

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

**CERTIFICATE OF AMENDMENT  
TO THE BYLAWS OF THE HAMMOCKS-PRESERVE  
CONDOMINIUM ASSOCIATION, INC.**

**WHEREAS**, the Declaration of Condominium for The Hammocks-Preserve, a Condominium, was recorded on November 16, 2006 in Official Records Book 3069, Page 1658, of the Public Records of Charlotte County, Florida (the "Declaration"); and

**WHEREAS**, the Bylaws of The Hammocks-Preserve Condominium Association, Inc. (the "Bylaws") were recorded as Exhibit "D" to the Declaration, in Official Records Book 3069, Pages 1804, 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 Section 20 of the Declaration;

**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 ~~striketrough~~ 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. Section 2.4. Section 2.4 of the Bylaws is hereby amended as follows:

Section 2.4. A quorum at members meeting shall consist of a majority of the voting interests entitled to cast votes of the entire membership. The acts approved by a majority of the votes present at a meeting of which a quorum is present shall constitute the acts of the members, except when approval by a greater number of members is required by the Declaration of Condominium, the Articles of Incorporation, these Bylaws, or the Condominium Act. 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, without notice other than announcement at the meeting (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. Section 3. Section 3 of the Bylaws is hereby amended as follows:

Section 3. The affairs of the Association initially shall be determined by a Board of Directors who need not be members of the Association. The first Board of Directors shall consist of three (3) directors who need not be members of the Association. The Board of Directors may from time to time increase or decrease the number of persons to serve on the Board, provided, however, that the Board must always consist of an odd number of members, and provided, further, that there shall never be less than three (3) Directors on the Board. ~~The Board shall remain at three (3) Directors until~~ At such time as the Developer transfers control of the Association to Unit Owners other than the Developer, ~~at which time~~ the Board shall consist of not less than ~~five (5)~~ three (3) and not more than ~~nine (9)~~ members, who must be Members of the Association. Any increase or decrease in the number of members on the Board shall be effectuated at least thirty (30) days prior to a regular annual election of the Board, and such change in number shall be effective as of the date of the next regular election. The term of the first Board of Directors or their replacements, shall continue until the Developer voluntarily relinquishes control of the Association, or relinquishes control as required by Florida Statute §718.301(1)(a)-(e) as follows:

When Unit Owners other than the Developer own 15 percent or more of the Units in a Condominium that will be operated ultimately by an Association, the Unit Owners other than the Developer shall be entitled to elect no less than one-third of the members of the Board of Administration of the Association. Unit Owners other than the Developer are entitled to elect not less than a majority of the members of the Board of Administration of an Association:

- (a) Three years after 50 percent of the Units that will be operated ultimately by the Association have been conveyed to purchasers;
- (b) Three months after 90 percent of the Units that will be operated ultimately by the Association have been conveyed to purchasers;
- (c) When all the Units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business;
- (d) When some of the Units have been conveyed to purchasers and none of the other are being constructed or offered for sale by the Developer in the ordinary course of business; or
- (e) Seven years after recordation of the Declaration creating the initial phase of the Condominium. The Developer is entitled to elect at least one member of the Board



of Administration of the Association as long as the Developer holds for sale in the ordinary course of business at least 5 percent of the Units in the Condominium. Following the time the Developer relinquishes control the Association, the Developer may exercise the right to vote any Developer-owned Units in the same manner as any other Unit Owner except for purposes of reacquiring control of the Association or selecting the majority members of the Board of Administration.

5. Section 3.2. Section 3.2 of the Bylaws is hereby amended as follows:

Section 3.2. The term of each director's service, subject to the provisions of 3.1(d) above, shall be as follows: The first Board elected subsequent to the transfer of control to the Unit Owners shall elect ~~two (2)~~ one (1) Board members for two years and the remaining Board members for one year. At the end of the initial term, they shall thereafter be elected for one year terms; ~~thereby staggering the Board members.~~ 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.

6. Section 3.4. Section 3.4 of the Bylaws is hereby amended as follows:

Section 3.4. Regular meeting of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the directors. Notice of regular meetings shall be given to each director, personally or by mail, e-mail, or telephone ~~or telegraph~~, at least forty-eight (48) continuous hours prior to the day named for such meeting. Notice to members of Directors meetings shall be given by posting such notice in a conspicuous place forty-eight (48) continuous hours in advance of said meeting. Said meeting shall be open to all Unit Owners.

7. Section 3.5. Section 3.5 of the Bylaws is hereby amended as follows:

Section 3.5. Special meetings of the Board of Directors may be called by the President and must be called by the Secretary at the written request of one-third of the Directors. Not less than forty-eight (48) hours' notice of the meeting shall be given personally, by mail, e-mail, or telephone ~~or telegraph~~, which notice shall state the time, place and purpose of the meeting. Notice to members of Directors meetings shall be given by posting such notice in a conspicuous place forty-eight (48) continuous hours in advance of said meeting. Said meeting shall be open to all Unit Owners.

8. 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: [Signature]  
Stephen Massey, Manager

Signed, Sealed and Delivered  
in the presence of:

[Signature]  
Barbara Morat

(Print Name of Witness)

[Signature]

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 D/C as identification.



[Signature]  
Notary Signature  
Barbara Morat  
(Print Name of Notary Public)

Notary Public - State of Florida

My commission expires January 08, 2017  
Commission Number EE 863425