

**CERTIFICATE OF AMENDMENT
TO THE
BYLAWS OF MAGNOLIA LAKES RESIDENTS' ASSOCIATION, INC.**

**A Corporation Not-For-Profit Under
the Laws of the State of Florida**

The Bylaws for Magnolia Lakes Residents' Association, Inc. has been recorded in the public records of St. Lucie County, Florida at Official Records Book 3297, Page 1305, et. seq. Magnolia Lakes Residents' Association, Inc., by its duly authorized officers, hereby certifies that the Amendment to these Bylaws was approved by the Board of Directors at a duly convened Board Meeting held on April 20, 2011, and by the membership by vote sufficient for approval by written consent in lieu of a Members Meeting.

1. Article VII is amended to read as follows:

Section 1. The Annual Meeting of the members shall be held each year during the month of February at such time and place as shall be determined by the Board of Directors.

Section 2. All Directors shall be members of the Association. Members of the Board of Directors shall be nominated and elected at the Annual Meeting in accordance with the following process:

- 2.1 The members of the Board shall be elected by written ballot which may be mailed in or cast in person at the Annual Meeting. Proxies may not be used in electing members to the Board of Directors.
- 2.2 At least sixty (60) days before the Annual Meeting and Election, the Association shall mail, deliver or electronically transmit to each Lot Owner entitled to vote, a First Notice of the date, time and place of the Annual Meeting and Election.
- 2.3 A written Notice of Intent to be a Candidate for Election to the Board of Directors shall be included in the mailing of the First Notice of Annual Meeting.
- 2.4 Any Association member desiring to be a candidate for the Board must submit his or her written notice of intent to be a candidate to the Association not less than forty (40) days before the scheduled

election. Upon the request of a candidate, an information sheet no larger than 8 1/2" by 11", which must be furnished by the candidate at least thirty-five (35) days before the election, must be included with the mailing, delivery or transmission of the election ballot.

- 2.5 Not less than fourteen (14) days prior to the Annual Meeting and Election, the Association shall mail, deliver or electronically transmit a Second Notice of Annual Meeting and Election to all Lot Owners together with a ballot that lists all candidates, who timely submitted a notice of intent to run for the Board. The Ballot form shall also include blank spaces for write-in candidates who may be nominated from the floor at the Annual Meeting in number equal to the number of Director seats to be filled at the Election.
- 2.6 Notwithstanding anything to the contrary in the foregoing, any member may be nominated from the floor during the Annual Meeting to run as a candidate for election to the Board of Directors.
- 2.7 Election shall be decided by a plurality of the ballots that have been cast.
- 2.8 Any Lot Owner who needs assistance in casting the ballot for reasons stated in Florida Statute §101.051 may obtain such assistance.

(The balance of Article VII remains unchanged)

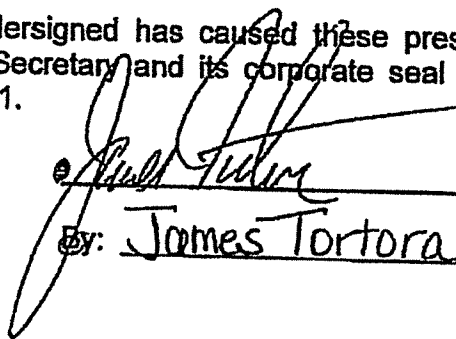
2. The foregoing amendment to the Bylaws of Magnolia Lakes Residents' Association, Inc. was adopted by the board by a vote sufficient for approval at a Board Meeting held on April 20, 2011 and by the membership by vote sufficient for approval by written consent in lieu of a Members Meeting.

3. The adoption of this amendment appears upon the minutes of said meeting and are unrevoked.

4. All provisions of the Bylaws of Magnolia Lakes Residents' Association, Inc. are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 16 day of June, 2011.

WITNESSES AS TO PRESIDENT:


By: James Tortora

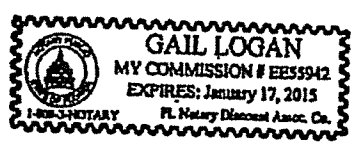
Printed Name: Gail Logan
Gail Logan

IT's, President

Tom Kral
Printed Name: Tom Kral

STATE OF FLORIDA
COUNTY OF St. Lucie

The foregoing instrument was acknowledge before me on 6/16/11, 2011, by James Tortora, as President of Magnolia Lakes Residents' Association, Inc. who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal 

Gail Logan
Notary Public **Gail Logan**

WITNESSES AS TO SECRETARY:

Gail Logan
Printed Name: Gail Logan

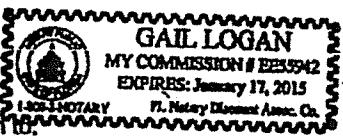
Janet Younce
By: Janet Younce
IT's Secretary.

Tom Kral
Printed Name: Tom Kral

STATE OF FLORIDA
COUNTY OF St. Lucie

CORPORATE SEAL

The foregoing instrument was acknowledge before me on 6/14, 2011, by Janet Younce, as Secretary of Magnolia Lakes Residents' Association, Inc. who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal 
Record and Return to:

Gail Logan
Notary Public **Gail Logan**

ROSS EARLE & BONAN, P.A.
Post Office Box 2401
Stuart, FL 34995