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BASIC AMENDMENT

VENEZIA LAKES HOMEOWNERS ASSOCIATION, INC.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$52.50

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
VENEZIA LAKES HOMEOWNERS ASSOCIATION, INC.  
(A CORPORATION NOT FOR PROFIT)

*Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

FIRST: Amendment adopted:

The Articles of Incorporation of Venezia Lakes Homeowners Association, Inc., a Florida not-for-profit corporation, filed with the Florida Secretary of State on June 21, 2000, are hereby amended by the First Amendment to Articles of Incorporation of Venezia Lakes Homeowners Association, Inc. attached hereto as Exhibit A and made a part hereof.

SECOND: The date of adoption of the amendment was January 29, 2003.

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The Amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Fernando L. Martinez

Typed or printed name

Director and President

Title

2/10/03

Date

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02/19/2003 11:23 FAX

DUANE MORRIS MIAMI

0003

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Exhibit A

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PREPARED BY AND RETURN TO:

PATRICIA KIMBALL FLETCHER, ESQ.  
Patricia Kimball Fletcher, P.A.  
Duane Morris LLP  
200 South Biscayne Blvd., Suite 3400  
Miami, Florida 33131

**FIRST AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
VENEZIA LAKES HOMEOWNERS ASSOCIATION, INC.**

THIS FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF VENEZIA LAKES HOMEOWNERS ASSOCIATION, INC. (this "First Amendment") is made by Caribe Century Builders Joint Venture, a Florida general partnership ("Caribe Century") and joined in by Venezia Lakes Homeowners Association, Inc., a Florida not-for-profit corporation ("Association").

**RECITALS**

A. That certain Declaration of Covenants and Restrictions for Venezia Lakes was recorded in Official Records Book 19165 at Page 1349 of the Public Records of Miami-Dade County, Florida (the "Declaration"), which contains the Articles of Incorporation of Venezia Lakes Homeowners Association, Inc. (the "Articles") as Exhibit B.

B. Article XIII, Section F of the Articles permits Caribe Century, as Declarant, to amend the Articles until the time as title to all the Lots (as defined in the Declaration) have been conveyed to non-Declarant purchasers, without the need for consent of the Owners (as defined in the Declaration) or any other party.

C. Caribe Century desires to amend the Articles as set forth herein.

NOW THEREFORE, Caribe Century hereby declares to amend the Articles and every portion of Venezia Lakes is to be held, transferred, sold, conveyed, used and occupied subject to this First Amendment.

1. Recitals. The foregoing Recitals are true and correct and are incorporated into and form a part of this First Amendment.

2. Conflicts. In the event that there is a conflict between this First Amendment and the Articles, this First Amendment shall control. Whenever possible, this First Amendment and the Articles shall be construed as a single document. Except as modified hereby, the Articles shall remain in full force and effect.

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3. Definitions. All initially capitalized terms not defined herein shall have the meanings set forth in the Articles. The defined term "Articles" is hereby deleted in its entirety and replaced with the following:

"Articles" shall mean the Articles and this First Amendment, together with all amendments and modifications thereof.

4. Number of Directors. The first two (2) sentences of Article X, Section A of the Articles are hereby modified as follows:

A. The number of Directors on the first Board of Directors of the Association ("First Board") and the ~~"Initial Elected Board"~~ (as hereafter defined) shall be three (3). The number of Directors elected by the Members subsequent to the "Declarant's Resignation Event" (as hereinafter defined) shall be not less than three (3) nor more than ~~five (5)~~ seven (7), as the board shall from time to time determined prior to each meeting at which Directors are to be elected.

5. Initial Election Meeting. Article X, Section D of the Articles is hereby modified as follows:

D. Upon the Turnover Date, the Members other than Declarant ("Purchaser Members") shall be entitled to elect not less than a majority of the Board. The election of not less than a majority of the Board by the Purchaser Members shall occur at a special meeting of the membership to be called by the Board for such purpose or at an Annual Members Meeting (as defined in the Bylaws) ("Initial Election Meeting"). The First Board shall serve until the Initial Election Meeting.

