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This instrument prepared by and)
should be returned to:)

Gene S. Boger, Esquire)
TAYLOR & CARLS, P.A.)
150 N. Westmonte Drive)
Altamonte Springs, FL 32714)
(407) 660-1040)

Cross reference to the Declaration of Sea)
Villa Condominium recorded in Official)
Records Book (ORB) 2262, Page 1217; and)
amendments at ORB 2264, Page 1964 and)
ORB 2272, Page 2711, all of the Public)
Records of Brevard County, Florida.)

CERTIFICATE OF THIRD AMENDMENT
TO THE DECLARATION OF SEA VILLA CONDOMINIUM

and

CERTIFICATE OF FIRST AMENDMENT TO THE
BY-LAWS OF SEA VILLA CONDOMINIUM ASSOCIATION, INC.

and

CERTIFICATE OF FIRST AMENDMENT TO THE
ARTICLES OF INCORPORATION OF SEA VILLA
CONDOMINIUM ASSOCIATION, INC.

I. **THIS IS TO CERTIFY** that the following language amending Sections 7.3, 14.2, and 16 of the Declaration and adding Section 2.10 to the Declaration constitute the Third Amendment to the Declaration of Sea Villa Condominium, as recorded in Official Records ("OR") Book 2262, Page 1217 and amended at OR Book 2264, Page 1964 and O.R. Book 2272, Page 2711 all of the Public Records of Brevard County, Florida, which was duly and properly adopted pursuant to the provisions of Section 16 of the Declaration on August 9, 2009, to wit.

Set forth below are the amendments that were approved, the effective date of which shall be the date of recording this instrument in the Public Records of Brevard County, Florida.

1. Section 2.10 of the Declaration is hereby added to read as follows:

2.10 Voting Interests means all votes allocated to unit owners, which is one vote for each condominium unit owned or twenty-four (24) votes.

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2. Section 7.3 of the Declaration is hereby amended to read as follows:

7.3 Alteration and Improvement. After completion of the improvements included in the common elements which are contemplated in the Declaration, there shall be no alteration or further improvements of common elements without the prior approval, in writing, by record owners of sixty-six and two-thirds (66 2/3%) percent of ~~all apartment unit owners in the Condominium~~ **the voting interests**, together with the approval of the Association. The cost of such alteration or improvement shall be a common expense and so assessed. Any such alteration or improvement shall not interfere with the rights of any apartment owner without his consent. ~~This paragraph shall have no application to the rights vested in the Developer pursuant to the provisions of paragraph 3.2 and 3.2 (a) hereof.~~

3. Section 14.2 of the Declaration is hereby amended to read as follows:

14.2 Limitation. If at any time the Association shall be the owner or agreed Purchaser of three (3) or more apartments in the Condominium, it may not purchase any additional apartments therein without the prior ~~written~~ approval of seventy-five (75%) percent of the ~~members eligible to vote~~ **voting interests**. If at any time the Association shall be the owner or agreed Purchaser of an aggregate of ten (10) or more apartments in all of the Condominiums administered and operated by it, it may not purchase any additional apartments without the prior ~~written~~ approval of seventy-five (75%) percent of the ~~members~~ **voting interests** eligible to vote. A member whose apartment is the subject matter of the proposed purchase shall be ineligible to vote thereon, provided, however, that the limitations hereof shall not apply to apartments to be purchased at public sale resulting from a foreclosure of the Association's lien for delinquent assessments where the bid of the Association does not exceed the aggregate of the amounts due by virtue of any and all senior or superior liens against the apartment plus the amount due the Association, nor shall the limitation of this paragraph apply to apartments to be acquired by the Association in lieu of foreclosure of such liens if the consideration thereof does not exceed the cancellation of such lien and the assumption of any existing mortgage indebtedness on the apartment.

