

This instrument prepared by:
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PAVESE LAW FIRM
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Fort Myers, Florida 33901
(239) 334-2195

**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
RIVER STRAND GOLF AND COUNTRY CLUB, NC.**

THIS AMENDMENT is made the 22 day of DECEMBER 2016 by the River Strand Golf and Country Club, Inc. and consented to by Lennar Homes, LLC, a Florida limited liability company, hereinafter called the "Developer" to the Articles of Incorporation of River Strand Golf and Country Club, Inc.

WHEREAS, the Articles of Incorporation of River Strand Golf & Country Club are recorded in Official Records 2076, Page 6453 *et seq.*, and as may have been subsequently amended, in the Public Records of Manatee County, Florida, (hereinafter the "Articles"); and

WHEREAS, pursuant to the Assignment of Declarant's Rights recorded in Official Records Book 2234, Page 4887 *et seq.*, Public Records of Manatee County, Florida, Harbourvest, LLC, a Florida limited liability company, assigned all of its rights as developer under the Declaration to Lennar HV, LLC, a Florida limited liability company ("Lennar HV"); and

WHEREAS, pursuant to the Notice of Merger recorded in Official Records Book 2236, Page 1, Public Records of Manatee County, Florida, Lennar HV merged with and into Lennar Homes, LLC, a Florida limited liability company (the "Developer"); and

WHEREAS, pursuant to Article 10 of the Articles, the Articles may be amended by the majority vote of the Directors; and

WHEREAS, the undersigned, being duly appointed and acting President and Secretary of River Strand Golf and Country Club, Inc., a Florida not-for-profit corporation, do hereby certify that the amendment set forth below was approved, as evidenced by a written statement or vote manifesting the intention that such amendment be adopted. This amendment was approved and adopted by the votes indicated for the purposes of amending the Articles of River Strand Golf and Country Club, Inc., originally recorded as Exhibit "B" to the Declaration of Covenants, Conditions, and Restrictions for River Strand Golf and Country Club; and

WHEREAS, Developer consents to the following amendments to the Articles for River Strand Golf and Country Club, Inc.; and

The following amendment was approved by not less than a majority of the Board of Directors of the Association at a duly noticed Board of Director meeting of the Association:

RESOLVED: That the Articles of River Strand Golf and Country Club, Inc., be, and hereby are, amended, and the amendment to the Bylaws of River Strand Golf and Country Club, Inc., is adopted in the form attached hereto as **Exhibit "A"** and made a part hereof; and

RESOLVED: That the Officers and Directors are hereby instructed and authorized to execute the aforementioned document and cause it to be filed of public record, together with a Certificate of Amendment.

Dated this 22 day of DECEMBER, 2016.

WITNESSES (2):

Sign: Sara Cruz
Print: Tara Angels
Sign: Amy Hofschnider
Print: Amy Hofschnider

RIVER STRAND GOLF AND COUNTRY CLUB, INC.

Sign: [Signature]
Print: DAVID NEGIF
Title: President

ATTEST:

WITNESSES (2):

Sign: Sara Cruz
Print: Tara Angels
Sign: Amy Hofschnider
Print: Amy Hofschnider

Sign: [Signature]
Print: Lance Ellis
Title: Secretary

STATE OF FLORIDA
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 22 day of DECEMBER, 2016, by DAVID NEGIF, **President of River Strand Golf and Country Club, Inc.**, who (check one): is personally known to me OR produced _____ as identification.

(Notary Seal/Stamp)



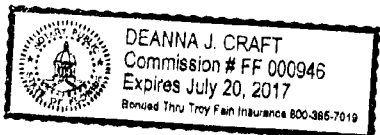
Notary ~~Public~~

Sign: [Signature]
Print: Deanna J. Craft
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 22 day of DECEMBER, 2016, by LANCE ELLIS, Secretary of River Strand Golf and Country Club, Inc., who (check one): is personally known to me OR produced _____ as identification.

(Notary Seal/Stamp)



Notary Public

Sign: [Signature]

Print: Deanna J. Craft

My Commission Expires: _____

CONSENTED TO BY this 22 day of DECEMBER 2016.

Witnesses:

[Signature]
Print name: Tara Angels

Print name: _____

LENNAR HOMES, LLC,
a Florida Limited Liability Company

By: _____
Printed: DARIN MCMURRAY
Title: V. PRESIDENT

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was executed before me this 22 day of DECEMBER, 2016, by DARIN MCMURRAY, VICE PRESIDENT (title) of **LENNAR HOMES, LLC**, a Florida Limited Liability Company, on behalf of the company. He/She is personally known to me or did produce _____ as identification.



