

This Instrument prepared by
and to be returned to:
Steven G. Rappaport, Esquire
Sachs Sax Caplan
6111 Broken Sound Parkway NW, Ste. 200
Boca Raton, FL 33487
(561) 994-4499

**CERTIFICATE OF AMENDMENT
TO THE BYLAWS OF THE ROYAL POINCIANA PROPERTY OWNERS ASSOCIATION, INC.**

I HEREBY CERTIFY that the amendments attached as Exhibit "A" to this Certificate were duly adopted as amendments to the Bylaws of The Royal Poinciana Property Owners Association, Inc. The original Declaration of Covenants and Restrictions for The Royal Poinciana Property Owners Association is recorded in Official Record Book 21063, at Page 1837, in the Public Records of Palm Beach County.

DATED this 3RD day of OCTOBER, 2019.

WITNESSES:

**THE ROYAL POINCIANA PROPERTY
OWNERS ASSOCIATION, INC.**

Lauren Heller
Signature
Lauren Heller
Print Name
Carla Marsten
Signature
Carla Marsten
Print Name

By: *Peter De Villiers*
PETER DE VILLIERS President

By: *Andrea H. Brenner*
ANDREA BRENNER, Secretary

STATE OF FLORIDA)

) ss:

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 3rd day of Oct, 2019, by Peter De Villiers, as President, and Andrea Brenner, as Secretary, of The Royal Poinciana Property Owners Association, Inc., who are Personally Known [] or Produced Identification [].

Type of Identification Produced: N/A

(SEAL)

NOTARY PUBLIC, State of Florida at Large

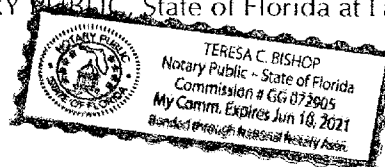


EXHIBIT "A"

**AMENDMENTS
TO THE BYLAWS OF
THE ROYAL POINCIANA PROPERTY
OWNERS ASSOCIATION, INC.**

The original Declaration of Covenants and Restrictions for The Royal Poinciana Property Owners Association is recorded in Official Record Book 21063, at Page 1837, in the Public Records of Palm Beach County.

As indicated herein, words underlined are added and words ~~struck through~~ are deleted.

Item 1: Article 1.05 of the Bylaws of The Royal Poinciana Property Owners Association, Inc. ("Bylaws") shall be amended as follows:

The books and records of the Association shall be open to inspection by all Owners or the authorized representatives, ~~and all holders, insurers or guarantors of any first mortgage encumbering a Lot,~~ upon request, during normal business hours or under other reasonable circumstances. Such records of the Association shall include current copies of the Declaration, Articles, Bylaws, and any amendments thereto, any contracts entered into by the Association, and the books, records and financial statements of the Association. The Association shall be required to make available to prospective purchasers of Lots current copies of the Declaration, Articles and Bylaws, and the most recent annual financial statement of the Association. The Association may charge a fee to reimburse it for such copies.

Item 2: Article 3.03.02 of the Bylaws shall be amended as follows:

In the event any Lot is owned by more than one person or by an entity, any one of the co-owners may cast a vote on behalf of the Lot ~~The vote for the Lot may be cast at any meeting, only by the co-owner designated as a voting member on a Voting Certificate signed by all co-owners and filed with the Secretary of the Association at or before the meeting. In the case of a corporation, partnership, trust or other entity, the vote shall be cast by the person designated in the Voting Certificate signed by the entity and filed with the Secretary of the Association at or before the meeting.~~

Item 3: Article 4.05c of the Bylaws shall be amended as follows:

The annual meeting for the purpose of electing directors and for transacting any other business shall be held on a date, time and place as determined by the Board of Directors. ~~At eight o'clock p.m. on the third Tuesday in March of each year, or at such other time in the months of January, February or March of each year as shall be selected by the Board and as is contained in the notice of such meeting. However, so long as Declarant appoints the majority of the directors of the Association, no annual meetings will be required to be held.~~

Item 4: Article 5.02 of the Bylaws shall be amended as follows:

Notwithstanding anything to the contrary contained in these Bylaws, or any other governing document, the members or the Board of Directors shall be elected by written ballot. Proxies shall in no event be used in electing the Board of Directors, either in general elections or elections to fill vacancies caused by recall, resignation or otherwise. However, the election of Directors shall be conducted by ballot either personally cast at the annual meeting, or by an absentee ballot for those who cannot attend the meeting in person, which absentee ballot shall be cast in accordance with the provisions of Section 720.306(8)(b), Fla. Stat., as same may be amended from time to time.

Not less than 30 days before a scheduled election, the Association shall mail or deliver to each owner entitled to vote, a first notice of the date of the election. Any owner or other eligible person may nominate himself or may nominate another owner or eligible person, if he has permission in writing to nominate the other person. Any owner or other eligible person desiring to be a candidate for the Board of Directors must give written notice to the Association not less than 20 days before a scheduled election. Not less than 14 days before the election, the Association shall mail or deliver a second notice of the election to all owners entitled to vote therein, together with a ballot which shall list all candidates. Upon request of a candidate, the Association shall include an information sheet, which must be furnished by the candidate not less than 14 days before the election, to be included with the mailing of the ballot. No owner shall permit any other person to vote his ballot, and any such ballots improperly cast shall be deemed invalid. The regular election shall occur on the date of the annual meeting. Notwithstanding the provisions of this subparagraph, an election and balloting are not required unless more candidates file notices of intent to run or are nominated than vacancies exist on the Board. Further, since the Association's election process contained herein provides for candidates to be nominated in advance of the annual meeting, the Association shall not be required to take nominations from the floor at the annual meeting.

Item 5: Article 5.02 of the Bylaws shall be amended by the creation of a new paragraph as follows:

Directors must be members (i.e., owners) of the Association, or the spouse or adult child of an owner. A person who is delinquent in the payment of any fee, fine or other monetary obligation to the Association on the day that he or she could last nominate himself or herself to the Board, may not seek election to the Board, and his or her name shall not be listed on the ballot. Further, any person who has been convicted of a felony in this State or in any other jurisdiction, may not seek election to the Board and is not eligible for Board membership unless such felon's civil rights have been restored for at least 5 years as of the date on which such person seeks election to the Board.

Item 6: Article 5.03 of the Bylaws shall be deleted in its entirety and replaced as follows:

The Directors shall serve staggered terms. At the next election, after the

effective date of this amendment, the majority or candidates receiving the highest number of votes shall serve for two (2) years and the remaining candidates elected to the Board shall serve a one (1) year term. Thereafter, all Directors shall be elected for two (2) year terms. If there is not a contested election at the first annual meeting after the effective date of this amendment, the persons seated on the Board shall decide among themselves who shall serve a two (2) year term and who shall serve a one (1) year term.

Item 7: Article 5.16.01 of the Bylaws shall be amended as follows:

5.16.01. Vacancies in the Board may be filled by a majority vote of the directors then in office, though less than a quorum, or by a sole remaining director, and a director so chosen shall hold office for the balance of the unexpired term being filled ~~until the next annual election~~ and until his successor is duly elected, unless sooner displaced. If there are no directors, then a special meeting of the members shall be called to elect the directors. ~~Notwithstanding anything contained herein to the contrary, the Declarant at all times shall have the right to appoint the maximum number of directors permitted by the Articles, and any vacancies on the Board may be filled by the Declarant to the extent that the number of directors then serving on the Board which were appointed by the Declaration is less than the number of directors the Declarant is then entitled to appoint.~~