

AMENDMENT TO
DECLARATION OF MAINTENANCE COVENANTS
 AND
RESTRICTIONS ON THE COMMONS
 FOR
THE MEADOWS

O.R. 1428 PG 0552

WHEREAS, TAYLOR WOODROW HOMES LIMITED (FLORIDA DIVISION), a corporation under the laws of the United Kingdom, authorized to do business in the State of Florida, hereinafter referred to as "Developer," has heretofore filed a document entitled "Declaration of Maintenance Covenants and Restrictions on The Commons for The Meadows," together with Exhibits thereto, in the Public Records of Sarasota County in Official Records Book 1113, pages 715 - 759, inclusive; and

WHEREAS, said Declaration was amended by instruments recorded in Official Records Book 1137, page 1968, and Official Records Book 1326, page 882, of the Public Records of Sarasota County, Florida; and

WHEREAS, said Declaration reserves unto Developer the right to amend said Declaration, provided all such amendments conform to the general purposes and standards set forth in said Declaration; and

WHEREAS, said Declaration further reserves unto Developer the right to assign and delegate to The Meadowood Management Company, Inc., a Florida corporation not for profit, any of Developer's rights created under said Declaration; and

WHEREAS, by instrument dated January 21, 1981, Developer assigned to The Meadowood Management Company, Inc., the right and authority to amend Paragraph 12 of said Declaration and Exhibits "B" and "C" to said Declaration for the purpose of eliminating the use of "voting delegates" as representatives of condominium and subdivision association members; and

WHEREAS, pursuant to said assignment, the Board of Directors of The Meadowood Management Company, Inc., did unanimously adopt on January 21, 1981, resolutions to so amend said Declaration and Exhibits; and

WHEREAS, said amendments to Exhibit "B," being the Articles of Incorporation of The Meadowood Management Company, Inc., were approved and filed by the Secretary of State of Florida on March 5, 1981; and

WHEREAS, pursuant to a resolution unanimously adopted by the Board of Directors of The Meadowood Management Company, Inc., on August 10, 1978, Paragraph 1 of Article V of the Bylaws of The Meadowood Management Company, Inc., was amended to increase the number of directors to six (6); and

WHEREAS, pursuant to a resolution unanimously adopted by the Board of Directors of The Meadowood Management Company, Inc., on January 21, 1981, Paragraph 3 of Article III of said Bylaws was amended to delete the requirement that proxies be filed with the Secretary at least ten (10) days prior to the date of a meeting; and

WHEREAS, Developer has also assigned to The Meadowood Management Company, Inc., the right and authority to amend said Declaration for the purpose of setting forth these additional amendments to said Bylaws;

NOW, THEREFORE, pursuant to the foregoing authority, and with the joinder and consent of Developer, The Meadowood Management Company, Inc., does hereby modify and amend said Declaration as follows:

1. Paragraph 12 of said Declaration is amended in its entirety to read as follows:

"12. MEMBERSHIP IN MEADOWOOD. Every owner of property subject to assessment, as defined in Paragraph 2 above, shall be a member of The Meadowood Management Company, Inc., a Florida corporation not for profit, and shall have a voice in the affairs thereof to the extent of one vote for each \$10,000.00, or major fraction thereof, of assessed value of his Property ownership as determined in the manner provided in Paragraph 14 below. In the event that any parcel of Property is owned by more than one party, each such owner shall be deemed to be a member of Meadowood; provided, however, that such multiple ownership shall not alter the total vote attributable to each individual parcel of Property and, further, such vote shall not be divided among the owners thereof, but shall be cast as a unit by one of such owners or an agent of such owners designated by a written instrument signed by and legally binding upon all such multiple owners."