[Signature]
Signature of Notary Public

Deanna J. Craft

Print name

Print, Type, or Stamp Commissioned Name of Notary Public (Affix Notarial Seal)

**AMENDMENT TO THE
EXHIBIT "A"**

**ARTICLES OF INCORPORATION
OF
RIVER STRAND GOLF AND COUNTRY CLUB, INC.**

The Articles of Incorporation of River Strand Golf and Country Club, Inc., shall be amended as follows (otherwise, all other provisions shall remain the same):

(NOTE: New language is shown in double-underlined; language being deleted is shown in ~~strike through~~ type, otherwise all other provisions remain the same)

1. **Article 4 of the Articles shall be amended as follows:**

**ARTICLE 4
MEMBERS**

4.1 Classes of Members. The Club shall have three classes of members, comprised as follows::

A. Class A Members. Class A members shall be all Owners of Assessable Parcels in the Subdivision. Such Owners shall automatically become Class A members upon acquiring the fee simple title to their respective Parcels.

B. Class B Members. The Class B member shall be Developer, any successor to or legal representative of Developer, or any Person to whom all rights of Developer under the Declaration or these Articles of Incorporation are hereafter assigned pursuant to written instrument recorded in the Public Records.

~~C. Class C Members. Class C members shall be all owners of Parcels in the Subdivision other than the Assessable Parcels. Such Owners shall automatically become Class C members upon acquiring fee simple title to their respective Parcels.~~

4.2 Termination of Membership. The Class B membership shall automatically terminate on the Final Development Date, after which time the Club membership shall be comprised solely of Class A ~~and Class C~~ members. The membership of any Class A ~~and Class C~~ member in the Club shall automatically terminate upon conveyance or other divestment of title to such Member's Parcel, except that nothing herein contained shall be construed as terminating the membership of any Member who may own two or more Parcels as long as such member continues to own at least one Parcel.

4.3 Membership Appurtenant to Parcel Ownership. The interest of any Class A ~~or Class C~~ member in the funds and assets of the Club may not be assigned, hypothecated, or transferred in any manner, except as an appurtenance to the Parcel that is the basis of his membership in the Club.

4.4 List of Members. The Secretary of the Club shall maintain a list of the Members of the Club. Whenever any person or entity becomes a member of the Club, it shall be such party's duty and obligation to so inform the Secretary in writing, giving his name, mailing address, and legal description of his Parcel; provided, however, that any notice given to or vote accepted from the prior Owner of such

member's Parcel before receipt of written notification of change of ownership shall be deemed to be property given or received. The Secretary may, but shall not be required to, search the Public Records or make other inquiry to determine the status and correctness of the list of members of the Club maintained by him and shall be entitled to rely upon the Club's records until notified in writing of any change in ownership.

2. **Article 5 of the Articles shall be amended as follows:**

ARTICLE 5
VOTING

The voting rights of the Members of the Club, ~~including provisions for representation of Class A members through Voting Members~~, shall be as set forth in the Declaration and Bylaws. ~~In all matters requiring the vote of Voting Members, each Voting Member shall cast the number of votes held by Class A members represented by such Voting Member.~~

3. **Article 6 of the Articles shall be amended as follows:**

ARTICLE 6
BOARD OF DIRECTORS

6.1 Number. The affairs of the Club shall be managed by a Board of Directors consisting initially of three Directors. The number of Directors comprising succeeding Boards of Directors shall be as provided from time to time in the Bylaws of the Club, but in no event shall there be less than three Directors. After turnover and when the Class B Member is no longer entitled to appoint any Directors, the number of Directors on the Board shall be increased to seven (7) Directors.

6.2 Appointment and Election. All Directors shall be appointed by the Class B member until the annual meeting of members in the year 2006. Commencing with such annual meeting and continuing thereafter until the Turnover Meeting, the Class B member shall have the right to appoint a majority of the Directors, and the remaining Directors shall be elected by ~~Voting Members representing the Class A Members~~ in accordance with the ~~provisions of Article 6.3~~ Bylaws. Commencing with the Turnover Meeting and continuing thereafter until the Termination Meeting, a majority of the Directors shall be elected by ~~Voting Members representing the Class A members~~ in accordance with the provisions of ~~Article 6.3~~ the Bylaws, and the Class B member shall have the right to appoint the remaining Directors. Commencing with the Termination Meeting, all Directors shall be elected by ~~Voting Members representing the Class A members~~ in accordance with the provisions of ~~Article 6.3~~ the Bylaws.

A. Turnover Meeting. As used herein, the "Turnover Meeting" shall mean the first annual or special meeting of members following the earlier of the following two dates: (1) the date which is three months after 90 percent of the parcels that will ultimately be included in the Subdivision have been conveyed to Class A members; or (2) the date on which the Class B member, by written notice to the Club, relinquishes its right to appoint a majority of the Directors.

