

**CERTIFICATE OF AMENDMENT TO THE AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC.**

The Amended and Restated Declaration of Protective Covenants of The Estates of Royal Palm Beach ("Declaration") is recorded in Official Records Book 10121, at Page 1449, in the Public Records of Palm Beach County, Florida. The Amended and Restated Bylaws of The Estates of Royal Palm Beach Homeowners' Association, Inc. ("Bylaws"), are recorded in Official Records Book 10121, at Page 1510, in the Public Records of Palm Beach County, Florida. The Amended and Restated Articles of Incorporation of The Estates of Royal Palm Beach Homeowners' Association, Inc. ("Articles of Incorporation"), are recorded in Official Records Book 10121, at Page 1498, in the Public Records of Palm Beach County, Florida; and

**WHEREAS**, at a duly called and noticed meeting of the Board of Directors of The Estates of Royal Palm Beach Homeowners' Association, Inc., a Florida not-for-profit corporation, held on December 5, 2017, the Board confirmed the requisite Board of Directors' and membership vote was obtained to amend the aforementioned Bylaws and and Articles of Incorporation and thereafter that all other requirements to amend the aforesaid Bylaws and Articles of Incorporation were fulfilled; and

**NOW THEREFORE**, the undersigned hereby certify that the following Amendment to the AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. is attached hereto.

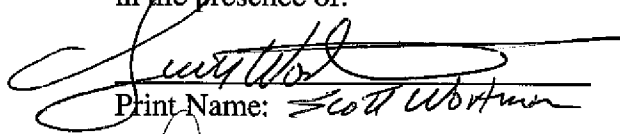
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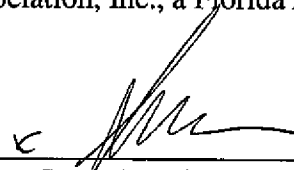
[signatures, witnesses and notary on following page]

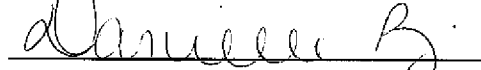
IN WITNESS WHEREOF, the Association has caused this Amendment to the AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. to be duly executed and its corporate seal to be hereunto affixed this 21<sup>st</sup> day October, 2019.

The Estates of Royal Palm Beach Homeowners Association, Inc., a Florida not for profit corporation

Signed, Sealed & Delivered  
in the presence of:

  
Print Name: Scott Wortman

By:   
Susan Hutcheon, President

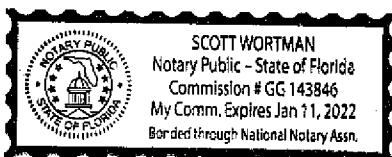
  
Print Name: Danielle King

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF PALM BEACH            )

The foregoing Amendment to the AMENDMENTS TO THE AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. was acknowledged before me this 21<sup>st</sup> day of October 2019 by Susan Hutcheon as President of THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC.

My Commission Expires:

  
NOTARY PUBLIC  
State of Florida



**AMENDMENTS TO THE AMENDED AND RESTATED DECLARATION OF  
PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE  
AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH  
HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH  
HOMEOWNERS ASSOCIATION, INC.**

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As indicated herein, words underlined are added and words ~~struck through~~ are deleted.

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**Item 10: Article V, Section 5 of the Amended and Restated Bylaws of The Estates of Royal Palm Beach Homeowners' Association, Inc. ('Bylaws') shall be amended as follows:**

Section 5. A quorum for members' meetings shall consist of a ~~majority~~ thirty (30%) percent of the total Voting Rights in The Estates represented in person or by proxy. The acts approved by the affirmative consent of a majority of the Voting Rights present at a meeting at which a quorum is present shall constitute the acts of the members, except where approval by a greater number of Voting Rights is required by the Declaration, the Articles of Incorporation, these Bylaws, or Florida law. After a quorum has been established at a members' meeting, the subsequent withdrawal of Voting Rights so as to reduce the number of Voting Rights at a meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof.

The execution by any member of a copy of the minutes shall constitute the presence of such member for the purpose of determining a quorum and for the further purpose of validating all of the actions taken at such meeting, unless otherwise prohibited by Florida law.

**Item 11: Article V, Section 6 of the Bylaws shall be amended as follows:**

Section 6. Votes may be cast in person, by absentee ballot or by proxy. All votes and proxies shall be in writing, and proxies shall be filed with the Secretary no later than twenty-four (24) hours prior to the time of the meeting and entered of record in the minutes of said meeting. No proxy shall be valid unless the same specifically sets forth the name of the member voting by proxy, the name of the person authorized to vote the proxy, and the date the proxy was given, and is executed by all Owners of the subject Parcel. If a proxy expressly provides, any proxy holder may appoint, in writing, a substitute to act in his or her place; a substitution is not authorized if such provision is not made. Each proxy shall contain the date, time and place of the meeting for which the proxy is given, and shall be valid only for that meeting and any lawfully adjourned meetings thereof. In no event shall any proxy be valid for a period longer than ~~eleven (11) months~~ ninety (90) days after the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable at any time at the pleasure of the Owner(s) executing it (subject to §617.0721, Fla. Stat.); however, in order for such revocation to be effective, written notice thereof shall be given to the Secretary of the Corporation. In addition, with regard to the election of Directors, Directors may be elected by absentee ballot for those Owners who cannot attend the annual meeting and election of Directors in person, subject to the requirements and procedures contained in Section 720.306(8)(b), Fla. Stat. In addition, nominations for eligible Board members may be taken in a form and manner to be determined by the Board of Directors from time to time, and may be taken prior to the annual meeting and election of Directors. Therefore, since the Association's election process will provide for nominations prior to the annual meeting, pursuant to Section 720.306(9)(a), Fla. Stat., nominations will not be required to be taken from the floor.