2. Paragraph 2 of Article IV of Exhibit "B" (said exhibit being the Articles of Incorporation of The Meadowood Management Company, Inc.) is amended to read as follows:

"2. Membership shall be established by the acquisition of fee title to a lot, parcel or condominium unit included in the property subject to said Covenants. The membership of any property owner shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any parcel of land, except that nothing herein contained shall be construed as terminating the membership of any property owner who may own two or more such parcels, or who may own a fee ownership interest in any such parcel, so long as such owner continues to own one unit or parcel. By written agreement, a copy of which is delivered to Meadowood, the owner or owners of fee title to any such parcel may assign his membership in Meadowood to a lessee of such parcel for all or any part of the term of such lease provided that such assignment must relate to a period of time of one year or more."

3. Paragraph 3 of Article III of Exhibit "C" (said exhibit being the Bylaws of The Meadowood Management Company, Inc.) is deleted.

4. Paragraph 4 of Article III of Exhibit "C" is amended to read as follows:

"4. Votes may be cast either in person or by proxy. Proxies shall be valid only for the particular meeting designated thereon."

5. Paragraph 7 of Article III of Exhibit "C" is amended to read as follows:

"7. Required notices shall be given to the members as the same appear as of the record date on the records of the Corporation pursuant to the provisions of Article IV of the Articles of Incorporation. Notices shall be sent to each member's last known address as shown by such records until the Corporation is notified in writing that such notices are to be addressed otherwise."

6. Paragraphs 3 and 5 of Article IV of Exhibit "C" are deleted.

7. Paragraph 6 of Article IV of Exhibit "C" is amended to read as follows:

"6. Any condominium organization or neighborhood nonprofit corporation may, by majority vote of its members at any meeting at which a quorum is present, propose any question for consideration by the Board of Directors of this Corporation. The chief executive officer of such condominium organization or neighborhood nonprofit corporation shall certify to the Board of Directors of this Corporation the occurrence of said conditions and the question proposed, and the Board of Directors shall consider said question on or before the conclusion of its second meeting following receipt thereof and shall, within a reasonable time thereafter, communicate the result of its consideration thereof to said chief executive officer."

8. Paragraph 1 of Article V of Exhibit "C" is amended to read as follows:

"1. The affairs of the Corporation shall be managed by a Board of Directors consisting of six directors. A majority of the Board of Directors shall constitute a quorum to transact business at any meeting of the Board, and the action of a majority present at a meeting at which a quorum is present shall constitute the action of the Board of Directors."

9. Paragraph 4 of Article VI of Exhibit "C" is amended to read as follows:

"4. All elections to the Board of Directors shall be made on written ballots which shall (a) describe the vacancies to be filled and (b) set forth the names of those nominated by the Nominating Committee for such vacancies and the names of those appointed to the Board by the Developer.

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Such ballots shall be prepared and mailed by the Secretary to the members along with the notice prescribed by Section 4 of Article IV."

10. Paragraph 5 of Article VI of Exhibit "C" is amended in its entirety to read as follows:

"5. (a) The ballot of each individual member (who is not a member of a condominium organization or neighborhood nonprofit corporation) shall show his name and the number of votes to which he is entitled, space for indicating affirmative and negative votes as to questions posed, and for designating the names of nominees and the number of votes cast for each, and provision for signing by the member.

(b) The total number of votes allocated to any member may be cast for each vacancy shown on the ballot. Cumulative voting shall not be permitted."

IN WITNESS WHEREOF, The Meadowood Management Company, Inc., has caused this instrument to be executed in its name and its corporate seal to be affixed by its undersigned duly authorized officers this 6th day of March, 1981.

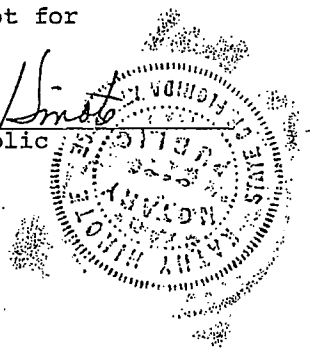
THE MEADOWOOD MANAGEMENT COMPANY, INC.

