

VIII

**CERTIFICATE OF AMENDMENT
TO THE**

BYLAWS

Book 1483-Page 696

CERTIFICATE OF AMENDMENT TO
THE BYLAWS OF
VILLA NOVA, A CONDOMINIUM

OR 1483 P6 0696

VILLA NOVA CONDOMINIUM ASSOCIATION, INC., a Florida Corporation Not For Profit, the operating association for VILLA NOVA, a Condominium, according to the Declaration of Condominium recorded in Sarasota County, Florida Official Records Book 1306, Page 578, and as amended, does hereby CERTIFY that, pursuant to notice duly given in accordance with the Bylaws of the Association, a special meeting of the membership of the Association was held at 7:30 P.M., on November 18, 1981, at 1732 Bonitas Circle, Venice, Florida, and by at least a two-thirds majority of the members present at that meeting in person or by proxy, the members of the Association did vote as follows:

See Amendments to Bylaws, numbered 1 through 9, attached.

IN WITNESS WHEREOF, VILLA NOVA CONDOMINIUM ASSOCIATION, INC., has caused this Certificate to be executed by its President, ROBERT S. TRUITT, and its corporate seal to be attached hereto by its Secretary, LOUISE FEELEY, this 7th day of December, 1981.

VILLA NOVA CONDOMINIUM ASSOCIATION, INC.

Witnesses:

J.H. Yarnall
Robert S. Truitt

BY: Robert S. Truitt
ROBERT S. TRUITT, President

ATTEST: Louise E. Feeley
LOUISE FEELEY, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 8th day of December, 1981 by ROBERT S. TRUITT, as President of VILLA NOVA CONDOMINIUM ASSOCIATION, INC., a Florida Corporation Not for Profit, on behalf of the Corporation.

R. Norwood Gay, III
Notary Public

THIS INSTRUMENT PREPARED BY
✓ R. NORWOOD GAY, III
ATTORNEY AT LAW
P.O. BOX 1814
VENICE, FL 33596

My Commission Expires: 10/11/85

VILLA NOVA, A CONDOMINIUM

1. To amend Article III. MEETING OF MEMBERS, Section 1: Annual Meeting., to read as follows:

"Section 1: Annual Meeting. An Annual Meeting of the members shall be held at the office of the corporation on the 15th day of January of each year, beginning with the year 1979 at the hour of 10.00 o'clock A.M., in the meeting or recreation room of the Association at 7:30 o'clock P.M. on the third Wednesday in February of each year for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Florida, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any Annual Meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a Special Meeting of the members as soon thereafter as conveniently may be."

2. To amend Article III. MEETING OF MEMBERS, Section 4: Notice of Meetings., to read as follows:

"Section 4: Notice of meetings. Subject to the provisions of Article III below, written or printed notice stating the place, day and hour of any meeting of the members shall be delivered either personally or by mail to each member entitled to vote at such meeting, not less than fourteen (14) nor more than fifty (50) days before the day of prior to such meeting, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting, and shall also be posted in a conspicuous place on the condominium property. In case of a special meeting or when required by statute, the Declaration of Condominium, the Articles of Incorporation, or these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed the notice of meeting shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his the address as it appears on the records of the corporation, with postage thereon prepaid, certified mail, given by him to the Association for the purpose of the service of such notice, or to the unit of the member if no address for service has been given to the Association. The Association shall retain the post office certificate of mailing as proof of such mailing. In addition to notice as above provided, there shall be posted at a conspicuous place on the condominium property a notice of any such meeting at least fourteen (14) days and no more than fifty (50) days prior to the day of such meeting, specifying the place, date and hour of such meeting."

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OR 1483 PG 0697

AMENDMENT TO BYLAWS

VILLA NOVA, A CONDOMINIUM

3. To amend Article III. MEETING OF MEMBERS, Section 7: Proxies., to read as follows:

OR 143 PG 0698

"Section 7: Proxies. At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or by his duly authorized Attorney-in-Fact. The form of such proxies shall be substantially as follows, to-wit: the proxy shall contain the name and address of the Unit Owner or Owners, as the case may be, shall designate the Unit number owned by the person or persons granting such proxy, shall contain a designation as to the meeting or meetings concerning which such proxy is to be used (and shall be good as to any such meeting or meetings and continuations or adjournments thereof within 12-months from the date thereof unless otherwise provided therein) shall contain a statement that the person or persons granting such proxy will not be available for the designated Meeting or Meetings, and shall contain the name and address of the person or persons authorized to cast such Proxy vote. Only individuals shall be authorized to hold proxies. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. the proxy shall contain the name(s) of the unit owner, shall designate the address of the unit(s) owned by the person or persons granting such proxy, shall contain the name of the person authorized to cast such proxy vote and be signed by the voting member or Alternate voting member. Any proxy given shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings thereof. In no event shall a proxy be valid for a longer period than 90 days after the date of the first meeting for which it was given. Every proxy shall be revocable at any time at the pleasure of the Unit Owner executing it. All proxies shall be filed with the Secretary of the Association not less than 24 hours before the time for convening the meeting at which the proxy is to be exercised."

4. To amend Article IV. Board of Directors, Section 1: General Powers., to read as follows:

"Section 1: General Powers. The affairs of the Corporation shall be managed by its Board of Directors. Said Board shall have and execute all powers necessary to accomplish its duties and obligations relative to the Corporation and the Condominium. Directors need not be members of the corporation. must be members of the Corporation."

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AMENDMENT TO BYLAWS

VILLA NOVA, A CONDOMINIUM

5. To amend Article IV. BOARD OF DIRECTORS, Section 5: Notice., to read as follows:

"Section 5: Notice. Except in emergencies notice of any Special Meeting of the Board of Directors shall be given at least ten (10) days forty-eight (48) hours previous thereto by written notice delivered personally or sent by mail or telegram to each Director at his address as shown by the records of the Corporation, and a copy thereof shall be posted conspicuously on the Association's bulletin board for the attention of Unit Owners. If mailed, such notice shall be deemed to be delivered when deposited in the United States mails in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these Bylaws."

6. To amend Article VI. COMMITTEES, Section 2: Other Committees., to read as follows:

"Section 2: Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Corporation, need not be members of the Corporation, and the President of the Corporation shall appoint the chairman or members thereof. The nominating committee shall consist of members only."

7. To amend Article VII. CONTRACTS, CHECKS, DEPOSITS AND FUNDS, Section 4: Gifts., to read as follows:

"Section 4: Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation. Such gifts are not returnable and become the property of the Association to use or dispose of as it deems appropriate."

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OR 143 PG 0699

AMENDMENTS TO BYLAWS

VILLA NOVA, A CONDOMINIUM

8. To amend Article XI. ASSESSMENTS, Section 1: to read as follows:

"Section 1: The Board of Directors shall prepare annually a proposed operating budget reflecting the sums estimated for the forthcoming corporate year required to provide the services and facilities hereinafter mentioned. Said budget shall be distributed to the members no less than 30-days prior to the Meeting of the members at which such budget shall be considered, together with a notice of such meeting. The budget shall be approved by the members at such meeting. The members shall have the right at such meeting to modify said budget in any way that the members deem appropriate before granting such approval. In any event, such meeting shall be held annually and such budget modified and/or approved in advance of the Corporate year for which such budget was created. Once the budget is so approved the Board of Directors shall collect from each Unit either monthly or quarterly, in advance, as the Board may determine, such Unit's share of such assessments being the common expenses relative to such Unit in accordance with the Declaration of Condominium as amended from time to time. At the end of the corporate year any surplus remaining from the budget assessments, shall be returned to the Unit owners in accordance with the respective Unit's share of surplus as set forth in the Declaration of Condominium of the Condominium, as amended from time to time, and likewise in ~~except that part of the assessment, if any, made to provide reserves, shall be set aside in an account entitled "EXCESS ASSESSMENTS DUE MEMBERS" and shall be CREDITED AGAINST THE ASSESSMENT FOR THE NEXT SUCCEEDING FISCAL YEAR.~~ In the event of a deficiency, the same shall be immediately assessed against the various Units by the Board of Directors and be payable by the various Units within 30-days after notice of assessment. The services and facilities contemplated to be furnished or arranged for by the Corporation for the benefit of the various Units constituting the Condominium, in addition to those services and facilities hereinafter added by vote of the members and subject to subsequent deletion of services or facilities pursuant to vote of the members, shall be:

1. Maintenance of the common elements of the Condominium including lawns, grounds, roads, parking spaces, and recreation areas and walkways.
2. Maintenance of the roof and painting of the outside walls and outer doors of all buildings, units and other external structures.
3. Providing garbage and trash removal for the Condominium and all units thereof.
4. Providing fire and extended coverage insurance to the full value thereof on the common elements and each Unit.
5. Providing liability insurance relative to the common elements.
6. Furnishing of all utility services for common facilities and common elements.
7. The furnishing of quarterly, or monthly, pest control service for all Units."

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OR 1483 PG 0700

AMENDMENTS TO BYLAWS

VILLA NOVA, A CONDOMINIUM

8. continued Article XI. Assessments, Section 1. to read as follows:

In addition to the assessments levied pursuant to the Annual budget, the Board of Directors shall have the power from time to time, as may be necessary, to levy special assessments which said assessments shall be payable in the uniform manner determined by the Board relative to such assessments for the purpose of satisfying deficiencies which may occur during the corporate year relative to the regular budget items. Any such special assessments for satisfying deficiencies in regular budget items shall be payable no less than 90 days after the making of such assessment unless earlier payment is provided for by the Board. The Board may also levy such special assessments in order to provide funds for the corporation to meet obligations of the Corporation which were not contemplated in the budget but which the Board deems appropriate and in the best interests of the Condominium to incur and pay. The Board may further levy such special assessments for the purpose of replacement of Corporate and/or improvements constituting part of the common elements and for the acquisition of such real and/or personal property as the Board deems necessary for protection of the Condominium and Condominium property and/or necessary for the purpose of carrying out the powers and duties of the Board of Directors and/or the Corporation, provided however, that in the event that the purpose of a special assessment is to provide funds for the acquisition of property, either real or personal or mixed, which property is not being acquired as replacement or repair or for maintenance purposes, and the special assessment for such acquisition shall exceed \$100.00 per Unit, then and in that event the Board shall first give notice of the intended acquisition to the members and shall call a Special Membership Meeting relative to the same wherein all members shall have the right to vote in person or by proxy on ratification of such acquisition. No such acquisition shall be made unless so ratified."

OR 1483 PG 0701

9. To amend Article XIII. AMENDMENTS TO BYLAWS to read as follows:

"These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the owners of at least two-thirds (2/3rds) of the Units at a regular Annual Meeting, or a Special Meeting called for that purpose, or by Mail Ballot. No Bylaw may be amended by reference to its title or number only. Proposals to amend Bylaws shall contain the full text of the Bylaw to be amended, the new words to be inserted in the text underlined and words to be deleted lined through with hyphens, unless the proposed change is so extensive as to hinder the understanding of the amendment, in which event the underlining and hyphening procedure may be omitted, and, instead, a title inserted preceding the proposed amendment as follows: "Substantive amendments of Bylaw, See Bylaw...for present text."

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