

**N16000003478**

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
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**ARTICLES OF AMENDMENT TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
COPPERLEFE PROPERTY OWNERS ASSOCIATION, INC.**

Doc #: N16000003478

**COPPERLEFE PROPERTY OWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation ("Corporation"), having charter number N16000003478, and having filed its Amended and Restated Articles of Incorporation with the Florida Department of State on July 12, 2016, under the signature of its President of the Corporation following approval by the board of directors on June 28, 2016, hereby declares that the Amended and Restated Articles of Incorporation are amended in the following manner:

1. Article V is amended to read as follows:

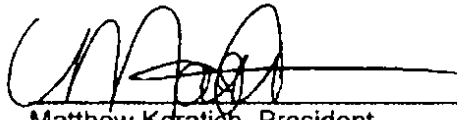
The affairs of the Association shall be managed by its Board of Directors, which shall consist of not less than 3 nor more than 7 individuals, the precise number to be fixed in the By-Laws or by the Board of Directors from time to time. Directors shall be elected for one year terms by the Members at 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, and shall hold office until their respective successors are duly elected and qualified; provided, however, that Declarant shall be entitled to solely appoint all members of the Board of Directors prior to Transfer of Control. The Board shall elect a President, a Vice President, and a Secretary-Treasurer, 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 except with respect to those who are elected by Declarant. Any individual may hold 2 or more corporate offices, except that 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.

Notwithstanding the foregoing, the Class B Members shall have the right to elect all Directors as long as there shall be Class B membership, except that Class A Members shall be entitled to elect at least one member of the Board of Directors (but not a majority of the directors until Transfer of Control has occurred) if 50% of the Lots, Units or Parcels in all phases of the Community which will ultimately be operated by the Association have been conveyed to the Class A Members.

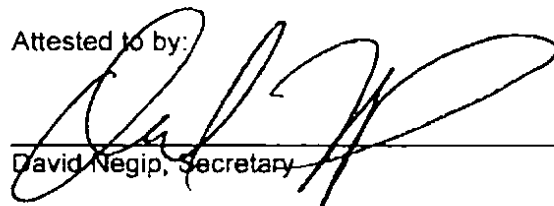
The foregoing amendment was approved by not less than a majority of the members of the Corporation's Board of Directors, in accordance with the requirements of Article IX of the Amended and Restated Articles of Incorporation, at a meeting duly called and noticed in accordance with the Association's By-Laws and held on the 14 day of February, 2019.

Dated this 14 day of February, 2019.

**Copperlefe Property Owners Association, Inc.**

  
Matthew Koratich, President

Attested to by:

  
David Negip, Secretary