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**PREPARED BY AND RETURN TO:
JAY STEVEN LEVINE LAW GROUP
2500 North Military Trail, Suite 283
Boca Raton, Florida 33431
(561) 999-9925**

**CERTIFICATE OF AMENDMENT TO THE DECLARATION OF CONDOMINIUM OF
BAYPORT CONDOMINIUMS, BY AMENDING THE ARTICLES OF
INCORPORATION AND BY-LAWS OF BAYPORT CONDOMINIUMS ASSOCIATION
OF BREVARD, INC., WHICH ARE EXHIBITS THERETO**

WHEREAS, the Declaration of Condominium of Bayport Condominiums with exhibits was recorded in Official Record Book 5383, at Page 5692, Public Records of Brevard County, Florida;

WHEREAS, Article XIII of the Articles of Incorporation provides that the Articles may be amended by the vote of not less than a majority of the entire membership of the Board of Directors and by not less than a majority of the voting interests of the entire membership of the Association;

WHEREAS, Article 8 of the By-Laws provides that the By-Laws may be amended by a vote of not less than a majority of the entire membership of the Board of Directors and by not less than a majority of the voting interests of the entire membership of the Association;

WHEREAS, on September 13 2011, not less than a majority of the entire membership of the Board of Directors approved of the amendments to the Articles of Incorporation and By-Laws in the particulars as set forth in Exhibits "1" and "2" to this certificate;

WHEREAS, at a membership meeting held on November 30, 2011, a majority of the voting interests of the entire membership of the Association voted to approve of the amendments to the Articles and By-Laws in the particulars as set forth in Exhibits "1" and "2" to this certificate;

WHEREAS, the certificate of amendment to the Articles of Incorporation shall be filed with the Secretary of State and then the certificate and Exhibits "1" and "2" shall be recorded in the Public Records of Brevard County, Florida.

NOW, THEREFORE, the Declaration of Condominium, by amending the Articles of Incorporation and By-Laws shall be amended in the particulars as stated in Exhibits "1" and "2" attached hereto; these amendments shall run with the real property known as Bayport Condominiums, and shall be binding on all parties having any right, title, or interest in the said real property or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner thereof; and except as otherwise amended hereby, the Articles of Incorporation and By-Laws shall remain unchanged and in full force and effect.

CERTIFICATE OF ADOPTION OF AMENDMENTS

WE HEREBY CERTIFY that the amendments attached to this Certificate have been approved by the votes required by the Articles of Incorporation and By-Laws.

DATED this 14 day of January, 2012.

WITNESSES:

Arlene V. DeWitt

Print: Arlene V. DeWitt

Jennifer Teufer

Print: Jennifer Teufer

**BAYPORT CONDOMINIUMS
ASSOCIATION OF BREVARD, INC.**

By: James P. Murphy
President

Print Name: James P. Murphy

STATE OF FLORIDA)

COUNTY OF Brevard)

) SS:

I HEREBY CERTIFY that on the 14 day of January, 2012 before me personally appeared James P. Murphy as President of **BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC.**, who is personally known to me and who did not take an oath and who executed the aforesaid Certification as his/her free act and deed as such duly authorized officer; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

WITNESS my signature and official seal, in the County of Brevard, State of Florida, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: Jennifer M Teufer
My commission expires: 10/21/2014



WITNESSES:

Arline V. DeWitt
Print: Arline V. DeWitt
Jennifer Teufer
Print: Jennifer Teufer

BAYPORT CONDOMINIUMS
ASSOCIATION OF BREVARD, INC.

By: Ronald H. Girard
Secretary
Print Name: Ronald H. Girard

STATE OF FLORIDA)
COUNTY OF Brevard) SS:

I HEREBY CERTIFY that on the 14 day of January, 2012 before me personally appeared Donald H. Girard as Secretary of BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC., who is personally known to me and who did not take an oath and who executed the aforesaid Certification as his/her free act and deed as such duly authorized officer; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

WITNESS my signature and official seal, in the County of Brevard State of Florida, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: Jennifer M Teufer
My commission expires:

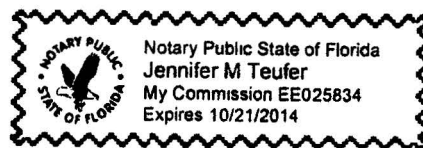


Exhibit "1"

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF BAYPORT
CONDOMINIUMS ASSOCIATION OF BREVARD, INC.**

As used herein the following shall apply:

- A. Words in the text which are lined through with hyphens (—) indicate deletions from the present text.
- B. Words in the text which are underlined indicate additions to the present text.