4. Section 16 of the Declaration is hereby amended to read as follows:

16. Amendments. Except as elsewhere provided otherwise, this Declaration of Condominium may be amended in the following manner:

16.1 Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered

16.2 A Resolution for the adoption of a proposed amendment may be proposed by the Board of Directors of the Association or by those members of the Association owning apartments in the Condominium. Owners may

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propose such an amendment by instrument in writing directed to the President or Secretary of the Board signed by ~~persons owning not less than ten (10%) percent of the apartment in the Condominium~~ **voting interests**. Amendments may be proposed by the Board of Directors by action of a majority of the Board at any regularly constituted meeting thereof. Upon an amendment being proposed as herein provided the President or, in the event of his refusal or failure to act, the Vice President elected by the Directors from the Condominium, or, in the event of his refusal or failure to act, then the Board of Directors, shall call a meeting to those members of the Association owning apartments in the Condominium to be held not sooner than fifteen (15) days nor later than sixty (60) days thereafter for the purpose of considering said amendment. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be either by:

(a) Not less than sixty-six and two-thirds (66 2/3%) percent of the entire membership of the Board of Directors and not less than fifty-one (51%) of the ~~apartment owners of SEA VILLA CONDOMINIUM~~ **voting interests**; or

(b) Not less than seventy-five (75%) percent of the ~~entire membership from each of the condominiums administered by the Association, provided, however, that until such time as a majority of the members of the Board of Directors are elected by unit owners other than the Developer, all amendments to the Declaration shall be approved as set forth in Paragraph 16.2 (a) or (d)~~ **voting interests**; and

(c) In the alternative, an amendment may be made by an Agreement signed and acknowledged by **one hundred (100%) percent of the** ~~all condominium owners~~ **voting interests** in the manner required for the execution of a deed, and such amendment shall be effective when recorded in the Public Records of Brevard County, Florida, ~~provided, however, that until such time as a majority of the members of the Board of Directors are elected by unit owners other than the Developer all amendments to the Declaration shall be approved as set forth in Paragraph 6.2 (a) or (d).~~

16.3 Provisio. Provided, however, that no amendment shall discriminate against any Unit Owner nor against any Unit or class or group of Units, unless the Unit Owners so affected shall consent; and no amendment shall change any Unit nor the share in the common elements appurtenant to it, nor increase the owner's share of the common expenses, unless the record owner of the Unit concerned all record owners of

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mortgages on such Unit shall join in the execution of the amendment; neither shall an amendment make any change in the section entitled "Insurance" nor in the section entitled "Reconstruction or Repair after Casualty" unless the record owners of all mortgages upon the Condominium shall join in the execution of such amendment. ~~No amendment shall be adopted without the consent and approval of the Developer, so long as it shall own five (5) or more condominium units in the SEA VILLA CONDOMINIUM. No amendment shall make any change which would in any way affect any of the rights, privileges, powers and/or options herein provided in favor of or reserved to the Developer, or any person who is an officer, stockholder or director of the Developer, or any corporation having some or all of its directors, officers, or stockholders in common with the Developer unless the Developer shall join in the execution of such amendment~~

16.4 Execution and Recording. A copy of each amendment shall be attached to a Certificate certifying that the amendment was duly adopted, and the said Certificate shall be executed by the President of the Association and attested to by the Secretary with the formalities of a deed and shall be effective upon recordation thereof in the Public Records of Brevard County, Florida.

II. **THIS IS TO CERTIFY** that the following language amending Sections 2.2, 2.3, 3.2, 3.13, 6.2.2(d), 8, 8.1 and 8.2 of the By-Laws constitute the First Amendment to the By-Laws of Sea Villa Condominium Association, Inc., as recorded in Official Records ("OR") Book 2262, Page 1269 of the Public Records of Brevard County, Florida, which was duly and properly adopted pursuant to the provisions of Section 8 of the By-Laws on August 9, 2009 and again, to wit.

1. Section 2.2 of the By-Laws is hereby amended to read as follows:

2.2 Special member's meetings shall be held whenever called by the President or Vice President or by a majority of the Board of Directors, and must be called by such officers upon receipt of a written request from members entitled to cast fifty-one (51%) percent of the votes of the entire membership voting interests, provided, however, until SEA VILLA, INC., a Florida corporation, hereinafter called the "Developer", has closed upon the sales of all the Condominium Complex, hereinafter referred to as "Condominium Units", or until the Developer elects to terminate its control of the Association, or until one (1) year from the date of the Declaration of Condominium for the last condominium to be created at SEA VILLA has been recorded, whichever occurs first, no special member's meeting shall be called or convened, except with the consent and approval of the Developer.

2. Section 2.3 of the By-Laws is hereby amended to read as follows:

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2.3 Notice of all members' meetings stating the time and place and the object for which the meeting is called shall be given by the President or Vice President or Secretary unless waived in writing. Such notice shall be in writing to each member at his address as it appears on the books of the Association and shall be mailed, **hand delivered or electronically transmitted** by ~~Certified mail, return receipt requested,~~ not less than fourteen (14) days nor more than forty-five (45) days prior to the date of meeting. Proof of such mailing shall be given by the Affidavit of the person giving the notice. Notice of meeting may be waived before or after meetings. Notice of meetings shall be posted conspicuously on the Condominium property not later than fourteen (14) days in advance of such meeting for the members' attention.

3. Section 3.2 of the By-Laws is hereby amended to read as follows:

3.2 Election of Directors shall be conducted in the following manner:

(e) Any Director may be removed by concurrence of a majority of the ~~vote of the condominium owners~~ **voting interests** at a special meeting called for that purpose. The vacancy in the Board of Directors so created shall be filled by the members owning condominium units in such Condominium at the same meeting.

4. Section 3.13 of the By-Laws is hereby amended to read as follows:

3.13 Director's fees, if any, shall be determined by members of the Association, and approval of any such fees shall require the affirmative vote of not less than two-thirds (2/3) of the ~~entire membership of the Association, provided, Directors designated by the Developer, and the first Board of Directors, shall not be entitled to any fees or compensation for their services as Directors~~ **voting interests**.

5. Section 6.2 of the By-Laws is hereby amended to read as follows:

6.2 Budget

(d) Revision of Budget. ~~During such period of time as the Developer shall have the right to elect a majority of the Directors of the Association, a revision of the budget adopted by the Board of Directors shall require the affirmative vote of all the unit owners of such condominium. Subsequent thereto, I~~ the revision of the budget adopted by the Board of Directors shall require the affirmative vote of not less than seventy-five (75%) percent of ~~all unit owners~~ **the voting interests**.

6. Section 8 of the By-Laws is hereby amended to read as follows:

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8. Amendments. A resolution for the adoption of a proposed amendment of these By-Laws may be proposed by either the Board of Directors of the Association or by the members of the Association. Members may propose such an amendment by instrument in writing directed to the President or Secretary of the Board signed by not less than ten percent (10%) of the ~~membership~~ **voting interests**. Amendments may be proposed by the Board of Directors by action of a majority of the Board at any regularly constituted meeting thereof. Upon an amendment being proposed as herein provided for, the President, or, in the event of his refusal or failure to act, the Board of Directors, shall call a meeting of the membership to be held within sixty (60) days for the purpose of considering said amendment. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be either by:

(a) Not less than sixty-six and two-thirds (66-2/3%) percent of the entire membership of the Board of Directors and by not less than fifty-one percent (51%) of the ~~votes of the members of the condominium administered by the Association~~ **voting interests**; or

(b) Not less than seventy-five percent (75%) of the ~~votes of the entire membership from the condominium administered by the Association. Provided, however, that until such time as a majority of the members of the Board of Directors of the Association shall be elected by unit owners other than the Developer, all amendments to the By-Laws shall be approved as set forth in sub-paragraph 8 (a) or (d)~~ **voting interests**; and

(c) In the alternative, an amendment may be made by an agreement signed and acknowledged by ~~all condominium owners~~ **one hundred (100%) percent of the voting interests** in the manner required for the execution of a deed, and such amendment shall be effective when recorded in the Public Records of Brevard County, Florida. ~~Provided, however, that until such time as a majority of the members of the Board of Directors of the Association shall be elected by unit owners other than the Developer, all amendments to the By-Laws shall be approved as set forth in paragraph 8 (a) of (d).~~

(d) ~~Until the first election of Directors, by unit owners other than the Developer, and so long as the Developer shall have the right to fill vacancies existing in the original Board of Directors, proposal of an amendment and approval thereof shall require only the affirmative action of all of the Directors, and no meeting of the Condominium unit owners nor any approval thereof need be had.~~

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7. Section 8.1 of the By-Laws is hereby amended to read as follows:

