

THIS INSTRUMENT WAS PREPARED BY:

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**CERTIFICATE OF AMENDMENT
TO
DECLARATION OF PROTECTIVE COVENANTS
AND BYLAWS
FOR
THE RANCHES AT PANTHER RIDGE III**

Panther Ridge III Homeowner's Association, Inc., a Florida corporation not-for-profit (the "Association"), the entity organized and existing to operate The Ranches at Panther Ridge III, a/k/a The Forest, according to the Declaration of Protective Covenants thereof recorded in Official Records Book 1503, Page 4185, of the Public Records of Manatee County, Florida, as amended (the "Declaration"), including the Bylaws attached thereto, hereby executes this Certificate of Amendment (the "Certificate") and certifies as follows:

(1) Amendment to Section 8.12(h) of the Declaration. Section 8.12(h) of the Declaration is amended to read as follows:

"(h) Each single family residential structure shall be designed, constructed and maintained with an enclosed attached garage as a part thereof, with a capacity of at a minimum of two vehicles. Such enclosed garage shall be deemed a part of such residential structure if structurally a part of the main residential structure or if attached to main residential structure by breezeway or shared paved apron. No such garage shall have its vehicular entrance and garage doors parallel to the front elevation of the residential structure nor facing the Road abutting the side of the Tract parallel to the front elevation of the residential structure. Garage entrances shall be substantially perpendicular to the plane of the front elevation. On corner Tracts the garage entrance shall not face either street abutting the Tract"

(2) Addition of Section 8.13(h) to the Declaration. A new Section 8.13(h) is created and added to the Declaration, to read as follows:

"(h) No member of the BRB may participate as such member, nor vote, with respect to any application or other matter in which such member has a conflict of interest. A conflict of interest shall be deemed to exist if (i) such member, or any member of his or her immediate family (which term shall mean a parent, grandparent, child, grandchild, aunt, uncle, brother, sister, nephew or

niece) is the applicant for BRB approval, or (ii) such member has a material business relationship with such applicant. A material business relationship shall mean, but not necessarily be limited to, an employer-employee relationship, any partnership or other equitable ownership in any business entity, business enterprise or venture, or co-ownership of property, or a lessor/lessee relationship. A BRB member with a conflict of interest shall recuse himself or herself from participation, and if he or she fails to do so the BRB member shall nevertheless be prohibited from such participation with respect to such application if a majority of the other members of the BRB find that there is such a conflict of interest."

(3) **Amendment to Section 5.2 of the Bylaws.** Section 5.2 of the Bylaws is amended to read as follows:

“5.2. Election of Directors. Directors shall be elected in the following manner:

5.02.01. Annual Election. Election of Directors shall occur at the annual meeting. A nominating committee of not less than three Members may be appointed by the Board not less than 60 days prior to the annual meeting. The nominating committee, if appointed, shall nominate at least one person for each directorship. A Member may nominate himself or herself in writing delivered to the Association prior to the balloting, and the Board shall set a date as the deadline for self-nomination to allow a reasonable time in which to prepare and distribute absentee ballots, which shall be not less than 30 days prior to the date of the annual meeting. The Board shall provide reasonable advance notice to the Members of such deadline, which notice shall be consistent with Chapter 720 Florida Statutes, as it may be amended from time to time (the “Amended Act”)

5.02.02. Procedure. Election shall be by secret ballot, and votes may be cast by Members by absentee ballots. Balloting shall be conducted in the manner provided in the Amended Act. Election shall be by a plurality of the votes cast, each person voting being entitled to cast his votes for each of as many of the nominees as there are vacancies to be filled. There shall be no cumulative voting. If there are vacancies for terms of different length, then the nominee(s) elected with the most votes shall be elected to the vacant seat(s) with the longer term. The Board may establish any reasonable procedure for allocating such terms where there are tie votes, or only those number of candidates equal to the number of vacancies, including but not limited to, drawing of lots. Such procedure shall be binding, except that the affected candidates may agree among themselves as to how to allocate such seats. An election is not required unless more candidates are nominated than vacancies exist.

5.02.03. Concurrent Service by Co-Owners Prohibited. Co-Owners of a Tract may not serve as members of the Board at the same time. For the purposes of this Section, the term “Co-Owners” shall include not only co-tenants, joint tenants, and tenants by the entireties but indirect shared ownership interests in a Tract, including but not necessarily limited to, having an equitable ownership interest in an Owner that is a partnership, corporation, or limited liability company, or being beneficiaries and/or a trustee or personal representative of a trust of estate that owns a Tract.”

(4) **Approval.** The foregoing amendments were each adopted and approved by the affirmative vote of Members owning not less than two-thirds (2/3d) of the Tracts, who were present in person or by proxy at a meeting of the Association Members held on March 23, 2014, at which a quorum was present, in accordance with the requirements of the Declaration. Capitalized terms used in this Certificate shall have the meanings given them in the Declaration unless otherwise defined herein.

IN WITNESS WHEREOF, the Association has caused this Certificate to be executed in its name by an officer thereunto duly authorized as of the 23 day of March, 2014.

Witnesses:

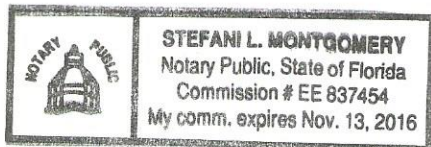
Signature: Jose C. Harlin
Print Name: JOSE C. HARLIN
Signature: Susan Dornb
Print Name: Susan Dornb

PANTHER RIDGE III HOMEOWNER'S ASSOCIATION, INC., a Florida corporation not-for-profit

By: [Signature]
Bruce Behrens, as its President

**STATE OF FLORIDA
COUNTY OF MANATEE**

The foregoing instrument was acknowledged before me this 27 day of March 2014, by Bruce Behrens, as President, of Panther Ridge III Homeowner's Association, Inc., a Florida corporation not-for-profit, on behalf of the corporation who () is personally known to me or produced FLDL as identification.



Stefani L. Montgomery
Notary Public Signature
Print Name: Stefani L. Montgomery
My Commission Expires: EE 837454