I. Articles of Incorporation

1. Article XII of the Articles of Incorporation shall be amended to read as follows:

"Article XII

Amendments

A. Any amendment or amendments to these Articles of Incorporation may be proposed by the Board of Administration of the Association acting upon a vote of the majority of the directors then serving, or by the members of the Association owning a majority of the condominium units in the condominium, whether meeting as members or by instrument in writing signed by them. ~~Upon any amendment or amendments to these Articles being proposed by said Board of Administration or members, such proposed amendment or amendments shall be transmitted to the President of the Association or other officer of the Association in the absence of the President, who shall thereupon call a special meeting sixty (60) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the Secretary to give to each member written or printed notice of such meeting, stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed or presented personally to each member not less than ten (10) days nor more than thirty (30) days before the date set for such meeting. If mailed, the notice of the membership meeting shall be sent by certified mail, return receipt requested, which mailing shall be deemed notice. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the Association, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member.~~

B. ~~At such meeting,~~ In order for any amendment to be effective, the amendment or amendments proposed must be approved by an affirmative

vote of a majority of the Directors then serving (which approval shall be effective upon the Board proposing the amendment as provided for in Article XII.A above), and by of the members owning a majority of the condominium units in the condominium not less than a majority of the voting interests of those members of the Association present in person and by proxy at a members meeting, with quorum present in order for such amendment or amendments to become effective. Thereupon, such amendment or amendments of these Articles shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of Florida; and upon the registration of such amendment or amendments with the Secretary of State, a certified copy thereof shall be recorded in the Public Records of Brevard County, Florida, ~~within ten (10) days from the date on which the same are so registered.~~ No amendment is valid until it is recorded in the Public Records. At any Association members meeting held to consider such amendment or amendments of these Articles, the written vote consent of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote consent is delivered to the Secretary of the Association at or prior to such meeting.

~~Notwithstanding the foregoing provisions of this Article XII, no amendment or amendments to these Articles which shall abridge, amend or alter the right of the Developer to designate and select members of each Board of Administration of the Association, as provided in Article VII hereof, may be adopted or become effective without the prior consent of the Developer."~~

**CERTIFICATE OF ADOPTION OF THE AMENDMENTS TO
THE ARTICLES OF INCORPORATION**

THE UNDERSIGNED, being the duly elected and acting president of BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC. hereby certifies that the foregoing was approved by not less than a majority of the entire membership of the Board of Directors and by not less than a majority of the voting interests of the entire membership of the Association. **The number of votes was sufficient for approval.** The date of adoption of said amendment was December 1, 2010.

EXECUTED this 14 day of January, 2012.

WITNESSES:

Sign: Arlene V. DeWitt

Print: Arlene V. DeWitt

Sign: Jennifer Teufel

Print: Jennifer Teufel

**BAYPORT CONDOMINIUMS
ASSOCIATION OF BREVARD, INC.**

By: James P. Murphy

Print Name: James P. Murphy President

I HEREBY CERTIFY that on the 14 day of January, 2012 before me personally appeared James P. Murphy as President of **BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC.**, who is personally known to me and who did not take an oath and who executed the aforesaid Certification as his/her free act and deed as such duly authorized officer; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

WITNESS my signature and official seal, in the County of Brevard, State of Florida, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: Jennifer M Teufer

My commission expires:



WITNESSES:

Sign: Arline V. DeWitt

Print: Arline V. DeWitt

Sign: Jennifer Teufer

Print: Jennifer Teufer

**BAYPORT CONDOMINIUMS
ASSOCIATION OF BREVARD, INC.**

By: Donald H. Girard

Print Name: Donald H. Girard Secretary

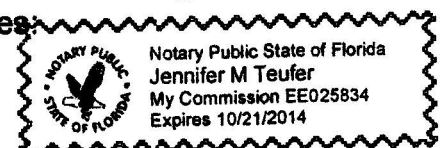
I HEREBY CERTIFY that on the 14 day of January, 2012 before me personally appeared Donald H. Girard as Secretary of **BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC.**, who is personally known to me and who did not take an oath and who executed the aforesaid Certification as his/her free act and deed as such duly authorized officer; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

WITNESS my signature and official seal, in the County of Brevard, State of Florida, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: Jennifer M Teufer

My commission expires:





January 23, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations

BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC.

