

15.00

**CERTIFIED RESOLUTION AMENDING BY-LAWS**

**OF**

**ONE SEAGROVE PLACE OWNERS ASSOCIATION, INC.**

**State of Florida;  
County of Walton:**

I, Bob Jefferies, Secretary of One Seagrove Place Owners Association, Inc., a Florida Corporation, certify that at the Annual Meeting of the Association on September 21, 1991, upon proper notice, the members of the Association adopted the following resolution, amending various provisions of the By-Laws of the Association, that said adoption was approved by more than 75% of the entire membership, all in accordance with the law, the Declaration of Condominium, the articles of Incorporation, and the By-Laws of the Association.

**Resolve that:**

1) Paragraph 3 Directors, as the same is shown in vol. 346 page 153, official records of Walton County Florida, be amended, in part, to read as follows:

3.1 Membership. The affairs of the Association shall be managed by a Board of not less than 3 nor more than 9 Directors, the exact number to be determined by the Board of Directors from time to time. Any change in the number of Directors shall be effective from the date of the Annual Meeting of the membership.

3.2f Deleted.

3.3 For the election of Board members, at the Annual Meeting of September 21, 1991, as postponed or adjourned, only.

The term of four of the Board members shall extend until the first Annual Membership Meeting following their election, and the term of three of the Board Members shall extend to the second Annual Membership Meeting following their election, all of whom, shall serve until his successor shall be elected and qualified.

Commencing with the Annual Membership Meeting of 1992 and thereafter,

The term of each Director shall extend until the second Annual Meeting following his election, and until his/her successor is duly elected and qualified, or until he/she is removed in the manner elsewhere provided.

Commencing with the election of Directors at the

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regular Annual Meeting in 1993, a Director, who has served two or more consecutive terms, shall not be eligible for re-election, or appointment, to the Board, until the following Annual Meeting.

2) Paragraph 5 Officers, as the same is shown in vol. 346 page 155, official records, be amended in part, to read as follows:

5.1 The executive officers of the association shall be a President, who shall be a Director, a Vice President, who shall be a Director, a Treasurer and Secretary, all of whom shall be elected annually by the Board of Directors and who may be peremptorily removed by vote of the Directors at any meeting. Any person may hold one or more offices except that the President shall not also be the Secretary. No person shall serve as President for more than two (2) consecutive terms. After one year hiatus, such person may be again eligible to serve as the President. The Board of Directors from time to time shall elect such other officers and designate their powers and duties as the Board shall find to be required to manage the affairs of the Association.

3) Paragraph 8 Amendments, as the same is shown in vol. 346 page 157, official records, Walton County Florida, be amended in its entirety to read as follows:

8 Amendments. These By-Laws may be amended in the following manner:

8.1 Notice of the subject matter of a proposed amendment, shall be included in the notice of the Regular Annual, or any Special Membership Meeting, (including membership convention) at which a proposed amendment is considered.

8.2 An Amendment may be proposed by:

1) A resolution by the Board of Directors adopting such proposed amendment.

2) A resolution by a Membership convention, consisting of not less than 20% of the entire membership, adopting such proposed amendment.

Except as elsewhere provided, approval of such amendment must be either by:

a) 100% of the entire Board of Directors, and 51% of the entire membership; or

b) Not less than 75% of the Board of Directors and not less than 75% of the entire membership of the Association.

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Directors and members not present in person, or by proxy, at the meeting considering the amendment, may express their approval in writing, providing such approval is delivered to the Secretary of the Association at, or prior to the Meeting.

AND WITNESS WHEREOF, I have hereunto affixed my name as Secretary of the Association this 21<sup>st</sup> of September 1991.

Bob Jefferies  
Bob Jefferies, Secretary

Attest:

Nick Graffeo  
President

The foregoing instrument was acknowledged before me on this day of September 1991, by Bob Jefferies, Secretary and Nick Graffeo, President of the foregoing Association.

NOTARY PUBLIC

Tammie Lynne Kelley

My Commission expires \_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires Oct. 19, 1993  
Bonded thru Walcott Insurance & Bonding



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