6. Initial Elected Board. Article X, Section E is hereby deleted in its entirety.

7. Staggered Term. Article X, Section I, Subsection 1 is hereby modified as follows:

1. a number equal to fifty percent ~~(5%)~~ (50%) of the total number of Directors rounded to the nearest whole number is the number of Directors whose term of office shall be established at two (2) years and the Directors serving for a two (2) year term will be the Directors receiving the most votes at the meeting; and

8. Amendments. Article XIII, Section B, 1(c) is hereby deleted in its entirety and replaced with the following:

(c) Subject to the general restrictions on amendments set forth above, these Articles may be amended with the approval of (i) two-thirds (66 2/3%) of the Board; and (ii) seventy-five percent (75%) of the votes present (in person or by proxy) at a duly called meeting of the Members at which there is a quorum.

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9. Covenant Running with Venezia Lakes. This First Amendment shall be a covenant running with Venezia Lakes and all Owners shall be bound thereby.

IN WITNESS WHEREOF, the undersigned, being the Declarant under the Articles, has hereunto set its hand and seal this 10<sup>th</sup> day of February, 2003.

DECLARANT:

CARIBE CENTURY BUILDERS JOINT VENTURE, a Florida joint venture

By: CARIBE BUILDERS, LTD., a Florida limited partnership, its managing joint venturer

By: CARIBE BUILDERS CORP., a Florida corporation, its managing general partner

By: [Signature]  
Name: Fernando T. Martinez  
Title: Vice-President  
Date: 2/10/03

STATE OF FLORIDA )  
COUNTY OF Dade )

The foregoing instrument was acknowledged before me this 10 day of February, 2003 by Fernando Martinez as President-Vice of Caribe Builders Corp., a Florida corporation, managing general partner of Caribe Builders, Ltd., a Florida limited partnership, managing joint venturer of Caribe Century Builders Joint Venture, a Florida joint venture, who is personally known to me or who has produced \_\_\_\_\_ as identification.

My commission expires:

[Signature]  
NOTARY PUBLIC, State of Florida at Large

Print Name



Alina M. Oliva  
Commission # DD177005  
Expires Jan. 12, 2007  
Aaron Notary  
1-800-350-5151

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## JOINDER

VENEZIA LAKES HOMEOWNERS ASSOCIATION, INC. ("Association") does hereby acknowledge that it is bound by and subject to this First Amendment to Articles of Incorporation for Venezia Lakes Homeowners Association, Inc. ("First Amendment"). The Association agrees that this joinder is for convenience only, and is not a condition to the effectiveness of such First Amendment as the Association has no right to approve any amendment to or modification of the Declaration.

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal this 10<sup>th</sup> day of February, 2003.

## WITNESSES:

VENEZIA LAKES HOMEOWNERS  
ASSOCIATION, INC., a Florida not-for-profit  
corporation,

[Signature]  
Print Name: Richard J. Bechtold  
[Signature]  
Print Name: JOHN D. HIGBEE

By: [Signature]  
Name: Fernando J. Martinez  
Title: President

(SEAL)

STATE OF FLORIDA           )  
                                      ) SS.:  
COUNTY OF Dade           )

The foregoing instrument was acknowledged before me this 10 day of February, 2003, by Fernando Martinez as President of Venezia Lakes Homeowners Association, Inc., a Florida not-for-profit corporation, who is personally known to me or who has produced \_\_\_\_\_ as identification.

My commission expires:

Alina M. Oliva  
NOTARY PUBLIC, State of Florida at Large  
Print Name \_\_\_\_\_



Alina M. Oliva  
Commission # DB077005  
Expires Jan. 12, 2007  
Arona Notary  
1-800-350-5151

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