

CFN 2005R0405357
DR Bk 23300 Pgs 0159 - 1617 (3pgs)
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MIAMI-DADE COUNTY, FLORIDA



CFN 2005R0546567
DR Bk 23418 Pgs 3662 - 3664 (3pgs)
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MIAMI-DADE COUNTY, FLORIDA

THIS DOCUMENT IS BEING RE-RECORDED FOR PURPOSE
OF AMENDING SCRIVENER'S ERROR IN PAGE 2, PARAGRAPH 5

**CERTIFICATE OF AMENDMENT TO THE BY-LAWS
OF WINSTON PARK ASSOCIATION, INC.**

THIS CERTIFICATE OF AMENDMENT is executed this 18 day of April, 2005, by **WINSTON PARK ASSOCIATION, INC.**, a Florida not-for-profit corporation (the "Association").

RECITALS

WHEREAS, the Association has been established for the operation of Winston Park in accordance with the Declaration of Covenants and Restrictions and related documents thereof, recorded in Official Records Book 8385, Page 2271, of the Public Records of Miami-Dade County, Florida, on the 16th day of July 1973; and

WHEREAS, the By-Laws of the Association were recorded in Official Records Book 232 98, Page 335, of the Public Records of Miami-Dade County, Florida;

WHEREAS, amendments to the By-Laws were proposed in accordance with the provisions of Section 617.0206, Florida Statutes, at a duly noticed Meeting of the Board of Directors held on the 7th day of April, 2005 (the "Meeting"), at which a quorum of Board was present; and

WHEREAS, the proposed amendments to the By-Laws were approved by a majority of the Directors present at the Meeting.

NOW, THEREFORE, the Association does hereby state as follows:

1. The foregoing recitals are true and correct and are incorporated herein by reference.
2. New language is indicated by underscore type. Deleted language is indicated by ~~struck through type~~.
3. Section 2 of Article IV of the By-Laws is hereby amended as follows:

Section 2. The first annual meeting of the members shall be held at 8 o'clock p.m. on the first Monday of the twelfth month following the date of the recordation of the Declaration as aforesaid. Thereafter an annual meeting of the members shall be held on the first ~~Monday~~ Thursday of said month or in the event that day is a holiday, on the first day thereafter which is not a legal holiday in each succeeding year or at such other time as determined by the Board of Directors, provided that there shall be an annual meeting every calendar year and, to the extent possible, no later than thirteen (13) months after the last preceding annual meeting. At each such meeting there shall be elected by ballot of the members Directors to fill vacancies in



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accordance with the provisions of Article V of these By-Laws. The members shall also transact such other business as may properly come before them.

4. Section D of Article V of the By-Laws is hereby amended as follows:

(D) To promulgate such rules and regulations concerning the operation and use of the Common Properties, the lots and the exterior portions of the Living Units as may be consistent with the Declaration and the Charter and these By-Laws and to amend the same from time to time;

ARTICLE VI

5. ~~Article V~~ of the By-Laws is hereby deleted in its entirety and replaced with the following language.

Election of Directors:

Section 1. The members of the Board of Directors shall be elected by secret ballot. The regular elections of the Association shall occur on the date of the annual meeting. Elections shall be decided by a plurality of those ballots cast. There shall be no quorum requirement for the elections; however, at least one hundred (100) eligible voters must cast a ballot in order to have a valid election of members of the Board of Directors. Notwithstanding the provisions of this section, an election shall not be required unless more candidates file notices of intent to run as set forth herein than Board of Directors' vacancies that exist.

Section 2. Not less than sixty (60) days before a scheduled election, the Association shall mail, deliver, or electronically transmit, to each member, a first notice of the date of the election. The Association must receive written notice from any eligible member desiring to be a candidate for the Board of Directors not less than forty-five (45) days before a scheduled election. A person who has been convicted of any felony by any court of record in the United States and who has not had his or her right to vote restored pursuant to law in the jurisdiction of his or her residence is not eligible for board membership. The validity of an action by the Board of Directors is not affected if it is later determined that a member of the Board of Directors is ineligible for board membership due to having been convicted of a felony. Upon request of a candidate, the Association shall include an information sheet to be included with the mailing, delivery, or transmission of the ballot, with the costs of mailing, delivery, or electronic transmission and copying to be borne by the Association. The information contained in the sheet provided to the Association shall not exceed one side of a sheet of paper no larger than 8¹/₂ inches by 11 inches. The information sheet must be received by the Association not less than forty-five (45) days before the election. The Association shall not edit, alter or otherwise modify the content of the information sheet submitted by a candidate. Notwithstanding the foregoing, the Association is not liable for the contents of the information sheets prepared by the candidates.

Section 3. The Association shall mail, deliver, or electronically transmit a second notice of the election together with the written notice and agenda for the annual meeting and a ballot which shall list all candidates to all members entitled to vote therein at least thirty (30) days before the scheduled annual meeting and election. The Association shall also mail any information sheets timely submitted by the candidates. Accompanying the ballot shall be an envelope

