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

*Amnd*

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THIRD 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 Third 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)*

1. Unless otherwise defined herein, each initial capitalized term used herein, but not otherwise defined, shall have the same meaning given to such term in the Declaration.
2. Article IV, Section C.6. of the Articles is hereby amended to provide as follows:

ARTICLE IV  
POWERS

\* \* \*

6. To employ personnel, retain independent contractors and professional personnel, and enter into service contracts to provide for the administration, operation, maintenance, financing, repairing, replacing, management and leasing of the Association Property and to enter into any other agreements consistent with the purposes of the Association, including, but not limited to, agreements with respect to professional management of the Association Property and to delegate to such professional manager certain powers and duties of the Association. Prior to the Turnover Date, the President of the Board shall have the inherent authority to enter into contracts and agreements on behalf of the Association without a meeting of the Directors, so long as the monetary amounts to be paid by the Association pursuant to the contracts and agreements do not exceed the amounts therefor as set

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forth in the then-adopted operating Budget of the Association, as amended from time to time.

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3. The following is hereby added to the end of Article IV, Section C.12. of the Articles:

The provisions of this Section 12 may not be amended or revoked (in whole or in part) without the prior written consent of Declarant, which consent may be withheld or delayed in Declarant's sole and absolute discretion.

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 Third Amendment to the Articles of Incorporation has been executed and is adopted as of the 17<sup>th</sup> day of January, 2018.

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

By:   
Name: Dianna Betancourt  
Title: President

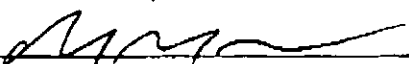
**JOINDER AND CONSENT OF DECLARANT**

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 Third 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