

AMENDMENT TO THE ASSOCIATION OF MARION LANDING OWNERS, INC. BY-LAWS

The Association of Marion Landing Owners, Inc. By-Laws are hereby amended pursuant to the written consent of the members representing a majority of a quorum of the Association.

RECORDING FEES 18.50

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Section 1: Name and Location (BK1346, PG1566);
Para. 1.1 & 1.2 is amended to read as follows:

- 1.1 The office of the Association shall be for the present at 6374 S. W. 84th Place, Ocala, Florida 34476 and thereafter may be located at any place in Marion County, Florida (the "County") designated by the Board.
- 1.2 The fiscal year of the association shall be the calendar year.



Section 3: Membership; Members Meetings; Voting and Proxies (BK1346, PG1566-1568);
Para. 3.2, 3.6(a), 3.7, & 3.10 is amended to read as follows:

- 3.2 The members shall meet annually (the "Annual Members Meeting"). The Annual Members Meeting shall be held at the office of the Association or at such other place in the County as the Board may determine and designate in the notice of such meeting during the month of November, of each year commencing with the year 2005. The purpose of the Annual Members Meeting shall be to hear reports of the officers, elect members of the Board and transact any other business authorized to be transacted at such Annual Members Meeting.
- 3.6 (a) A quorum of the Class A Membership shall consist of persons entitled to cast, either in person or by proxy, the number of votes defined by the current Florida State Statute.
- 3.7 At any Annual Members Meeting when elections of Directors are to occur, written ballots are to be supplied to Members who are entitled to vote for such purposes. After the Transfer Date each Class A Member entitled to elect a Director(s) shall have one vote for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting. Also, at any Annual Members Meeting at which Directors are to be elected by the Class A Members, the Board shall appoint an Election Chairperson who will select a committee consisting of a minimum of five (5) members to supervise the election, prepare ballots, count and verify ballots and proxies, disqualify votes if such disqualification is justified under the circumstances and to certify the results of the election to the Board. This Committee shall be able to determine questions within its jurisdiction by majority vote.
- 3.10 Voting rights of Members shall be as stated in the Articles. Such votes may be cast in person or by proxy. "Proxy" is defined to mean a directed proxy which is an instrument containing the appointment of a member who is substituted in the place and stead of the person entitled to vote and will vote as directed by that person. Proxies shall be in writing signed by the person giving the same and shall be valid only for the particular meeting designated therein and any adjournments thereof if so stated in the proxy. A proxy must be filed with the Secretary before the appointed time of the meeting in order to be effective. Any proxy may be revoked prior to the time a vote is cast according to such proxy.

Section 4: Board of Directors; Directors Meetings (BK1346, PG1568-1569);
Para. 4.3 [a, b, & c (added)], 4.6, & 4.12 is amended to read as follows:

- 4.3(a) Any person chosen as a Director shall have all the rights, privileges, duties and obligations of a Director of the Association and shall serve for a term prescribed in Section 4.3 (b) and (c) of these By-Laws.
- (b) Except as otherwise provided in the Articles the term of a Director's service shall extend until the next Annual Members Meeting, and thereafter until his successor is duly elected and qualified or until he resigns or is removed in the manner elsewhere provided.
- (c) At the Annual Members Meeting in the year 2005, the three (3) elected Directors with the most votes will serve a two (2) year term; the remaining two (2) elected Directors will serve a one (1) year term. In 2006, there will be an election for two (2) Directors who will serve a two (2) year term. After 2006, all elected Directors will serve a two (2) year term, staggered so that two (2) Directors are elected in even years and three (3) Directors are elected in odd years.

4.6 Notice of the time and place of regular and special meetings of the Board, or adjournments thereof, shall be given to each Director personally or by mail, telephone or email at least three (3) days prior to the day named for such meeting unless such notice is waived before, during or after such meeting. Any Director may waive notice of the meeting in writing before, during or after a meeting and such waiver shall be deemed equivalent to the receipt of notice by such Director.

4.12 Meetings of the Board shall be open to all Members on such terms as the Board may determine.

Section 6: Officers of the Association (BK1346, PG1569);
Para. 6.2 is amended to read as follows:

6.2 The President shall be the chief executive officer of the Association. He shall have all the powers and duties which are usually vested in the office of the President of an association or a corporation not-for-profit including, but not limited to, the power to appoint chairpersons of such committees at such times from among the Directors or Members as he may in his discretion determine appropriate to assist in the conduct of the affairs of the Association. The President shall preside at all meetings of the Board.

Section 8: Rules and Regulations (BK1346, PG1571);
is amended to read as follows:

The Board may at any meeting of the Board adopt rules and regulations or amend, modify or rescind then existing Rules and Regulations provided however, that such Rules and Regulations are not inconsistent with the terms or provisions of the Marion Landing Documents. Copies of any Rules and Regulation promulgated, amended or rescinded shall be delivered or mailed to all Owners at the last known address as shown on the books and records of the Association and shall not take effect until forty-eight (48) hours after such delivery or mailing except as provided below in this Section. Where Rules and Regulations are to regulate the use of specific portions of the Recreation Area or Storage Area, such posted Rules and Regulations shall be effective immediately with their posting. Care shall be taken to insure that posted rules and regulations are conspicuously displayed and easily readable and that posted signs or announcements are designed with a view towards protection from weather and the elements. Posted Rules and Regulations which are torn down or lost shall be promptly replaced.

IN WITNESS WHEREOF, this Amendment to said By-Laws has been executed and effected this 20th day of May, 2005, by the undersigned officers of the Association of Marion Landing Owners, Inc., each of whom hereby certifies that the foregoing Amendment has been approved by the consent of a majority of a quorum of the Association of Marion Landing Owners, Inc.

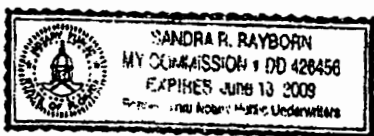
By: Robert P. McGrath
Robert P. McGrath, President

6/7/05
Date

By: Charles P. Mock
Charles P. Mock, Secretary

6/7/05
Date

The foregoing instrument was acknowledged before me this 20 day of JUNE, 2005, by Robert P. McGrath and Charles P. Mock.



June 2005

Sandra R. Rayborn
Notary Public, State of Florida
My Commission Expires June 13 2009
By: David R. Ellspermann
DEPUTY CLERK
CERTIFIED:
A TRUE COPY