



This instrument prepared by:  
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**CERTIFICATE OF AMENDMENT TO THE  
 BYLAWS FOR LAGUNA MASTER ASSOCIATION, INC.**

I hereby certify that the Amendment attached as Exhibit "A" to this Certificate was duly adopted as an amendment to the Bylaws of Laguna Master Association, Inc. ("Bylaws"). The Bylaws are recorded in Official Records Book 9930, Page 1771 of the Public Records of Palm Beach County, Florida. The attached Amendment was approved by the Board of Directors at a duly noticed Board meeting pursuant to the Bylaws.

DATED this 31 day of Oct, 2014.

As to witnesses:

LAGUNA MASTER ASSOCIATION, INC.

[Signature]  
 Witness: Mark Grien

By: [Signature]  
 D.J. Scalera, III, President

[Signature]  
 Witness: JEAN LEBREVELEC

By: [Signature]  
 Robert Tegart, Secretary/Treasurer

STATE OF FLORIDA            )  
 COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me on 10-31, 2014, by D.J. Scalera, III, as President and Robert Tegart as Secretary/Treasurer of the Laguna Master Association, Inc., who both executed same on behalf of the corporation. They are personally known to me or have produced \_\_\_\_\_ and \_\_\_\_\_ as identification.

DL [REDACTED] 3760

[Signature]  
 NOTARY PUBLIC, State of Florida  
Rita Cohen  
 Print Name  
 My Commission Expires: \_\_\_\_\_

(SEAL)



Exhibit "A"

**PROPOSED AMENDMENTS TO THE BYLAWS OF  
LAGUNA MASTER ASSOCIATION, INC.**

The Bylaws for Laguna Master Association, Inc. ("Bylaws") are recorded in Official Records Book 9930, Page 1771 of the Public Records of Palm Beach County, Florida.

*(As used herein, words underlined are added and words ~~struck through~~ are deleted).*

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1. **Article III, Meetings of Members, Section 6, Proxies, is hereby amended to read as follows:**

Section 6. Proxies. At all meetings of Members, ~~except for voting for the directors at the annual meeting where Members vote by secret ballot via mail or in person,~~ each Member may vote in person or by proxy. All proxies shall be in writing and shall be valid only for the particular meeting designated therein and any adjournment thereof if so stated. A proxy must be filed with the Secretary before the appointed time of the meeting in order to be effective. Any proxy may be revoked prior to the time a vote is cast pursuant to each proxy.

2. **Article V, Nomination and Election of Directors, is hereby amended to read as follows:**

Section 1. Nomination. ~~Nomination for election to the Board of Directors shall be made by a Nominating Committee conducted in accordance with the election rules and regulations of the Association. The Board of Directors for the Association shall have the authority, from time to time, to promulgate and amend reasonable election rules and regulations governing the nominations for election to the Board of Directors and which shall include a self-nomination procedure in advance of the election meeting. The Nominating Committee shall consist of a Chairman, who shall be a Member of the Board of Directors, and two or more persons appointed by the Board, who need not be Members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the Members, to serve from the close of each meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among Members or non-Members.~~

Section 2. Election. Election to the Board of Directors shall be by secret written ballot and conducted in accordance with the election rules and regulations of the Association. The Board of Directors shall have the authority, from time to time, to promulgate and amend reasonable rules and

~~regulations governing the election to the Board of Directors. At such election to the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.~~

-END OF AMENDMENT-

NOT A CERTIFIED COPY