. Directors elected at the first such annual membership meeting

shall serve on the Board as determined by the number of votes cast for each elected Director as follows: (i) the ~~two (2)~~ Directors receiving the highest number of votes shall serve on the Board for two (2) years and (ii) the remaining ~~three (3)~~ two (2) Directors receiving the lowest number of votes shall serve on the Board for one (1) year each. Subsequently elected directors shall be elected for a term of one (1) year. A Director shall continue in office until his successor shall be elected and qualified, unless he sooner dies, resigns, or is removed, or otherwise disqualified to serve. Provided, that, so long as there is a Class B member, Declarant shall have the right to name Directors.

6. Article V, Section 1. Article V, Section 1 of the Bylaws is hereby amended as follows:

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a Member of the Board of Directors, and two (2) or more Members of the Association. The Nominating Committee shall be appointed by the Board of Directors at least three (3) months prior to each annual meeting of the Members ~~to serve from the close of such annual meeting and such appointment shall be announced at each annual meeting.~~ The slate of nominations will be mailed to the Members at least thirty (30) days prior to the annual meeting of the Members. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled.

7. Reaffirmation. Except as modified by this Amendment, the Bylaws shall remain unchanged and in full force and effect.

[SIGNATURE PAGE ON FOLLOWING PAGE]

HAMMOCKS ACQUISITION, LLC
a Florida limited liability company

By: 

Stephen Massey, Manager

Signed, Sealed and Delivered
in the presence of:



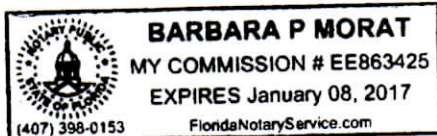
Barbara Morat
(Print Name of Witness)



Wesley E Smith
(Print Name of Witness)

STATE OF FLORIDA
COUNTY OF Miami-Dade

The foregoing instrument was acknowledged before me this 17 day of January, 2014, by Stephen Massey, as Manager of HAMMOCKS ACQUISITION, LLC, a Florida limited liability company, for and on behalf of the company. He is personally known to me or has produced FL / DL as identification.



Notary Public - State of Florida


Notary Signature

Barbara Morat
(Print Name of Notary Public)

My commission expires January 8, 2017
Commission Number EE863425