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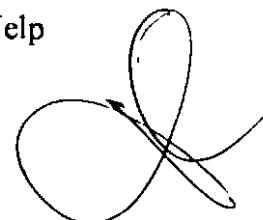
**COR AMND/RESTATE/CORRECT OR O/D RESIGN
WATERLIN MASTER PROPERTY OWNER'S ASSOCIATION, INC.**

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
WATERLIN MASTER PROPERTY OWNER'S ASSOCIATION, INC.**

WATERLIN MASTER PROPERTY OWNER'S ASSOCIATION, INC., a not for profit corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby certifies as follows:

The following resolution was adopted on October 30, 2024, amending the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation filed with the Department of State of Florida be deleted in its entirety and replaced as hereinafter set forth:

"This corporation does not contemplate pecuniary gain or profit, direct or indirect to its members, and its primary purposes are:

Section 1. To promote the health, safety and, social welfare of the owners of all Lots located within Waterlin, a planned community within Osceola County, Florida (the "Community");

Section 2. To maintain all portions of the Community and improvements thereon for which the obligation to maintain and repair has been delegated to the corporation by the Declaration which is to be recorded in the public records of Osceola County, Florida;

Section 3. To contract for the operation and maintenance of the Common Area or Surface Water Drainage and Management System and to delegate any powers and duties of the Association in connection therewith, except such as specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association;

Section 4. To operate and maintain the Surface Water Drainage and Management System, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas. Moreover, the Association shall operate, maintain, and manage the Surface Water Drainage and Management System in a manner consistent with the District Permit requirements and applicable District rules and regulations, and the terms and conditions of the Declaration (including enforcement provisions) which relate to the Surface Water Drainage and Management System. Additionally, the Association shall levy and collect adequate Assessments against Members for the cost of maintenance and operation of the Surface Water Drainage and Management System;

Section 5. To exercise all rights and powers of a non-profit corporation permitted by Chapter 617, Florida Statutes; and

Section 6. To exercise any other powers necessary and proper for the governance and operation of the Association, including those powers set forth in the Declaration."

RESOLVED, that Article IX, (b) of the Articles of Incorporation filed with the Department of State of Florida be deleted in its entirety and replaced as hereinafter set forth:

"(b) Class "B". The sole Class "B" Member shall be the Declarant, or the express assigns or successors in interest of Declarant. The rights of the Class "B" Member, including the right to approve or withhold approval of actions proposed under this Declaration and the By-Laws, are specified elsewhere in the Declaration and the By-Laws. The Class "B" Member may appoint a majority of the members of the Board prior to the Turnover Date. Following the Turnover Date, the Declarant shall have a right to disapprove actions of the Board and committees as provided in the By-Laws. Additionally, prior to the Turnover Date, the Class "B" Member shall be entitled to ten (10) votes for each Lot owned plus one hundred (100) votes for each acre of un-platted land owned by the Class "B" Member. After the Turnover Date, the Declarant shall be entitled to one (1) vote for each Lot owned, and shall be entitled to all rights and privileges associated with Class "A" membership in addition to all rights reserved to the Declarant as enumerated in the Declaration, these Articles of Incorporation, and the By-Laws.

The Class "B" Member shall terminate upon the earlier of (the "Turnover Date"):

(i) Three (3) months after ninety percent (90%) of the Lots in the Community that will ultimately be operated by the Association have been conveyed to Lot Owners other than Declarant, as provided in the Declaration.

(ii) Twenty (20) years after the date on which the Declaration is recorded in the public records of Osceola County, Florida; or

(iii) When, in its discretion, the Declarant so determines and declares in a recorded instrument; or

(iv) Upon the Declarant abandoning or deserting its responsibility to maintain and complete the amenities or infrastructure as disclosed in the governing documents of the Community; or

(v) Upon the Declarant filing a petition seeking protection under Chapter 7 of the federal Bankruptcy Code; or

(vi) Upon the Declarant losing title to the Property through a foreclosure action or the transfer of a deed in lieu of foreclosure, unless the successor owner has accepted an assignment of developer rights and responsibilities first arising after the date of such assignment; or

(vii) Upon a receiver for the Declarant being appointed by a circuit court and not being discharged within thirty (30) days after such appointment, unless the court determines within thirty (30) days after such appointment that transfer of control would be detrimental to the Association or its members."

All undefined terms appearing in initial capital letters herein shall have the meaning ascribed to them in that certain Declaration of Easements, Covenants and Restrictions for WATERLIN MASTER PROPERTY OWNER'S ASSOCIATION, INC. (the "Declaration"), as it may be amended from time to time.

WHEREUPON, on this 30th day of October, 2024, the Corporation has caused its duly authorized officer to execute these Articles of Amendment to Articles of Incorporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

**WATERLIN MASTER PROPERTY
OWNER'S ASSOCIATION, INC.,**
a Florida not for profit corporation

By: Reed Berlinsky
Reed Berlinsky, President

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