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ALEX ALFORD, WALTON COUNTY
CLERK OF COURT
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#1

**AMENDMENT OF BYLAWS
EMERALD WATERS VILLAGE OWNERS' ASSOCIATION, INC.**

THE UNDERSIGNED, being the duly elected and acting President of Emerald Waters Village Owners' Association, Inc., a Florida corporation not for profit, does hereby certify that the attached Amendments to the Bylaws were proposed and duly adopted by not less than a majority of the voting interest, on June 28, 2013, at a meeting of the Members when a quorum was present, after due notice.

The sole community operated by Emerald Waters Village Owners' Association, Inc., is Emerald Waters Village, a planned community. The initial Declaration of Covenants, Conditions and Restrictions is found at Official Records Book 1768, Page 404 et. seq., Public Records of Walton County, Florida

ATTEST:

Emerald Waters Village Owners Association, Inc.

Brenda Butler
Brenda Butler, Its Secretary

By: Kyle Adams
Kyle Adams, Its President

STATE OF FLORIDA

COUNTY OF WALTON

Before me, the undersigned authority appeared Kyle Adams, to me personally known or produced _____ as identification, and known to be the President of Emerald Waters Owners' Association, Inc., a Florida non-profit corporation, and acknowledged to and before me that the execution of the foregoing instrument was for the uses and purposes therein stated.

WITNESS my hand and official seal this 8 day of August, 2013.

Karen L. Gerck
NOTARY PUBLIC
My Commission Expires: _____



KAREN L. GERCK
NOTARY PUBLIC
STATE OF FLORIDA
Comm# EE161906
Expires 2/11/2016

SCHEDULE OF AMENDMENTS

Article IV, Part I, Section 1 to the Bylaws has been amended as follows:

~~The affairs of this Association shall be managed by a Board of not less than three (3) nor more than five (5) Directors who need not be a member of the Association. Each member of the first Board named in the Articles of Incorporation of the Association shall hold office until his successor shall be chosen by election at the first annual meeting and shall qualify.~~

The number of Directors which shall constitute the whole Board of Directors shall be five (5). In order to provide for a continuity of experience by establishing a system of staggered terms of office, at the first election after the adoption of this By-Laws provision, the number of Directors to be elected shall be five (5). The three (3) candidates receiving the highest number of votes shall each be elected for a term which expires at the annual election after the next annual election. The two (2) candidates receiving the next highest number of votes shall each be elected for a term which expires at the next annual election. If there are five or fewer candidates, the determination of who will serve the longer terms shall be made among them by agreement or by lot. Thereafter, all Directors shall be elected for two (2) year terms. A Director's term ends at the annual election at which his successor is to be duly elected, or at such other time as may be provided by law. Directors shall be elected by the Members as described in these By-Laws. In any case where Directors are elected for different terms, such as annual meetings where some Directors are being elected for regular two-year terms, and other Directors are being elected for one-year terms to fill a vacancy, those receiving the higher number of votes shall be elected to the longer terms. In the event that no balloting is held due to an insufficient number of candidates, the candidates may agree among themselves who shall serve the longer terms. In absence of the candidates' ability to agree, a run-off election shall be held. Ties votes shall be broken by agreement among the candidates who are tied, or if there is no agreement, by lot, or by run-off election.

Article IV, Part I, Section 2 to the By-Laws has been amended as follows:

~~The term of the Directors shall be for a period of time of one (1) year or until their successors are elected at the next ensuing meeting of the membership.~~