

N 9300003972

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

WATERFORD RIDGE PROPERTY OWNERS' ASSOCIATION, INC.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$43.75

AMEND
\$29.20

6

May 17, 2002

WATERFORD RIDGE PROPERTY OWNERS' ASSOCIATION, INC.
24301 WALDEN CENTER DRIVE
SUITE 300
BONITA SPRINGS, FL 34134US

SUBJECT: WATERFORD RIDGE PROPERTY OWNERS' ASSOCIATION, INC.
REF: N93000003972

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If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H02000139919
Letter Number: 202A00031787



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet. *Need to state that the number of votes was sufficient for approval.*
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Karen Gibson
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
WATERFORD RIDGE PROPERTY OWNERS' ASSOCIATION, INC**

FILED
02 MAY 20 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Waterford Ridge Property Owners' Association, Inc., a Florida not-for-profit corporation ("Association"), having charter number N9300003972 and having filed its Articles of Incorporation with the Florida Department of State on September 1, 1993, under its corporate seal and through the signature of its President and Secretary, hereby certifies that a majority of the votes of each class of membership in the Association cast at a meeting of the Association membership duly called and noticed in accordance with the Association's By-Laws on April 25, 2002, and the number of votes was sufficient for approval. approved the following resolution amending the Articles of Incorporation, all pursuant to and in accordance with the procedure for amending said Articles of Incorporation as set forth in Article X thereof:

RESOLVED, that Article III, Section B of the Articles of Incorporation shall be revised to read as follows:

B. Classes of Membership and Voting. There is only one class of membership, that being Class A membership. Class A members shall be all Homeowners, including the Developer so long as such Developer is a Homeowner. Subject to the provisions of Section A of this Article, Class A members are entitled to cast one vote for each Lot owned. There shall be no cumulative voting for Directors or any other matters.

FURTHER RESOLVED, that the first paragraph of Article VI of the Articles of Incorporation shall be revised to read as follows:

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of not less than three (3) nor more than seven (7) individuals, the precise number to be fixed in the By-Laws or by the Board of Directors of the Association from time to time. Directors shall be elected for one year terms by the members at the annual members' meeting, to be held as scheduled by the Board of Directors in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Association, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, a Vice President, and a Secretary-Treasurer of the Association, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association. Such officers are to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be Directors. Officers and Directors must be members of the Association. Any individual may hold two (2) or more corporate offices except the offices of President and Secretary-Treasurer may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Association. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Association.

FURTHER RESOLVED, that the second paragraph of Article VI of the Articles of Incorporation is deleted in its entirety.

FURTHER RESOLVED, that Article IX of the Articles of Incorporation shall be revised to read as follows:

The By-Laws of the Association shall be adopted by the initial Board of Directors, as constituted under Article VIII above, at the organizational

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meeting of the Board. Thereafter the By-Laws may be altered, amended, or rescinded by the affirmative vote of two-thirds (2/3) of the Board of Directors, and after notice to the members, by the majority vote of Class A members present at any regular or special meeting of the membership.

FURTHER RESOLVED, that Article X of the Articles of Incorporation shall be revised to read as follows:

A. Amendments to these Articles of Incorporation shall be made in the following manner:

(a) The Board of Directors shall adopt a resolution setting forth a proposed amendment and directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be affected thereby shall be given to each member of record entitled to vote thereon within the time and in the manner provided by Florida Statutes for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of all members entitled to vote thereon.

B. Any number of amendments may be submitted to the members and voted upon by them at one meeting.

C. Notwithstanding anything herein to the contrary, no amendment to these Articles of Incorporation shall be valid which:

(a) affects any of the rights and privileges provided to the Developer without the written consent of the Developer as long as the Developer shall own any lots in the Community; and

(b) constitutes a material change, without the prior written approval of the First Mortgagees of the Lots representing at least fifty-one percent (51%) of the votes of Lots that are subject to First Mortgages and sixty-seven percent (67%) of the Class A members. For the purposes of this Article, a material change to these Articles of Incorporation shall be deemed any change concerning:

(1) voting rights;

(2) increases in assessments that raise the previous assessment by more than twenty-five percent (25%), assessment liens, or subordination of assessment liens;

(3) reductions in reserves for maintenance, repair and replacement of Common Properties;

(4) responsibility for maintenance and repairs;

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- (5) reallocation of interest in the general or limited Common Properties, or rights to their use;
- (6) boundaries of any Lot;
- (7) convertibility of Lots into Common Properties or vice versa;
- (8) hazard or fidelity requirements;
- (9) leasing of Lots;
- (10) imposition of any restrictions on an Owner's right to sell or transfer his or her Unit or Lot; or
- (11) any provisions which expressly benefit First Mortgagees, Insurers or Guarantors.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name by its President and its corporate seal to be affixed hereunto and attested by its Secretary to be effective as of April 25, 2002.

WATERFORD RIDGE PROPERTY OWNERS' ASSOCIATION, INC.

By: Peter Brock
Peter Brock, President

(Corporate Seal)

Attest: Hugh Howarth
Hugh Howarth, Secretary

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25th day of APRIL, 2002, by Peter Brock and Hugh Howarth, as President and Secretary, respectively, of Waterford Ridge Property Owners' Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me or have produced _____ as identification.

My Commission Expires: July 26, 2005

(AFFIX NOTARY SEAL)



Dana Lin Phillips
(Signature)
Name: DANA LIN PHILLIPS
(Legibly Printed)
Notary Public, State of Florida

DD 045099
(Commission Number, if any)

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