

This certificate is prepared by/return to:  
McCabe & Ronsman  
110 Solana Rd., Unit 102  
Ponte Vedra Beach, FL 32082

**CERTIFICATE OF AMENDMENT**  
**OF THE**  
**BYLAWS OF SEASIDE LANDINGS AT FLAGLER BEACH HOMEOWNERS ASSOCIATION, INC. F/K/A**  
**BULOW SHORES HOMEOWNERS ASSOCIATION, INC.**

**THIS CERTIFICATE OF AMENDMENT** of the Bylaws of Seaside Landings at Flagler Beach Homeowners Association, Inc. f/k/a Bulow Shores Homeowners Association, Inc. ("Association") is made by the Board of Directors of the Association who certify the following amendments were approved by a vote of a majority of the Board of Directors at a duly noticed meeting at which a quorum was attained held July 9, 2020, as provided by Section 13.2 of the Bylaws, as Amended.

**AMENDMENTS TO BYLAWS**  
(additions are indicated by underline; deletions are indicated by ~~strikethrough~~.)

3.4 Except as otherwise provided in the Articles, a written notice of each Members' meeting, whether an Annual Members' Meeting or a special meeting (collectively, "Meeting"), shall be given to each Member entitled to vote thereat at his/her last known address as it appears on the books of the Association and shall be mailed, delivered, or electronically transmitted to the said address not less than fourteen (14) days ~~nor more than forty-five (45) days~~ prior to the date of the Meeting. Proof of such mailing shall be given by the affidavit of the person giving the notice. Any notice given hereunder shall state the time and place of the meeting and the purposes for which the Meeting is called. ~~The notices of all Annual Members' Meetings shall, in addition, specify the number of Directors of the Association to be designated by Declarant and the number of Directors to be elected by the Members, if applicable.~~ Notwithstanding any provisions hereof to the contrary, notice of any Meeting may be waived before, during or after such Meeting by a Member or by the person entitled to vote for such Member by signing a document setting forth the waiver of such notice. In addition, a Member who attends a Meeting in person or by Proxy and does not object to the notice of the meeting at the Member's first opportunity to object following the Meeting being called to order shall be deemed to have waived any objection to the Meeting notice.

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Section 3.7 of the Bylaws is hereby deleted in its entirety and replaced with the following provisions. Substantial rewording. See governing documents for current text.

3.7 Annual Meeting & Elections. Although the Association is not a condominium association, elections shall be conducted in the manner similar to that provided by Chapter 718 of the Florida Statutes effective on the date this Amendment to the Bylaws is adopted in accordance with the following provisions. The Board of Directors shall be elected by written ballot. At least sixty (60) days before a scheduled election, the Association shall mail or hand-deliver, whether by separate Association mailing or included in another Association mailing (including regularly published newsletters) to each Member entitled to vote.

a first notice of the date of the annual meeting and election. Any Member or other eligible person desiring to be a candidate for the Board of Directors shall give written notice to the Association not less than forty (40) days before the scheduled election. Nominations of candidates from the floor at the annual meeting are prohibited. The Association shall thereafter mail or deliver a second notice of the annual meeting and election to all Members entitled to vote, together with a written notice, agenda, and a ballot which shall list all candidates in alphabetical order by surname, at least fourteen (14) days before the annual meeting and election. Members entitled to vote shall return their completed ballots using a two-envelope system, described further below, to preserve anonymity of ballots. The election shall be decided by a plurality of ballots cast. There shall be no quorum requirement to conduct an election; however, at least twenty percent (20%) of the eligible voters must cast a ballot in order to have a valid election for the Board of Directors. There shall be no cumulative voting, and no Member shall permit any other person to vote his or her ballot. Any improperly cast ballots will be deemed invalid; provided, however, that the Association may accept ballots cast in a manner that does not strictly comply with the two-envelope system so long as the Board, in its reasonable discretion, does not have reason to suspect that the ballot was cast fraudulently or by someone other than the Member eligible to vote.

(a) Two-Envelope Election Process. Accompanying the second meeting notice and ballot shall be an outer envelope addressed to the agent authorized by the Association to receive the ballots and a smaller, inner envelope in which the ballot shall be placed once completed. The exterior of the outer envelope shall indicate the name of the voter, and the Lot numbers (or property address) being voted, and shall contain a signature space for the voter. Once the ballot is completed, the voter shall place the completed ballot in the inner, smaller envelope and seal the envelope. The inner envelope shall be placed within the outer, larger envelope, and the outer envelope shall then be sealed. Each inner envelope shall contain only one ballot, but if a person is entitled to cast more than one ballot, the separate, inner envelopes required may be enclosed within a single, outer envelope identifying all Lot numbers or property addresses for which ballots have been enclosed. The voter shall sign the exterior of the outer envelope in the space provided for such signature. The envelope shall either be mailed or hand delivered to the Association so it is received by the Association before last call for ballots at the election. Upon receipt by the Association, no ballot may be rescinded or changed.

(b) Candidate Information Sheet. Upon request of a candidate, the Association shall include an information sheet, no larger than 8 ½ inches by 11 inches (on one side of a printed sheet of paper), which must be furnished by the candidate at least thirty-five (35) days before the election to be included with the mailing of the ballot and second meeting notice. The costs associated with the copying, mailing, and delivery shall be borne by the Association.

(c) Assistance for Disability. Any Member who needs assistance with casting a ballot for reasons related to a blindness, an inability to read or write, or other disability may obtain assistance in casting his or her ballot.

(d) Election Not Required. An election and balloting are not required unless more candidates timely submit notices of intent to run than vacancies exist on the Board.

(e) Electronic Notices & Voting. Notwithstanding anything herein to the contrary, the Association may conduct elections and other membership votes through an Internet-based online voting system if a member consents, in writing, to online voting and any requirements imposed by law are followed. In addition, any notice required or permitted to be provided by the Association to a Member may be provided by electronic transmission if the Member consents in writing to receive notice by electronic transmission and provides an e-mail address to the Association to be used for such purposes.

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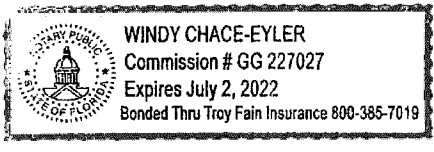
3.10. Voting rights of Members shall be as stated in the Articles ~~with respect to the election of all Boards other than the First Board.~~ Such votes may be cast in person or by ~~absentee ballot~~ Proxy, except Members must cast their votes for Directors in the manner provided by Section 3.7 of these Bylaws. Proxies may be used to vote on other agenda items at meetings at which Directors are to be elected, and may also be used to establish a quorum. "Proxy" is defined to mean in instrument containing the appointment of a person who is substituted in the place and stead of the person or authorized entity entitled to vote. Proxies shall be in writing signed by the person or authorized representative of an entity giving the same and shall be valid only for the particular Meeting designated therein and, if so stated in the Proxy, any adjournments thereof, provided, however, any proxy automatically expires ninety (90) days after the date of the Meeting for which it was originally given. A Proxy must be filed with the Secretary of the Association before the appointed time of the Meeting in order to be valid. Any Proxy may be revoked prior to the time a vote is cast in accordance with such Proxy. In addition, notwithstanding anything in these Bylaws to the contrary, and except for the election of Directors, Members may take action by written consent in lieu of a meeting in the manner prescribed by Section 617.0701 of the Florida Statutes (2020) and Section 3.5 of these Bylaws.

IN WITNESS WHEREOF, the President and Secretary of the Association have executed this certificate on this 28<sup>th</sup> day of July, 2020.

[Signature]  
President  
[Signature]  
Secretary

STATE OF FLORIDA  
COUNTY OF Flagler

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization this 27 day of July, 2020, by Les Abend, as President and by Sarah Brittain, as Secretary, of Seaside Landings at Flagler Beach Homeowners Association, Inc. f/k/a Bulow Shores Homeowners Association, Inc., on behalf of the corporation.



[Signature]  
(Signature of Notary Public – State of Florida)  
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known or  Produced Identification  
Type of Identification Produced: Drivers license