

Prepared by and returned to:
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**CERTIFICATE OF AMENDMENT TO BY-LAWS OF
HARBOR RIDGE OF PALM HARBOR HOMEOWNERS ASSOCIATION, INC.**

THIS CERTIFICATE OF AMENDMENT TO BY-LAWS OF HARBOR RIDGE OF PALM HARBOR HOMEOWNERS ASSOCIATION, INC. (the "Amendment") is made this 23 day of February, 2017, by HARBOR RIDGE OF PALM HARBOR HOMEOWNERS ASSOCIATION, INC., a Florida corporation not for profit (the "Association") in relation to those certain By-Laws of the Association, which are recorded as Exhibit "C" to that certain Declaration of Covenants, Conditions and Restrictions of Harbor Ridge of Palm Harbor Homeowners Association, recorded in Official Records Book 18579, Page 355 of the Public Records of Pinellas County, Florida (the "By-Laws").

RECITALS

WHEREAS, Article XIII of the By-Laws provides that the By-Laws may be amended by a vote of a majority of a quorum of the members of the Association present in person or by proxy at a regular or special meeting of the members; and

WHEREAS, a vote of a majority of a quorum of the members of the Association present in person or by proxy was, at a regular or special meeting of the members duly called and convened on November 12, 2016 and lawfully reconvened on November 19, 2016, obtained approving of amending the By-Laws as provided hereinbelow; and

WHEREAS, Association wishes to place this Amendment in the Public Records of Pinellas County, Florida;

NOW THEREFORE, Association declares that every portion of the real property subject to the By-Laws shall be subject to the provisions of this Amendment.

I. General Provisions. The foregoing Recitals are true and correct and are incorporated into and form a part of this Amendment. All initially capitalized terms not defined herein shall have the definitions for such terms as provided in the By-Laws. Additions to the existing provisions of the By-Laws are indicated by double-underlining and deletions to the existing provisions of the By-Laws are indicated by ~~strikeout~~.

II. **Article IV, Section 2.** Article IV, Section 2 of the By-Laws is hereby amended as set forth below and shall provide as follows:

Section 2. Term of Office. The term of office for all directors is ~~one~~two (2) years, except as may be otherwise required to accomplish the intent of these By-Laws to provide for staggered terms of office for directors, and shall expire at the conclusion of the election at the second annual meeting following the annual meeting at which the director's term began, even if the next annual meeting is held less or more than two (2) years following the date of the annual meeting at which the director's term began. It is the intent of these By-Laws to provide for staggered terms of office for directors and for this reason, the Board shall be authorized to conduct any elections in a manner that will implement the foregoing intent including, without limitation, by holding seats in future elections open for one (1) or two (2) year terms, when necessary or appropriate. In any election where candidates are elected for different terms, those candidates receiving the higher number of votes shall be elected to the lengthier term and at each successive annual meeting at which an election is held, all directors shall be elected for a two (2) year term except as may otherwise be required to implement the intent of this provision. In the event that there is no election, such as in a case where there are fewer candidates than open director seats, the directors who are seated shall agree amongst themselves which shall serve the two (2) year terms and which shall serve the one (1) year terms. This decision shall be recorded in the minutes of a duly noticed Board of Directors' meeting. In the event the directors cannot agree on which among them shall serve the lengthier and shorter terms, the Board shall hold a "run-off" election, wherein those receiving the most votes will be elected to a lengthier term. The initial directors of the Association set forth in the Articles of Incorporation shall hold office until the first annual meeting.

III. **No Other Amendments.** Except as modified herein, all other provisions of the By-Laws shall remain the same and be fully enforceable according to their terms.

[SIGNATURES APPEAR ON THE FOLLOWING PAGES]

IN WITNESS WHEREOF, Association has executed this Amendment on the date first stated above.

Signed, sealed and delivered in the presence of:

Susan Vaughn
Signature

Susan Vaughn
Printed Name

Patrick Mooney
Signature

Patrick Mooney
Printed Name

HARBOR RIDGE OF PALM HARBOR HOMEOWNERS ASSOCIATION, INC.,
a Florida corporation not for profit

BY: Sonia Bermudez

Print Name: Sonia Bermudez

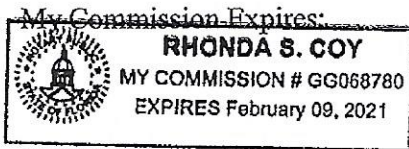
Title: President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing was acknowledged before me this 23rd day of February 2017, by Sonia Bermudez, as President of Harbor Ridge of Palm Harbor Homeowners Association, Inc., a Florida corporation not for profit, on behalf of the corporation. S/he is personally known to me or has produced _____ as identification.

WITNESS my hand in the County and State last aforesaid on this 23rd day of February, 2017.



ACTIVE: H23617/377721-9196925_1

Rhonda S. Coy
Notary Public-State of Florida

Print Name: RHONDA S. COY

Commission No.: GG068780