

This Instrument prepared by:

Becker & Poliakoff, P.A.
348 Miracle Strip Parkway, SW
Paradise Village Suite 7
Ft. Walton Beach, FL 32548

**AMENDMENTS TO BYLAWS OF
SUNDESTIN INTERNATIONAL CONDOMINIUM OWNERS' ASSOCIATION, INC.**

THE UNDERSIGNED, being the duly elected and acting Secretary of Sundestin International Condominium Owners' Association, Inc., a Florida corporation not for profit, Jimmy F. Murphy, does hereby certify that the attached Amendments to Article III, Paragraphs 3.2 and 3.4 and Article IV, Paragraphs 4.3, 4.5 and 4.6 of the Bylaws of Sundestin International Condominium Owners' Association, Inc., were proposed and duly adopted by the Board of Directors of the Association, and approved and duly adopted by not less than 51% of the unit owners present on February 22, 2010, at a meeting of the members when a quorum was present, after due notice.

The sole condominium operated by Sundestin International Condominium Owners' Association, Inc., is Sundestin International, a condominium, the initial Declaration of Condominium of which is recorded in Book 1269, Page 1582, et. seq. of the public records of Okaloosa County, Florida.

WITNESSES:

Sundestin International Condominium
Owners' Association, Inc.

Robert Hamilton
Robert Hamilton
Danielle Waltman
Danielle Waltman

By: *Jimmy F. Murphy*
Jimmy F. Murphy, Secretary

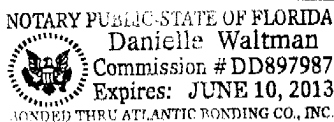
STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, the undersigned authority, appeared Jimmy F. Murphy, to me personally known and known to be the Secretary of Sundestin International Condominium Owners' Association, Inc., a Florida non-profit corporation, and he acknowledged to and before me that he executed the foregoing for the uses and purposes therein stated.

WITNESS my hand and official seal this 22 day of February, 2010.

Danielle Waltman
NOTARY PUBLIC
My Commission Expires: _____

ACTIVE: 2885930_1



**AMENDMENT
TO
BY-LAWS OF
SUNDESTIN INTERNATIONAL CONDOMINIUM OWNERS' ASSOCIATION, INC.**

Article III, Paragraph 3.2 of the Bylaws is hereby amended to read as follows:

Notice of Annual Members' Meeting. Notice of the annual members' meeting stating the time and place and the objects for which the meeting is called shall be given unless waived in writing. Such notice shall be in writing and furnished to each member not less than fourteen (14) days nor more than sixty (60) days in advance of the date of the meeting. The notice to each member shall be furnished by ~~mailing the same by certified mail to each member at his address as it appears on the books of the Association, or alternatively, notices of meeting may be given by electronic transmission to unit owners who consent to receive notice by electronic transmission. An officer of the Association shall provide an affidavit, to be included in the official records of the Association, affirming that notices of the meeting were furnished to the owners in accordance with Florida Statutes. Proof of such mailing shall be given by the Post Office Certificate of Mailing which shall be retained by the Association.~~ Notice of meetings may be waived either before or after the meeting in writing. If assessments against Unit Owners are to be considered for any reason at such annual meeting, the notice shall specifically contain a statement that assessments will be considered and the nature of the assessments.

Article III, Paragraph 3.4 of the Bylaws is hereby amended to read as follows:

Notice of Special Members' Meeting. Except in the event of an emergency, notice of a special meeting stating the time, place, and object thereof, shall be served upon or mailed to each member entitled to vote there at, at such address as appears on the books of the Association, or by electronic transmission, at least ~~fourteen (14) five (5)~~ days prior to such meeting. Notice of a special meeting may be waived either before or after the meeting, in writing. If assessments against Unit Owners are to be considered for any reason at a special meeting, the notice shall specifically contain a statement that assessments will be considered and the nature of such assessments.

Article IV, Paragraph 4.5 of the Bylaws is hereby amended to read as follows:

Regular Meeting. Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors. Notice of regular meetings shall be given to each Director, personally or by mail, telephone, ~~or telegraph,~~ or electronic transmission at least three (3) days prior to the day named for such meeting. Notice of such meetings shall be posted conspicuously on the Condominium property at least 48 hours in advance.

Article IV, Paragraph 4.6 of the Bylaws is hereby amended to read as follows:

Special Meeting. Special meetings of the Directors may be called by the President and must be called by the Secretary at the written request of two-thirds (2/3) of the Directors. Except in an emergency, not less than three (3) days notice of the meeting shall be given personally or by mail, telephone, ~~or telegraph~~ or electronic transmission, which notice shall state the time, place, and purpose of the meeting. Except in an emergency, notice of such meeting shall be posted on the condominium property at least 48 hours in advance.

(Additions, with the exception of headings, are shown by underline, deletions are shown by ~~strikethrough~~.)

**AMENDMENT
 TO
 BY-LAWS
 OF
 SUNDESTIN INTERNATIONAL CONDOMINIUM OWNERS' ASSOCIATION, INC.**

Article IV, Paragraph 4.3 is hereby amended to read as follows:

Election and Term of Office. Vacancies on the Board caused by the expiration of a director's term shall be filled by electing new Board members. The term of each director's service shall be for two (2) years and subsequently until his or her successor is duly elected and qualified, or until he or she is removed in the manner elsewhere provided. The directors shall serve staggered terms, with four (4) directors being elected in even numbered years and three (3) directors being elected in odd numbered years; provided however, no previously elected director's term of office shall be shortened by the provisions hereof. In order to establish the staggered terms and not shorten the terms of office of previously elected directors, the following procedure shall be implemented: at the 2010 annual meeting, four (4) directors shall be elected for a term of two years and one (1) director shall be elected for a term of one year, with the four candidates receiving the highest number of votes shall each be elected for a term of two years and the one candidate receiving the next highest number of votes shall be elected for one year term. No election shall be necessary if the number of candidates is less than or equal to the number of vacancies. In the event the candidates for 2010 election shall number five, the terms of office for each of the newly elected directors shall be determined by marking four slips of paper with the number "2" and one slip of paper with the number "1", and having each director retrieve one of the slips of paper by a blind draw. Those drawing slips of paper with the number "2" shall serve for two (2) year terms and the director drawing the slip of paper with the number "1" shall serve for one (1) year term. In the event the candidates for 2010 election number less than five, the terms of office for each of the newly elected directors shall be determined as set out above with the two year terms of office being filled before the one year term of office. At the 2011 annual meeting and all elections thereafter, all directors shall be elected for two year terms.

~~Except for Directors named by the Developer, the term of office of one (1) member of the Board of Directors shall be fixed at three (3) years, the term of office of one (1) member of the Board of Directors shall be fixed at two (2) years, and the term of office of one (1) member of the Board of Directors shall be fixed at one (1) year. The first Board of Directors shall be elected simultaneously with one ballot or election. The person receiving the highest number of votes shall be elected for the three year term. The person receiving the next highest number of votes shall be elected for the two year term. The person receiving the third highest number of votes shall be elected for the one year term. At the expiration of the initial term of office of each respective member of the board of Directors, his successor shall be elected to serve for a term of three (3) years. The members of the Board of Directors shall hold office until their respective successors shall have been elected by the Association.~~

(Additions, with the exception of headings, are shown by underline, deletions are shown by ~~strikethrough~~.)