8.1 Provisio. Provided, however, that no amendment shall discriminate against any condominium unit owner nor against any condominium unit or class or group of units unless the condominium unit owners so affected consent. No amendment shall be made that is in conflict with the Condominium Act, the Articles of Incorporation, or any of the provisions of the Declaration of Condominium. ~~No amendment shall be adopted without the consent and approval of the Developer, so long as it shall own one (1) or more condominium units in the condominium development known as SEA VILLA.~~

8. Section 8.2 of the By-Laws is hereby amended to read as follows:

8.2 Execution and Recording. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment to the Declaration and By-Laws, which certificate shall be executed by the officers of the Association with the formalities of a deed. The amendment shall be recorded as amendment to the Declaration of Condominium ~~of the condominium whose unit owners constitute the membership~~ of the Association, in the Public Records of Brevard County, Florida.

III. **THIS IS TO CERTIFY** that the following language amending Article XII, Section B of the Articles of Incorporation constitutes the First Amendment to the Articles of Incorporation of Sea Villa Condominium Association, Inc., as recorded in Official Records ("OR") Book 2262, Page 1258 of the Public Records of Brevard County, Florida, which was duly and properly adopted pursuant to the provisions of Article XII of the Articles on August 9, 2009, to wit:

1. Article XII, Section B of the Articles is hereby amended to read as follows:

Article XII

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

* * * * *

B. A resolution for the adoption of a proposed Amendment may be proposed by the Board of Directors of the Association or by the members of the Association. Members may propose such an Amendment by instrument in writing directed to the President or Secretary of the Board signed by not less than ten (10%) percent of the membership voting interests. Amendments may be proposed by the Board of Directors by action of a majority of the Board at any regularly constituted meeting

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thereof. Upon an Amendment being proposed as herein provided, the President, or, in the event of his refusal or failure to act, the Board of Directors shall call a meeting of the membership to be held not sooner than fifteen (15) days nor later than sixty (60) days thereafter for the purpose of considering such Amendment. Directors and members not present in person or by proxy at the meeting considering the Amendment may express their approval in writing provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be either by:

(1) Not less than sixty-six and two-thirds (66 2/3%) percent of the entire membership of the Board of Directors and by not less than fifty-one (51%) percent of the ~~votes of the entire membership of the Association~~ **voting interests**; or

(2) Not less than seventy-five (75%) percent of the ~~votes of the entire membership of the Association. Provided, however, that until such time as a majority of the members of the Board of Directors of the Association shall be elected by unit owners other than Developer, all Amendments to the Articles of Incorporation shall be approved as set forth in Paragraph 12 B (1) above~~ **voting interests**.

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Executed at Indian Harbour Beach, Brevard County, Florida, on this the 9 day of September, 2009.

Signed, sealed and delivered in the presence of:

Denia CR
Signature of Witness
DENIA COKER
Print Name

Maureen Armoogam
Signature of Witness
MAUREEN ARMOOGAM
Print Name

Denia CR
Signature of Witness
DENIA COKER
Print Name

Maureen Armoogam
Signature of Witness
MAUREEN ARMOOGAM
Print Name

SEA VILLA CONDOMINIUM ASSOCIATION, INC.

By: Roderic Kreger
Vice-President

Print Name: Roderic Kreger

Address: 1425 Hwy A1A, #1
Sat. Beach, FL 32937

Attest: Lynn J. Fischer
Secretary

Print Name: Lynn Fischer

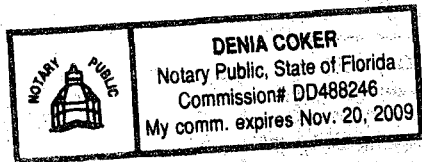
Address: 1425 Hwy A1A, #3
Satellite Beach, FL 32937

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF BREVARD

THE FOREGOING INSTRUMENT was acknowledged before me this 9 day of SEPTEMBER, 2009, by Roderic Kreger and Lynn Fischer who are personally known to me to be the Vice-President and Secretary, respectively, of SEA VILLA CONDOMINIUM ASSOCIATION, INC., or have produced US PASSPORT AND FL DL (type of identification) as identification. They acknowledged executing this document in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the County and State last aforesaid on this 9 day of SEPTEMBER, 2009.



Denia CR
Notary Public - State of Florida
Print Name: DENIA COKER
Commission No.: _____
My Commission Expires: _____