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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
ESPLANADE GOLF & COUNTRY CLUB AT LAKEWOOD RANCH  
INC**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
| Certified Copy        | 1       |
| Page Count            | 03      |
| Estimated Charge      | \$52.50 |

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**CERTIFICATE OF SECOND AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
ESPLANADE GOLF & COUNTRY CLUB AT LAKEWOOD RANCH, INC.  
(A Florida corporation not for profit)**

Pursuant to Chapter 617.1006 of the Florida Not For  
Profit Corporation Act

FILED  
20 JAN 31 AM 11:42  
CLERK OF DISTRICT COURT  
MANATEE COUNTY FLORIDA

Timothy ("Tim") Martin, Secretary of ESPLANADE GOLF & COUNTRY CLUB AT LAKEWOOD RANCH, INC., a Florida corporation not for profit ("Club"), does hereby certify under the seal of the Club as follows:

1. The Club was originally incorporated on October 3, 2011, Document Number N11000009330, under Chapter 617 of the laws of the State of Florida.
2. The Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Esplanade Golf & Country Club at Lakewood Ranch was recorded on September 6, 2013, in Official Records Book 2489, Page 2080, *et. seq.*, of the Public Records of Manatee County, Florida.
3. The Articles of Incorporation were previously amended by that certain Certificate of Amendment to Articles of Incorporation of Esplanade Golf & Country Club at Lakewood Ranch, Inc., recorded November 11, 2018, as Instrument #201841110074 of the Public Records of Manatee County, Florida.
4. Article XIII, Section B, of the Articles provides that after the First Conveyance and prior to the Turnover Date the Articles may be amended solely by a majority vote of the Board, without the prior written consent of the Members, at a duly called meeting of the Board.
5. The Board of Directors of the Club is desirous of further amending the Articles as provided herein.
6. The effective Turnover Date has not yet occurred.
7. The following Amendments were adopted by the Board of Directors by Written Consent in Lieu of Meeting on December 12, 2019, and there are no members entitled to vote on the Amendment.

NOW, THEREFORE, the Articles are hereby amended as follows:

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1. Article X, Section F, is hereby amended to read in its entirety as follows:

F. At the Initial Election Meeting, Golf Members shall elect three (3) Directors, the Club Members and Original Resident Members shall elect three (3) Directors and Declarant, until the Declarant's Resignation Event, shall be entitled to (but not obligated to) designate one (1) Director, or if Declarant elects not to designate a Director, one (1) Director shall be elected at large (same constituting the "Initial Elected Board"). Declarant reserves and shall have the right, until the Declarant's Resignation Event, to name the successor, if any, to any Director it has so designated. The at large Director shall always be elected for a two (2) year term.

Any Club Member candidate or Golf Member candidate running for the at large Director position shall be prohibited from running for any other Director position in the same election.

At the Initial Election Meeting a "staggered" term of office shall be created as follows: The two (2) Club Member candidates receiving the highest number of votes shall be elected to a two (2) year term and the Club Member candidate receiving the third highest number of votes shall be elected to a one (1) year term.


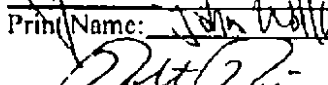
At the Initial Election Meeting a "staggered" term of office shall be created as follows: The two (2) Golf Member candidates receiving the highest number of votes shall be elected to a two (2) year term and the Golf Member candidate receiving the third highest number of votes shall be elected to a one (1) year term.

At each Annual Members' Meeting thereafter, as many Directors of the Club shall be elected as there are Directors whose regular term of office expires at such time, and the term of office of the Directors so elected shall be for two (2) years, expiring when their successors are duly elected and qualified.

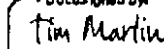
(words struck-through are deleted; words bolded and double-underlined are added)

IN WITNESS WHEREOF, this Certificate of Second Amendment has been executed by the Secretary of the Club and is effective as of the 12<sup>th</sup> day of December, 2019.

WITNESSES:

  
Print Name: John Willard  
  
Print Name: ROBERT PRICE

ESPLANADE GOLF & COUNTRY CLUB  
AT LAKEWOOD RANCH, INC.  
a Florida not-for-profit corporation

By:   
Timothy ("Tim") Martin, Secretary

(CORPORATE SEAL)

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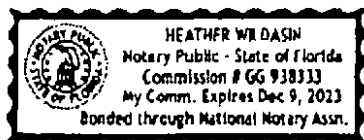
STATE OF FLORIDA  
COUNTY OF SARASOTA )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Timothy ("Tim") Martin, as Secretary of ESPLANADE GOLF & COUNTRY CLUB AT LAKEWOOD RANCH, INC., a Florida not-for-profit corporation, freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true corporate seal of said corporation, who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this \_\_\_\_\_ day of December 12, 2019.

My Commission Expires:

Heather Wildasin  
Print Name: Heather Wildasin



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20 JAN 31 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA