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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
TAMAYA MASTER OWNERS' ASSOCIATION, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
TAMAYA MASTER OWNERS' ASSOCIATION, INC.**

THESE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF TAMAYA MASTER OWNERS' ASSOCIATION, INC. (this "Amendment") are made effective as of April 7, 2015 by TAMAYA MASTER OWNERS' ASSOCIATION, INC., a not for profit corporation ("Master Association").

Recitals

1. Tamaya Loan Acquisition, LLC, a Florida limited liability company, is the developer ("Developer") under that certain Declaration of Covenants, Conditions, Restrictions and Easements for Tamaya recorded on June 28, 2013 in Official Records Book 16431, page 361, of the public records of Duval County, Florida, as amended from time to time (collectively, the "Master Declaration").
2. The Articles of Incorporation of the Master Association, Inc. (the "Articles") are attached as Exhibit "B" to the Declaration.
3. Pursuant to Article 13 of the Articles, until Turnover, the Developer has the exclusive right to to amend or repeal any of the provisions of the Articles or any amendments thereto without the consent of any other Member or Institutional Mortgagee.
4. As of the date hereof, Turnover has not occurred.
5. The Developer wishes to amend the Articles to modify the same as set forth in this Amendment.

Amendment

In consideration of the foregoing, the Developer hereby amends the following provisions of the Articles:

1. Section 6.3 of the Articles is amended and restated in its entirety to read as follows:

6.3 Classes of Members / Voting.

(a) Classes of Voting Members. Initially, the Master Association shall have the following two (2) classes of voting membership:

- (i) Class A Members: Class A Members shall be all Owners of Single Family Residences within Parcels B, C/D, F and

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G/H, with the exception of the Developer (as long as the Class C Membership shall exist, and thereafter, the Developer shall be a Class A Member to the extent it would otherwise qualify).

(ii) Class B Member: Intentionally deleted.

(iii) Class C Member: The Developer; the Class C Membership shall exist until the occurrence of the earlier of the following events ("Turnover"):

(1) Three (3) months after ninety percent (90%) of the Lots and Parcels in the Property that will ultimately be operated by the Master Association have been conveyed to members other than the Class B member.

(2) Such earlier date as Developer, in its sole discretion, may determine in writing.

(3) After Turnover, the Developer will be a class Member with respect to the Lots or Parcels which it owns and shall have all rights and obligations of that class membership, except that it may not cast its votes for the purpose of reacquiring control of the Master Association.

Fractional voting shall not be allowed.

(b) Voting.

(i) From and after the termination of the Class C Membership, each Class A Member shall have one (1) vote for each Single Family Residence owned by such Member.

(ii) Class B - Not applicable.

(iii) Class C - Developer Voting. Until Turnover, the Developer shall have the number of votes equal to the total number of collective votes assigned to the Class A Members, from time to time, plus one (1) vote. After Turnover, the Developer shall be allocated one (1) vote for each Lot owned by Developer.

(c) Additional Voting Rights Classes. In recognition of the different character and intended use of any property annexed into this Master Declaration by way of a Supplemental Declaration, Developer may, in the Supplemental Declaration, create additional classes of membership for the owners of Parcels within the annexed property made subject to this Master Declaration or may create specific voting rights. These classes shall have such rights, privileges, and obligations as specified in such Supplemental Declaration.

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(d) Non-Voting Members. All Members not specifically classified as a Voting Member in these Articles shall be a non-voting Member, including without limitation the Owner(s) from time to time of Parcels A, E-1, E-2, E-3 and J/K.

(e) All votes shall be exercised or cast in the manner provided by the Declaration and Bylaws.

2. Article 13 of the Articles is amended to read in its entirety as follows:

Until Turnover and subject to the reasonableness standard set forth in Section 720.3075(5), Florida Statutes, Developer reserves the exclusive right to amend or repeal any of the provisions of these Articles of Incorporation or any amendments hereto without the consent of any other Member or Institutional Mortgagee. After turnover, the Master Association shall have the right to amend or repeal any of the provisions contained in these Articles or any amendments hereto, provided, however, that any such amendment shall require (i) the approval of not less than a majority of the members of the Board at a duly noticed meeting of the Board of Directors at which a quorum is present in person or by proxy or (ii) the unanimous written consent of the members of the Board without a meeting. Amendments to these Articles need only be filed with the Secretary of State and do not need to be recorded in the public records of the County. Within thirty (30) days after recording an amendment, the Master Association shall provide a copy of the amendment to each Lot Owner, Parcel Owner and Sub-Association.

3. Except as specifically modified herein, the Articles shall remain in full force and effect in accordance with their terms.

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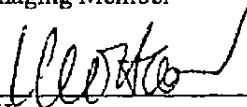
The foregoing Articles of Amendment to Articles of Incorporation were approved and adopted on April 7, 2015.

TAMAYA LOAN ACQUISITION, LLC,
a Florida limited liability company

By: Tamaya Property Holdings, LLC,
a Florida limited liability company
Its Managing Member

By: HC Tamaya Holdings, LLC,
a Florida limited liability company
Its Managing Member

By: FT Jacksonville Investment, LLC
a Florida limited liability company
Its Managing Member

By: 
M.D. Haas
Chief Development Officer

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