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August 20, 2015 11:02:50 AM
KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FL



**AMENDMENTS TO BYLAWS OF
BARTON FARMS ASSOCIATION, INC.**

THIS ADDENDUM is made by **BARTON FARMS ASSOCIATION, INC., a non-profit Florida Corporation** ("Declarant").

Declarant has previously executed and placed on record the Bylaws of Barton Farms Association, Inc. ("Bylaws") dated June 3, 1996, and recorded in Official Records Book 2959, Page 683, et seq. of the Public Records of Sarasota County, Florida, is hereby amended by the recording of this Amendment to the Bylaws of Barton Farms Association, Inc.

WHEREAS, pursuant to Section 9.03.02 of the Bylaws permits the Declarant to unilaterally amend the Bylaws, without the consent of the Master Association or its members, at any time for so long as the Declarant exercises its rights to appoint a majority of the Directors of the Master Association; and

WHEREAS, the Declarant currently exercises its right to appoint a majority of the Directors of the Master Association and, therefore, possesses the authority to unilaterally amend the Bylaws as set forth herein.

WHEREAS, the name of the Master Association is Barton Farms Association, Inc. as originally recorded in the Bylaws of Barton Farms Association, Inc. in the Public Records of Sarasota County, Florida as referenced above. Declarant hereby amends the name of the Master Association to Laurel Lakes Association, Inc.

WHEREAS, there have been numerous amendments to the governing documents and it is in the community's interest to compile the information in a central location, the Developer shall file within 180 days of this document the amended and restated Master Declaration of Easements, Covenants and Restrictions for Laurel Lakes Association, Inc., amended Bylaws and amended Articles of Incorporation reflecting the change of the Master Association's name and compiling any and all previous amendments prior to the filing date of same.

NOW, THEREFORE, the Declarant amends the Bylaws as follows:

(Deleted language is marked with a ~~striketrough line~~, and new language is marked with a double-underline.)

I. Section 5.03 of the Bylaws is hereby amended as follows:

5.03 Term of Office. All Directors elected by the MEMBERS shall hold office until the next Annual Meeting of the MEMBERS and until their successors are duly elected, or until such Director's death, resignation or removal, as hereinafter provided or as otherwise provided by statute or by the ARTICLES. ~~Provided however, the terms of non-DECLARANT Directors may~~

~~be set at a combination of one and two years to stagger the BOARD to promote continuity of leadership, which staggering may be implemented by the MEMBERS at any meeting at which directors are to be elected by the MEMBERS. The terms for the first Board of Directors elected by the MEMBERS shall consist of a combination of one, two, and three-year terms. The terms for the first Board of Directors shall be allocated as follows: (1) the two individuals with the highest and second highest number of votes shall be elected for a three-year term, (2) the two individuals with the third and fourth highest number of votes shall be elected for a two-year term, and (3) the individual with the lowest number of votes shall be elected for a one-year term. Following the first Board of Directors, all Directors elected by the MEMBERS shall hold office for a three-year term.~~

II. Section 3.02 of the Bylaws is hereby amended as follows:

3.02 Majority Vote and Quorum Requirements. The acts approved by a majority of the votes present in person or by proxy at a meeting at which a quorum is present shall be binding upon all MEMBERS and OWNERS for all purposes, except where otherwise provided by law, in the MASTER DECLARATION, the ARTICLES or in these BYLAWS. ~~Unless otherwise so provided, at any regular or special meeting, the presence in person or by proxy of persons entitled to cast a majority of the votes of the entire membership at the time of such vote shall constitute a quorum.~~

III. Section 3.06 of the Bylaws is hereby amended as follows:

3.06 Quorum. The percentage of voting interests required to constitute a quorum at a meeting of the MEMBERS shall be determined by the BOARD. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum at the subsequent meeting shall be one-half (1/2) of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

IV. Section 5.02.03 of the Bylaws is hereby amended as follows:

5.02.03 Prior to any Special or Annual Meeting at which Directors are to be elected by the MEMBERS, the existing BOARD may nominate a committee, which committee shall nominate at least one (1) PERSON for each Director to be elected by the MEMBERS, on the basis that the number of Directors to serve on the BOARD will not be altered at the MEMBERS' meeting. Nominations for additional Directorships may not be made from the floor. ~~created at the meeting may be made from the floor, and other nominations may be made from the floor.~~