PO BOX 1750

CAPE CANAVERAL, FL 32920-1750US

Re: Document Number N04000006232

The Articles of Amendment to the Articles of Incorporation of BAYPORT CONDOMINIUMS ASSOCIATION OF BREVARD, INC., a Florida corporation, were filed on January 17, 2012.

This document was electronically received and filed under FAX audit number H12000010268.

Should you have any questions regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Tina Roberts
Regulatory Specialist II
Division of Corporations

Letter Number: 312A00001583

Please provide us with an email address for this business entity. The Division of Corporations sends important reminders and notices to those business entities that have provided our office with an email address. Make sure your entity receives these helpful communications by providing our office with an active email address.

Exhibit "2"**AMENDMENT TO THE BY-LAWS OF BAYPORT CONDOMINIUMS
ASSOCIATION OF BREVARD, INC.**

As used herein the following shall apply:

- A. Words in the text which are lined through with hyphens (---) indicate deletions from the present text.
- B. Words in the text which are underlined indicate additions to the present text.

II. By-Laws**1. Section 8 of the By-Laws shall be amended to read as follows:**

"8. AMENDMENTS TO BY-LAWS. Amendments to these By-Laws shall be proposed and adopted in the following manner:

A. Amendments to these By-Laws may be proposed by the Board of Administration acting upon vote of a majority of the Directors then serving, or by ~~ten percent (10%)~~ a majority of the voting interests of the membership of the Association, whether meeting as members or by instrument in writing signed by them.

~~B. Upon any amendment or amendments to these By-Laws being proposed by said Board of Administration or members, such proposed amendment or amendments shall be transmitted to the President of the Association, or other officer of the Association in the absence of the President, who shall thereupon call a special joint meeting of the members of the Board of Administration of the Association and the membership for a date not sooner than twenty (20) days or later than sixty (60) days from receipt by such officer of the proposed amendment or amendments, and it shall be the duty of the Secretary to give each member written or printed notice of such meeting in the same form and in the same manner as notice of the call of a special meeting of the members is required as herein set forth.~~

~~C. B.~~ In order for such amendment or amendments to become effective, the same must be approved by an affirmative vote of a majority of the entire membership of the Board of Administration then serving and by an affirmative vote of ~~the members owning a majority of the voting interests in the condominium~~ a majority of the voting interests of those members of the Association present in person and by proxy at a members meeting, with quorum present. Board approval shall be considered effective once proposed by the Board as

provided for in Section 8.A above. No By-Law shall be revised or amended by reference to its title or number only. Proposals to amend existing By-Laws shall contain the full text of the By-Laws to be amended; new words shall be inserted in the text and underlined, and words to be deleted shall be lined through with hyphens. However, if the proposed change is so extensive that this procedure would hinder rather than assist the understanding of the proposed amendment, it is not necessary to use underlining and hyphens as indicators of words added or deleted, but instead a notation must be inserted immediately preceding the proposed amendment in substantially the following language: "Substantial rewording of By-Law. See By-Law.....for present text." Thereupon, such amendment or amendments to these By-Laws shall be transcribed, certified by the President and Secretary of the Association, and a copy thereof shall be recorded in the Public Records of Brevard County, Florida. Non-material errors or omissions in the By-Law process shall not invalidate an otherwise properly promulgated amendment.

~~D. C. At any meeting held to consider such amendment or amendments to the By-Laws, the written vote of any member of the Association shall not be recognized if such member is not in attendance at such meeting or represented thereat by proxy.~~ At any Association members meeting held to consider such amendment or amendments to these By-Laws, the written consent of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written consent is delivered to the Secretary of the Association at or prior to such meeting."