**Item 12: Article VI, Section 1 of the Bylaws shall be amended as follows:**

Section 1. The business affairs of the Corporation shall be managed by a Board of Directors who shall be elected by the member(s). Said Board of Directors shall consist of ~~at least three (3) and not more than~~ seven (7) persons of legal age. Except as otherwise specifically provided herein, a Board member ~~need not~~ shall be a member of the Corporation.

**Item 13: Article VI, Section 2 of the Bylaws shall be amended as follows:**

Section 2. ~~The original members of the Board of Directors shall be those persons set forth in the Articles of Incorporation.~~ Directors shall be elected annually for staggered terms by the members at the annual members meeting, and such directors shall serve until their successors are duly elected and qualified, or until they are removed in the manner elsewhere provided, or until they resign, whichever first occurs. The procedure for electing directors by the member(s) shall be by written and sealed ballot and by a plurality of the votes cast, each person voting being entitled to cast his or her vote for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting. Directors shall serve for staggered terms as follows: commencing with the annual meeting and election of directors in 2017, the three (3) candidates who receive the highest plurality of votes shall be elected for an initial three (3) year term. The two (2) candidates who receive the next highest plurality of votes shall be elected for an initial two (2) year term. The two (2) candidates who receive the next highest plurality of votes shall be elected for an initial term of one (1) year. At all subsequent annual meetings and elections of directors, directors shall be elected for a three (3) year term. In the event that, at the first election of directors at which the stagger is to commence, there is no quorum or no election is necessary, because there are the same or fewer candidates as there are available vacancies, the Board of Directors shall have the authority to determine, either by majority vote thereof, or by the drawing of straws or lots, or such other means as determined by the Board of Directors, who shall serve the initial three (3), two (2) and one (1) year terms in order to commence the staggered terms.

**Item 14: Article VIII, Section 5 of the Bylaws shall be amended as follows:**

Section 5. The Board of Directors shall adopt an annual budget on or before December 15th each year for the following calendar year, which budget shall be detailed and shall show the amounts budgeted and expense classifications, and shall contain estimates of the cost of operating and maintaining the Corporation.

Written notice of the time and place of the Board of Directors meeting when the annual budget is to be considered for adoption, ~~together with a copy of the proposed budget,~~ shall be mailed to each member not less than ~~thirty (30)~~ fourteen (14) days prior to such meeting. Such Board of Directors' meeting, and all other Board of Directors' meetings, shall be open to the members. Once the budget is approved by the Board of Directors, a copy shall be mailed to all members, or a notice shall be mailed providing that a copy of the budget will be made available upon request at no charge to the members.

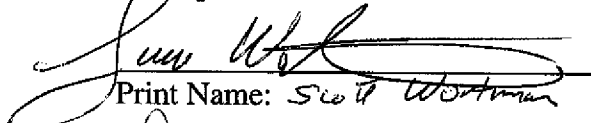

**Item 15: Article VII, Section 1 of the Amended and Restated Articles of Incorporation of The Estates of Royal Palm Beach Homeowners' Association, Inc. ("Articles") shall be amended as follows:**

1. The business of the corporation shall be conducted by a Board of Directors consisting of ~~not less than three (3) nor more than seven (7) Directors. The current Board of Directors consists of three (3) Directors.~~

IN WITNESS WHEREOF, the Association has caused this Amendment to the AMENDMENTS TO THE AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. to be duly executed and its corporate seal to be hereunto affixed this 21<sup>st</sup> day of October, 2019.

The Estates of Royal Palm Beach Homeowners Association, Inc., a Florida not for profit corporation

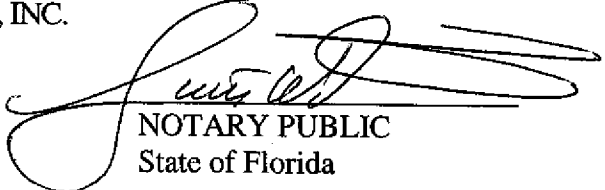
Signed, Sealed & Delivered  
in the presence of:

  
Print Name: Scott Wortman  
  
Print Name: Danielle Ring

By:   
Susan Hutcheon, President

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF PALM BEACH            )

The foregoing Amendment to the AMENDMENTS TO THE AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS OF THE ESTATES OF ROYAL PALM BEACH, THE AMENDED AND RESTATED BYLAWS OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. AND THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC. was acknowledged before me this 21<sup>st</sup> day of October 2019 by Susan Hutcheon as President of THE ESTATES OF ROYAL PALM BEACH HOMEOWNERS ASSOCIATION, INC.  
My Commission Expires:

  
NOTARY PUBLIC  
State of Florida