B. Termination Meeting. As used herein, the "Termination Meeting" shall mean the first annual or special meeting of members following the earlier of the following two dates: (1) the date on which the

Class B member no longer holds for sale in the ordinary course of business at least five percent of the parcels that will ultimately be included in the Subdivision; or (2) the date on which the Class B member, by written notice to the Club, relinquishes its right to appoint any Directors.

6.3 Election Procedures. Elections of Directors shall be by plurality vote of the Members in accordance with the procedures in Articles 4 and 5 of the Bylaws. ~~In the event any Neighborhood District is established by the Class B member pursuant to the provisions of the Declaration, at least one Director shall be elected by Voting Members representing the Class A members owning Parcels within such Neighborhood District. In no event shall the total number of Directors elected by Voting Members representing the Class A members be less than the number of Neighborhood Districts.~~

6.4 Qualification and Term. Prior to turnover, Directors need not be members of the Club. After turnover, all Directors shall be Members or the spouse of a Member. When a Lot or Unit is owned by a corporation, a partnership, limited liability company or similar entity, the primary individual occupant designated by the entity and the spouse of the primary individual occupancy designated by the entity shall be eligible for Board membership. Trustees and beneficiaries of trusts (provided the beneficiaries reside in the Lot or Unit), and the spouses of such persons, shall be eligible for Board membership. Persons who have been convicted of any felony in this State or in a United States District or Territorial Court, or who have been convicted of any offense in another jurisdiction that would be considered a felony if committed in this State, are not eligible to serve on the Board, unless such felon's rights have been restored for a period of at least 5 years as of the date on which such person seeks election to the Board. A person who is more than 90 days delinquent in the payment of any fee, fine, or special or regular assessment is not eligible for Board membership. Directors appointed by the Class B member shall not serve fixed terms, but shall serve at the pleasure of the Class B member. Except as may be otherwise required by the terms of Article 6.2, Directors elected pursuant to Article 6.3 shall be elected at the annual meeting of members, and their term shall expire at the next succeeding annual meeting of members. Commencing with the Turnover Meeting, except for persons appointed as Directors by the Class B member, no person shall serve as a Director for successive terms or more than two terms during any five-year period.

6.5 Removal. ~~Any Director elected pursuant to Article 6.3 exclusively by Voting Members representing Class A members owning Parcels within a specific Neighborhood District may be removed from office with or without cause only by majority vote of such Voting Members. Any other Director elected pursuant to Article 6.3 may be removed from office with or without cause only by majority vote of Voting Members representing all Class A members. Any Director appointed by the Class B member may be removed and replaced with or without cause by the Class B member, in the Class B member's sole discretion.~~

6.6 Initial Board. ~~The names and addresses of the persons constituting the first Board of Directors are as follows:~~

_____ Robert T. Allegra _____	551 N. Cattlemen Road, Suite 200 Sarasota, Florida 34232
_____ Charles A. Danna, Jr. _____	551 N. Cattlemen Road, Suite 200 Sarasota, Florida 34232

E. Michael Campbell, Jr.

551 N. Cattlemen Road, Suite 200
Sarasota, Florida 34232

4. **Article 10 of the Articles shall be amended as follows:**

ARTICLE 10
AMENDMENTS TO ARTICLES OF INCORPORATION

~~These Articles may be altered, amended, or repealed by the affirmative vote of a majority of the Board of Directors. No amendment to these Articles of Incorporation prior to the Final Development Date, however, shall be effective without the written consent of the Class B member. Amendments to these Articles of Incorporation may be proposed by a majority of the Board of Directors of the Association and approved in the manner provided in Chapter 617, Florida Statutes; provided however, that (i) to the maximum extent lawful the Developer may unilaterally amend these Articles and/or shall have the right to approve any proposed amendments hereto not initiated by the Developer and (ii) if not unilaterally amended by the Developer, the vote required to amend these Articles shall be 66 2/3% of the voting Members present, in person or by proxy and voting, at any annual or special membership meeting at which a quorum is present and called for the purpose of amending these Articles of Incorporation further provided that notice of the text of each proposed amendment was sent to the Members with notice of the meeting; and (iii) notwithstanding any provision of these Articles to the contrary, no amendment shall abridge, reduce, amend, affect or modify the rights of Developer without the prior written consent of the Developer, which consent may be withheld for any reason whatsoever.~~

Notice of a proposed amendment shall be included in the notice of the meeting at which such amendment is to be considered and shall otherwise be given in the time and manner provided in Chapter 617, Florida Statutes. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby.