

PREPARED BY AND RETURN TO:

Carlos R. Arias
ARIAS BOSINGER, PLLC
280 W. Canton Ave., Ste. 330
Winter Park, FL 32789

-----the space above this line is reserved for recording purposes-----

**CERTIFICATE OF AMENDMENT TO
BYLAWS OF MEDLEY AT SOUTHSORE BAY COMMUNITY ASSOCIATION, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That DUNE FL LAND I SUB, LLC a Delaware limited liability company and DUNE FB DEBT LLC, a Delaware limited liability company (collectively "Declarant"), Declarant for MEDLEY AT SOUTHSORE BAY COMMUNITY ASSOCIATION, INC. (hereinafter "Association"), pursuant to the Florida Statutes and the BYLAWS OF MEDLEY AT SOUTHSORE BAY COMMUNITY ASSOCIATION, INC. ("Bylaws"), attached as Exhibit "3" to that certain Community Declaration for Medley at Southshore Bay, recorded in Official Records Book 25800, at Page 1357, *et seq.*, of the Public Records of Hillsborough County, Florida, as amended and supplemented, hereby certifies that the AMENDMENT TO BYLAWS OF MEDLEY AT SOUTHSORE BAY COMMUNITY ASSOCIATION, INC., which amendment is attached hereto and by reference made a part hereof (hereinafter "Amendment"), has been properly adopted in accordance with the Bylaws.

Pursuant to Section 12.2 of the Bylaws, prior to Turnover, Declarant shall have the right to amend these Bylaws as it deems appropriate, without the joinder or consent of any person or entity whatsoever. As of the date of recording of this Amendment, Turnover has not yet occurred.

The Association is a homeowners association created pursuant to the laws of the State of Florida. With the exception of the attached Amendment, all other terms and conditions of the Bylaws shall remain in full force and effect.

IN WITNESS HEREOF, the Association has caused these presents to be executed in its name, this 13th day of August, 2024.

Signed, sealed and delivered
in the presence of:

DUNE FL LAND I SUB LLC, a Delaware
limited liability company and DUNE FB
DEBT LLC, a Delaware limited liability
company,

WITNESS 1:

Brittany Crutchfield
(Sign)
Brittany Crutchfield
(Print)
2502 N. Rocky Point Dr. #1050
(Post Office Address)
Tampa, FL 33607
(City/State/Zip)

By: *[Signature]*
(Sign)
John Ryan
(Print)
Manager
(Title)
2502 N. Rocky Point Dr. Ste 1050
(Post Office Address)
Tampa, FL 33607
(City/State/Zip)

WITNESS 2:

Lori Price
(Sign)
Lori Price
(Print)
2502 N. Rocky Point Dr #1050
(Post Office Address)
Tampa, FL 33607
(City/State/Zip)

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me, by means of physical presence
or online notarization, this 13th day of August, 2024, by
John Ryan, as manager of DUNE FL LAND I
SUB, LLC a Delaware limited liability company and DUNE FB DEBT LLC, a Delaware limited
liability company, on behalf of the limited liability companies, who is personally known to me
or who has produced _____ as identification.

NOTARY PUBLIC

Courtney Mattern (Sign)

Courtney mattern (Print)

State of Florida, At Large

My Commission Expires: 7/2/2028



**AMENDMENT TO BYLAWS OF
MEDLEY AT SOUTHSHORE BAY COMMUNITY ASSOCIATION, INC.**

The following amendments are made to the BYLAWS OF MEDLEY AT SOUTHSHORE BAY COMMUNITY ASSOCIATION, INC., attached as Exhibit "3" to that certain Community Declaration for Medley at Southshore Bay, recorded in Official Records Book 25800, Page 1357, *et seq.*, of the Public Records of Hillsborough County, Florida (additions are indicated by underlining, deletions are indicated by ~~strike through~~, and omitted but unaltered provisions are indicated by ellipses):

[. . .]

4. Board of Directors.

4.1 Number. Prior to the Turnover Date, ~~the~~ the affairs of the Association shall be managed by a Board consisting of ~~no less than three (3) persons and no more than five (5) persons.~~ Board members appointed by Declarant need not be members of the Association. After the Turnover Date, the affairs of the Association shall be managed by a Board consisting of five (5) persons. Board members elected by Owners must be members of the Association. Pursuant to Section 720.307(2), Florida Statutes (2017) Owners and Builders are entitled to elect one (1) member of the Board (the "Pre-Turnover Director") when fifty percent (50%) of all the Lots ultimately planned for MEDLEY AT SOUTHSHORE BAY are conveyed to Owners, provided the Owners and Builders exercise such right. In the event the Owners and Builders do not exercise the right to elect the Pre-Turnover Director, then a vacancy on the Board shall occur and the remaining members of the Board may fill such vacancy.

4.2 Term of Office. The term of office for the Pre-Turnover Director shall end at the next Annual Members Meeting after the Pre-Turnover Director's election, or on the date the Turnover election takes place (the "Turnover Date"), whichever occurs first. In the event that the Pre-Turnover Director's term expires at the Annual Members Meeting, a new Pre-Turnover Director shall be elected by the Owners and Builders at the next Annual Members Meeting or on the Turnover Date, whichever occurs first, with the election process repeated thereafter until Turnover. Except with respect to the Pre-Turnover Director, the election of Directors shall take place after Declarant no longer has the authority to appoint a majority Board and shall take place on the Turnover Date. On the Turnover Date the members shall elect ~~three (3)~~ five (5) Directors: ~~one (1) two (2) Directors for a term of one (1) year, and one (1) three (3) Directors for a term of two (2) years, and one (1) Director for a term of three (3) years.~~ The candidates receiving the most votes shall be elected to office. Of such candidates receiving the most votes, the three (3) candidates with the most votes shall serve as ~~the~~ Director for ~~three (3)~~ two (2) years; the two (2) candidates receiving the ~~second~~ next highest number of votes shall serve as Director for ~~two (2)~~ one (1) years; ~~and the candidate receiving the least amount of votes shall serve as Director for one (1) year.~~ At each Annual Members Meeting thereafter, the members shall elect the appropriate number of Directors for a term of two (2) years. Each Director's respective term shall end upon the election of new Directors at the Annual Members Meeting (except that the term of any Director appointed by Declarant shall extend until the date designated by Declarant, or until the Turnover Date).

[...]

4.7 Nomination. ~~[This section deleted in its entirety.]~~ ~~Prior to each election at which Owners and Builders are entitled to elect any of the Directors, the Board shall prescribe (and communicate to the members) the opening date and the closing date of a reasonable filing period ("Candidate Filing Period") in which every eligible person who has an interest in serving as a Director may file as a candidate for such Director position. The Board may also appoint a Nominating Committee to make nominations for election of Directors to the Board. A Nominating Committee, if appointed, shall consist of a Chairman, who shall be a member of the Board of Directors, and two (2) or more members of the Association. Any Nominating Committee shall serve for a term of one (1) year or until its successors are appointed. In preparation for each election, the Nominating Committee, if appointed, shall meet and make as many nominations for election to the Board as it shall in its discretion determine, but in no event less than the number of Directors' positions to be filled at such election. Any member may nominate himself or herself as a candidate by notice to the Nominating Committee (or to the Secretary if there is no Nominating Committee) within the Candidate Filing Period.~~

4.8 Election. Directors shall be elected by the members at the annual meeting of the Association. Directors shall be elected in accordance with Chapter 720, Florida Statutes, these Bylaws, and the election rules, if any, and process established and utilized by the Board of Directors.

4.8.1 Not less than sixty (60) days before a scheduled election, the Association shall mail or deliver, whether by separate mailing or included in another Association mailing or delivery, including regularly published newsletters and including electronic transmission for those members who have so consented, to each Member entitled to vote, a First Notice of Annual Meeting with the date of the election. Any eligible person who nominates himself to be a candidate may do so no later than forty (40) days prior to the annual meeting and may also submit a resume by such deadline on one side of an 8 1/2" x 11" sheet of paper. As Members have been given the opportunity to nominate themselves in advance and prior to the annual meeting where the election will take place, nominations from the floor will not be accepted.

4.8.2 Not less than fourteen (14) days prior to the annual meeting, the Association shall send a Second Notice of Annual Meeting to all Members, along with an election ballot for the election of Directors, any timely submitted candidates' resumes, a proxy, and any other documents in the Board's discretion. The election ballot shall contain the names of all candidates who nominated themselves in a timely manner, listed alphabetically by surname.

4.8.3 Each member may cast via secret ballot as many votes as the member has under the provisions of the Declaration, for each vacancy on which such member is entitled to vote. If a voter checks off the names of more candidates than the number of Directors to be elected, the election ballot shall not be counted for the election. Elections shall be determined by a plurality of the votes cast. A quorum of the Members need not cast a vote

for a valid election to occur, so long as at least ten percent (10%) of the eligible Voting Interests cast a ballot. The Board may require all election ballots to be received by the Association at some point prior to the annual meeting so that votes can be tallied prior to the annual meeting and the results announced at the annual meeting.

4.8.4 The candidates who are elected shall take office upon the adjournment of the annual meeting.

4.8.5 If the number of candidates nominated is equal to or less than the number of positions to be filled, then those candidates shall be deemed elected without the necessity of a vote. If the number of candidates nominated exceeds the number of positions to be filled, an election shall be held, and the person receiving the largest number of votes cast by the members (for each vacancy on which such members are entitled to vote) is elected. Cumulative voting is not permitted.

4.8.6 So long as required by Section 720.306(9), Florida Statutes (2017), any election dispute between a member and the Association shall be resolved by mandatory binding arbitration with the Division of Florida Condominiums Timeshares, and Mobile Homes in the Department of Business and Professional Regulation. Any challenge to the election process must be commenced within sixty (60) days after the election results are announced.

4.8.7 In addition to the foregoing, to the extent that the Association wishes to provide for and allow Members to vote electronically, Members who have consented to vote electronically shall be permitted to do so as otherwise provided for by Section 720.307, Florida Statutes, or as later amended.

[...]