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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEB 24 2012

T. ROBERTS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FishHawk Ranch Tract 8 Owners Association, Inc.

DOCUMENT NUMBER: N08000000200

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas J. Panaseny

(Name of Contact Person)

c/o Newland

(Firm/ Company)

1137 Marbella Plaza Drive

(Address)

Tampa, FL 33619

(City/ State and Zip Code)

tpanaseny@newlandco.com; jbrantner@newlandco.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jo Anne Stubblefield

(Name of Contact Person)

at 404 659-6600

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
OF
FISHHAWK RANCH TRACT 8 OWNERS ASSOCIATION, INC.
a Florida not-for-profit corporation

FILED
12 FEB 23 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WHEREAS, FishHawk Ranch Tract 8 Owners Association, Inc. ("**Association**") was formed by filing its Articles of Incorporation with the Florida Department of State on January 7, 2008 ("**Articles**"); and

WHEREAS, pursuant to Article VIII.C. of the Articles, the members of the Association are not entitled to vote on amendments to the Articles at this time; and

WHEREAS, these Articles of Amendment were approved on 2/17, 2012, by unanimous written consent of the Association's directors in lieu of a meeting and consented to by the Declarant (as defined in the Articles), in accordance with Article VIII.C of the Articles and Section 617.1002, *Florida Statutes*; and

NOW, THEREFORE, pursuant to the provisions of Section 617.1006, *Florida Statutes*, this Florida not-for-profit corporation hereby adopts the following amendments to its Articles of Incorporation (*underlining indicates new text, and strike-through indicates deleted text*):

1.

Article II is amended to read as follows:

ARTICLE II
DEFINITIONS

The definitions set forth in the Declaration of Unified Control, Easements, Covenants and Restrictions for FishHawk Ranch – Tract 8 recorded as Instrument No. 2008318895 in the Office of the Clerk of Circuit Court of Hillsborough County, Florida (as it may be amended from time to time, the "Declaration") shall apply to terms used in these Articles. The Declaration, these Articles of Incorporation, and the Bylaws adopted by the Board of Directors of the Association ("Bylaws"), as they may be amended from time to time, are hereinafter collectively referred to as the "Governing Documents." Other capitalized terms used herein shall have the definitions therefor set out in the Declaration.

2.

Article III is amended by revising the first paragraph of that Article to read as follows:

The purpose for which the Association is organized is to provide a not-for-profit corporation to fulfill all of the Association's obligations pursuant to the Governing Documents. The Association is organized and shall exist on a non-stock basis as a corporation not-for-profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer. For the accomplishment of

its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not-for-profit under the laws of the State of Florida, except as expressly limited or modified by the Governing Documents, and it shall have all of the powers and duties reasonably necessary to fulfill its responsibilities and exercise its authority under the Governing Documents, as they may hereafter be amended, including, but not limited to the following:

3.

Article III is further amended by revising paragraph H of that Article to read as follows:

H. To employ accountants, attorneys, architects, property managers, and other professional personnel to assist the Association in fulfilling its responsibilities and exercising its authority under the Governing Documents;

4.

Article IV is amended by revising paragraph A of that Article to read as follows:

A. The Members of the Association are all Owners of Parcels.

5.

Article IV is further amended by revising paragraph C of that Article to read as follows:

C. The Owner(s) of each Parcel, collectively, shall be entitled to one vote per each one-hundredth of an acre of land contained in such Parcel in any Association matters as to which the Owners or members of the Association are entitled to vote under the Governing Documents. In the case of a Parcel which is subdivided or submitted to a condominium form of ownership, the votes attributable to the Parcel shall be reallocated among the Units created thereby as set forth in the Declaration. The manner of exercising voting rights shall be as set forth in the Declaration and Bylaws.

6.

Article VI is amended to read as follows:

ARTICLE VI BYLAWS

The Bylaws of the Association may be altered, amended, or rescinded at any time prior to the Transition Date by the Association's Board of Directors acting without a vote of the membership, with the consent of the Declarant and/or the Southwest Florida Water Management District, if required by the Bylaws. Thereafter, the Bylaws may be altered, amended or rescinded in the manner provided therein.

7.

Article VIII is amended by revising paragraph B of that Article to read as follows:

B. Procedure. Upon any amendment to these Articles being proposed by said Board or members after the Transition Date, such proposed amendment shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.

8.

The Articles are further amended by adding the following new Article immediately following Article XI thereof:

ARTICLE XII
CONFLICTS

In the event of any conflict between the Declaration, these Articles of Incorporation, and/or the Bylaws, the Declaration shall control over the Articles and Bylaws and the Articles shall control over the Bylaws.

[continued on next page]

IN WITNESS WHEREOF, the undersigned officers of the Association certify that the foregoing Articles of Amendment were duly adopted on 2/17, 2012 by unanimous written consent of the Association's Board of Directors in lieu of a meeting thereof and consented to by the Declarant, in accordance with Article VIII.C. of the Articles.

Signed this 17th day of February 2012.

FISHHAWK RANCH TRACT 8 OWNERS
ASSOCIATION, INC.

By: 

Name: Thomas S. Parnas

Its: President

Attest: 

Name: Victor Barzosa

Its: Secretary