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DIVISION OF CORPORATIONS

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
VALENCIA BONITA HOMEOWNERS ASSOCIATION, INC.**

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**SECOND AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
VALENCIA BONITA HOMEOWNERS ASSOCIATION, INC.**

The Articles of Incorporation of the Association were filed with the Secretary of State of Florida on March 23, 2016 under Document Number N16000003102 (the "Articles").

Article XIII, Section B of the Articles provides that after the First Conveyance, and prior to the Turnover Date, the Association's Board of Directors (the "Board") may amend the Articles without the prior written consent of the Members, at a duly called meeting of the Board.

Pursuant to Section 4.15 of the Bylaws of Valencia Bonita Homeowners Association, Inc., any action required or permitted to be taken at a meeting of the Directors may be taken without a meeting if a consent in writing, specifically setting forth the action to be taken, shall be taken by all the Directors entitled to vote with respect to the subject matter thereof and such consent shall have the same force and effect as a unanimous vote of Directors.

As of the date of this Second Amendment to the Articles of Incorporation (the "Amendment"), the First Conveyance has occurred but the Turnover Date has not occurred. Accordingly, the Board unanimously approved the Amendment in writing according to the provisions thereof.

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

*(new language shown by underline, deleted
language shown by ~~strikeout~~,
" * * *" shows unaffected language)*

Article X, Section A of the Articles of Incorporation of Valencia Bonita Homeowners Association, Inc. is hereby amended to provide as follows:

**ARTICLE X
BOARD OF DIRECTORS**

A. The number of Directors on the first Board of Directors of the Association ("First Board") shall be three (3) and shall be increased to four (4), or such greater odd number of not more than seven (7) as determined in the sole discretion of the Declarant, upon the election of one (1) "Purchaser Member" (as hereinafter defined) to the Board in accordance with section 720.307(2) of the HOA Act. ~~and the "Initial Elected Board"~~ (as hereinafter 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 an odd number of no less than three (3) nor more than seven (7). The Board shall determine the number of Directors to comprise the Board prior to each meeting at which Directors are to be elected. Except for the Declarant-appointed Directors, Directors must be Members or the parents, children or spouses of Members. Except that if a Lot is owned by an entity and not an individual, such entity may only appoint a partner, shareholder, member, manager, director or officer of such entity or any

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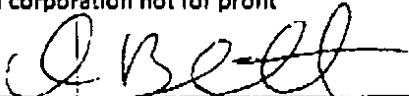
of its constituent entities on its behalf to be eligible to serve on the Board and/or as an Officer. Each Director shall have only one (1) vote.

* * *

As there are no members entitled to vote on the amendment, by a unanimous consent in writing, members of the Board of Directors of the Association then in office adopted the foregoing amendment to the Articles of Incorporation.

This Second Amendment to the Articles of Incorporation has been executed and is adopted as of the 19th day of June, 2017.

VALENCIA BONITA HOMEOWNERS ASSOCIATION, INC., a
Florida corporation not for profit

By: 

Name: Dianna Betancourt

Title: President

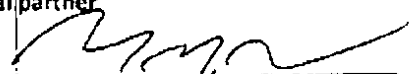
JOINDER AND CONSENT OF DECLARANT

The undersigned, BONITA SPRINGS ASSOCIATES I, LLLP, a Florida limited liability limited partnership, being the Declarant under the Declaration, hereby acknowledges its consent to the adoption and effectiveness of the foregoing Second Amendment to the Articles of Incorporation of Valencia Bonita Homeowners Association, Inc. pursuant to Article XIII, Section F of the Articles.

DECLARANT:

BONITA SPRINGS ASSOCIATES I, LLLP, a Florida limited
liability limited partnership

By: Bonita Springs I Corporation, a Florida corporation,
its general partner

By: 

Name: Richard M. Norwalk

Title: Vice-President