

CERTIFICATE OF AMENDMENT

DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS

CAROUSEL COVE

I HEREBY CERTIFY that the following amendments to the Declaration of Covenants, Conditions, and Restrictions for Carousel Cove and the amendments to the By-Laws of Carousel Cove Homeowners Association, Inc. were duly adopted by the Association membership at the duly noticed special members' meeting of the Association on the 18th day of September, 2006. Said amendments were approved by a proper percentage of voting interests of the Association. The Declaration of Covenants, Conditions, and Restrictions is recorded at O.R. Book 2872, Pages 2961 *et seq.*, of the Public Records of Lee County, Florida. The property is further described in Plat Book 60, Pages 13 – 15, of the Public Records of Lee County, Florida.

Additions indicated by underlining.
Deletions indicated by ~~striking through~~.

Amendment No. 1: Article 15.3, Amended and Restated Declaration of Covenants and Restrictions

15. DURATION OF COVENANTS; AMENDMENT OF DECLARATION:

(Sections 15.1 through 15.2 Remain Unchanged)

15.3 Amendments; Vote Required. Except as otherwise provided by law, or by specific provision of the Carousel Cove Documents, a proposed amendment to this Declaration shall be adopted if it is approved by at least two-thirds (2/3rds) of the voting interests of the Association present and voting at any annual or special meeting called for the purpose, provided that a copy of each proposed amendment has been given to the members in accordance with law. Unless otherwise provided by law, notice of proposed amendments must be given substantially in the form specified in Chapter 718720, Florida Statutes for proposed amendments to a Declaration of Condominium Covenants and Restrictions. ~~No amendment shall change any Lot's share of liability for assessments or any owner's voting rights, unless the owner consents to the amendment.~~

(Remainder of Article 15 Remains Unchanged)

Amendment No. 2: Article 4.1, Bylaws

4. BOARD OF DIRECTORS. The administration of the affairs of the Association is by a Board of Directors. All powers and duties granted to the Association by law, as modified and

explained in the Declaration, Articles of Incorporation, and these Bylaws, is exercised by the Board, subject to approval or consent of the members only when specifically required.

4.1 Number and terms of services. The Board of Directors shall initially consist of three ~~(3) five (5)~~ Directors. ~~In order to provide for a continuity of experience by establishing a system of staggered terms of office, in the first election in which owners other than the Developer elect a majority of the Directors, the two (2) candidates receiving the highest number of votes shall be elected for a term which expires at the final adjournment of the annual meeting at which his successor is elected. The candidate receiving the next highest number of votes shall be elected for a term which expires at the final adjournment of next annual meeting. Thereafter, all Directors shall be elected for two (2) year terms, ending at the final adjournment of the annual meeting at which successors are to be duly elected, or at such other time as may be provided by law.~~ In order to provide for a continuity of experience by establishing a system of staggered terms of office, at the first election after the adoption of this amendment to the Bylaws, the number of Directors to be elected shall be five (5). The three (3) candidates receiving the highest number of votes shall each be elected for a term which expires at the annual election after the next annual election. The two (2) candidates receiving the next highest number of votes shall each be elected for a term which expires at the next annual election. If there are five or fewer candidates, the determination of who will serve the longer terms shall be made among them by agreement or by lot. Thereafter, all Directors shall be elected for two (2) year terms. A Director's term ends at the annual election at which his successor is to be duly elected, or at such other time as may be provided by law. Directors shall be elected by the members as described in Section 4.3 below, or in the case of a vacancy, as provided in 4.4 below.

Proposed Amendment No. 3: Article 4.3, Bylaws

4. BOARD OF DIRECTORS. The administration of the affairs of the Association is by a Board of Directors. All powers and duties granted to the Association by law, as modified and explained in the Declaration, Articles of Incorporation, and these Bylaws, is exercised by the Board, subject to approval or consent of the members only when specifically required.

(Sections 4.1 and 4.2 Remain Unchanged, Except as Indicated Above)

4.3 Nominations and elections. At each Annual Meeting the members shall elect as may Directors as there are regular terms of Directors expiring or vacancies to be filled. The nominating committee, if any, shall submit the names of its recommended candidates for the office of Director in time to be included with the notice to the members of the annual meeting; any other eligible person may also be nominated as a candidate from the floor at the annual meeting. ~~Nothing herein shall be construed as mandating the use of a secret ballot.~~ Directors shall be elected by a plurality of the votes cast at the annual meeting. In the election of Directors, there shall be appurtenant to each Lot as many votes as there are Directors to be elected. No member may cast more than one vote for any candidate, it being the intent hereof

