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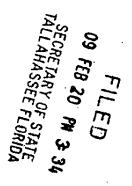
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712 Shamrock Blvd. Venice, FL 34293 SHARON S. VANDER WULP, P.A.

Condominium and
Homeowners' Association
Representation
Real Estate
Wills
Probate
Landlord/Tenant
Circuit Civil Mediation

941.492.2100 phone 941.492.3116 fax

February 18, 2009

Secretary of State Corporate Records Bureau P.O. Box 6327 Tallahassee, FL 32314

RE: Certificate of Amendment to the Amended and Restated Articles of

Incorporation of The Gondola Park Master Association, Inc.

Our File No.

Dear Sirs:

Enclosed please find a Certificate of Amendment to the Amended and Restated Articles of Incorporation in regards to the above referenced Association. Also enclosed is our check in the amount of \$43.75 representing the fee for the filing and certified copy.

Please return a certified copy of the Certificate of Amendment to the Amended and Restated Articles of Incorporation to my attention after filing.

Thank you for your assistance in this matter. If you have questions or need additional information, please do not hesitate to contact our office.

Very truly yours,

Lisa M. Guttman, CP, FRP

Paralegal for Sharon S. Vander Wulp

encl.

cc: The Gondola Park Master Association, Inc.

This instrument prepared by: Sharon S. Vander Wulp Attorney at Law 712 Shamrock Blvd. Venice, FL 34293



CERTIFICATE OF AMENDMENT TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION

THE GONDOLA PARK MASTER ASSOCIATION, INC., its address being c/o Argus Property Management, Inc., 181 Center Rd., Venice, FL 34285, Sarasota County, by the hands of the undersigned hereby certify that:

The Gondola Park Residential Master Covenants are recorded in Official Record Book 1989, Page 2103, et seq., as amended, of the Public Records of Sarasota County, Florida. The following amendments to the Articles of Incorporation were submitted to the entire membership of the Board of Directors at its meeting called and held on the 10th day of February, 2009, and approved by affirmative vote in excess of 50% of the total voting interests of the entire membership of the Board of Directors as required by the Articles of Incorporation. It is noted for the record that there is no mortgage recorded upon the Common Area and consequently there is not attached to this Certificate a joinder of mortgagee as referenced in Article 9.2 of these Articles.

- Article 5, Board of Directors, is hereby amended to read as follows:

 5.1 Board of Directors. The affairs of the Association shall be managed by the Board of Directors consisting initially of three (3) five (5) Directors. The number of Directors comprising succeeding boards of directors shall be as provided from time to time in the Bylaws of the Association; but in no event shall there be less than three (3).
 - 5.2 Members. Each Director shall be a member of either the Courtyards At Gondola Park or the Residences At Gondola Park &

Member Association provided, however, that any Director who is a representative of the Developer need not be a Member of the such Member Association.

5.3 <u>Election of Directors, Staggered Board Terms</u>. Subject to the rights of Developer, reserved in the Bylaws of the Master Association, the Board of Directors shall be composed of the presidents of the respective condominium, cooperative, or property associations in the Project.

Commencing with the 2009 Annual Members' Meeting, at which five (5) Directors will be elected, the Election of Directors shall proceed as follows:

- 1. The president of the Courtyards At Gondola Park, a member Association, shall be a permanent non-elected member of the Board.
- 2. The president of the Residences At Gondola Park, a member Association, shall be a permanent non-elected member of the Board.
- 3. The members of The Courtyard At Gondola Park shall elect one (1) director who shall serve for a one (1) year term.
- 4. The members of The Residences At Gondola Park shall elect two (2) directors. The director obtaining the highest number of votes shall serve a two (2) year term and the director obtaining the second highest number of votes shall serve a one (1) year term.
- 5. At each Annual Members' Meeting thereafter, the three director seats available for election shall be filled as follows:
- (a) In even numbered years the members of The Courtyards At Gondola Park shall elect two (2) directors. The director obtaining the highest number of votes shall serve a two (2) year term and the director obtaining the second highest number of votes shall serve a one (1) year term.
- (b) In odd numbered years the members of The Residences At Gondola Park shall elect two (2) directors. The director obtaining the highest number of votes shall serve a two (2) year term and the director obtaining the second highest number of votes shall serve a one (1) year term.

- 6. The process for Election of Directors as outlined above was approved by an affirmative vote of not less than a majority of the voting members and replaces the election of director process contained in The Condominium Act.
- 5.4 Voting for Election of Director. The vote taken for Election of Directors for this Master Association shall occur, when necessary, at the Annual Members' Meeting at the respective Member Association. The members of that Member Association shall cast their ballot for this election in the manner required by The Condominium Act.
- 5.54 First Board of Directors. The names and addresses of the first Board of Directors who shall hold held office until their successors are were elected and qualified, or until removed, are as follows:

Name

Name		Address	
1.	Robert Mansell	200 Capri Isles Blvd., Venice, FL 34292	
2.	Bill Hildebrandt	200 Capri Isles Blvd., Venice, FL 34292	
3.	Nicholas Toms	200 Capri Isles Blvd., Venice, FL 34292	

Address

- 2. Article 9, Amendment to Articles of Incorporation, is hereby amended to read as follows:
 - 9.1 <u>Amendments</u>. These Articles may be altered, amended or repealed upon the a majority vote of the <u>Board of Directors taken</u> at a properly called <u>Board of Director's meeting representing a majority of the assessment shares.</u> No amendment affecting the rights of <u>Developer shall be effective without the prior written consent of Developer.</u>
 - 9.2 <u>Limitation on Amendments</u>. No amendment-shall make any changes in the qualifications for membership nor the voting right of Members, nor any change in Section 3.2 of Article III or Section 5:3 of Article V., without approval in writing by all Members and the joinder of all record owners of mortgages upon The Common Area. No amendment shall be made that is in conflict with Chapter 617, Florida Statutes:
 - 9.24 <u>Certification</u>. A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Sarasota County, Florida.

•	IN WITNESS WHEREOF, said be signed in its name by its Presid	d Association has caused this ent, this day of <u>Nove</u>	n ber, 2008 .
	ATTEST:	THE GONDOLA PARK MAST ASSOCIATION, INC.	bruary 2009 IER
	By: Surford Ble., Secretary	By: David Mains	, President
	WITNESSES:		
	Kondolla Kon		
	STATE OF FLORIDA COUNTY OF SARASOTA		
	I HEREBY CERTIFY that for the State of Florida at large, personal and James Swafford MASTER ASSOCIATION, INC., and the officers of said corporation; and they exto the Articles of Incorporation on beh corporate seal of said corporation; that of Amendment to the Articles of Incorporation and deed of said corporation. They their driver's licenses as identification	, as Secretary, of THE GOI ey acknowledged before me that decuted the foregoing Certificate alf of said corporation, and affix they are authorized to execute so pration and that the execution the y are personally known to me or h	As President NDOLA PARK they are such of Amendment ed thereto the aid Certificate reof is the free
,		official seal at Sarasota County BRUNRY 3009. MUNUSLAMINE	, Florida this
		Rrinted Name of Notary: DENUSE NORME N. Notary Public Commission #	969
	My Commission Expires: 4/20	Marine Profit	MARIE MAJKA - State of Florida Empires Agr 20, 2012 on # 00 771969