By: [Signature]
As: President

Attest: [Signature] (CORPORATE SEAL)
As: Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 6th day of March, 1981, by ROGER POSTLETHWAITE, as President, and THOMAS BROWN, as Secretary, of The Meadowood Management Company, Inc., a Florida corporation not for profit, on behalf of said corporation.

[Signature]
Notary Public


My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires April 19, 1981
Bonded by Aetna Casualty & Surety Co.

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JOINDER OF DEVELOPER

Taylor Woodrow Homes Limited, a corporation under the laws of the United Kingdom, authorized to do business in the State of Florida, hereby joins in and consents to the foregoing Amendment and ratifies and approves all action of The Meadowood Management Company, Inc., evidenced therein.

IN WITNESS WHEREOF, the undersigned has caused this Joinder to be executed in its name by its duly authorized officers and caused its corporate seal to be hereunto affixed this 6th day of March, 1981.

TAYLOR WOODROW HOMES LIMITED

By: [Signature]
Roger Postlethwaite, As Director and Agent

Attest: [Signature] (CORPORATE SEAL)
Thomas Brown, As Assistant Secretary

No. in Seal Register
881

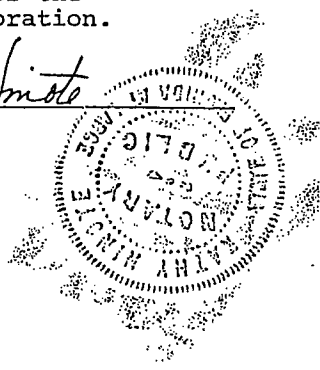
STATE OF FLORIDA
COUNTY OF SARASOTA:

The foregoing instrument was acknowledged before me this 6th day of March, 1981, by ROGER POSTLETHWAITE, as Director and Agent, and THOMAS BROWN, as Assistant Secretary, of Taylor Woodrow Homes Limited, a corporation under the laws of the United Kingdom, on behalf of said corporation.

[Signature]
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires April 18, 1981
Bonded by Aetna Casualty & Surety Co.



CERTIFICATE OF AMENDMENTS
TO
THE ARTICLES OF INCORPORATION AND BYLAWS
OF
THE MEADOWOOD MANAGEMENT COMPANY, INC.

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The undersigned, as Secretary of The Meadowood Management Company, Inc., a Florida corporation not for profit, does hereby certify:

1. That by action of the Board of Directors of The Meadowood Management Company, Inc., on August 10, 1978, Paragraph 1 of Article V of the Corporation's Bylaws were amended to increase the number of directors to six (6). Said amendment was intended to have been set forth in the "Amendment to Declaration of Maintenance Covenants and Restrictions on The Commons for The Meadows" recorded in Official Records Book 1326, page 882, Public Records of Sarasota County, Florida, but was omitted by mistake.

2. That by action of the Board of Directors of The Meadowood Management Company, Inc., on January 21, 1981, various provisions of the Articles of Incorporation and Bylaws of the Corporation were amended. Said amendments to the Articles of Incorporation were filed by the Secretary of State of Florida on March 5, 1981.

3. That all such amendments are accurately set forth in the foregoing document entitled "Amendment to Declaration of Maintenance Covenants and Restrictions on The Commons for The Meadows" and dated March 6th, 1981.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 6th day of March, 1981.

Signed, sealed and delivered in the presence of:

Vera Miller
Maryanne Dobie

Thomas Brown
Thomas Brown, Secretary, The Meadowood Management Company, Inc.

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized to take acknowledgments in the County and State above named, personally appeared THOMAS BROWN, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 6th day of March, 1981.

Kathy Hinton
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires April 19, 1981
Bonded by Aetna Casualty & Surety Co.

FILED AND RECORDED
R. H. HARKNEY JR., CLERK
SARASOTA COUNTY
MAR 11 10 54 AM '81
084298

