

## CERTIFICATE OF AMENDMENT

THE UNDERSIGNED, being the duly and acting President of La Tremiti Homeowner's Association, Inc., a Florida corporation not for profit, hereby certifies that at a meeting of the members held on October 7, 2025, where a quorum was present, after due notice, the resolution set forth below was approved by the vote indicated for the purpose of amending the Bylaws of La Tremiti Homeowner's Association, Inc., which are attached as Exhibit C to the Declaration of Covenants, Conditions and Restrictions for La Tremiti, as originally recorded at O.R. Book 3638, Pages 3629 *et seq.*, Public Records of Lee County, Florida, and previously amended.

The following resolution was approved by a majority vote of the members.

RESOLVED: That the Bylaws of La Tremiti Homeowner's Association, Inc. are hereby amended, and the amendment is adopted in the form attached hereto and made a part hereof.

It is the intention of the Association that this amendment preserves and protects the restrictions contained in the Governing Documents of the Association pursuant to Section 720.05(2)(b), Fla. Stat., as amended from time to time, and that the covenants and restrictions contained in the Governing Documents retain their status for thirty (30) years from the date of the recording of this amendment.

Date: 10/17/25

LA TREMITI HOMEOWNER'S  
ASSOCIATION, INC.

(1) Susan Palmer  
Witness

Print Name Susan Palmer

(2) Robert Stahl  
Witness

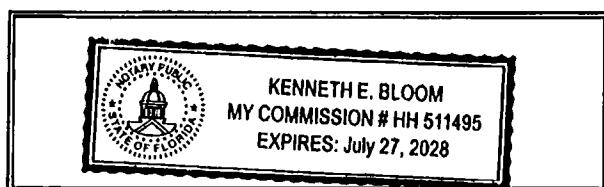
Print Name Robert Stahl

By: Gerald Gale  
Gerald Gale, President  
11100 Bonita Beach Road, #101  
Bonita Springs, FL 34135

(CORPORATE SEAL)

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 17 day of October, 2025, by Gerald Gale, as President of the aforementioned Corporation, on behalf of the Corporation by means of  physical presence or  online notarization. He is personally known to me or has produced \_\_\_\_\_ as identification.



(Print, Type or Stamp Commissioned Name of  
Notary Public) (Affix Notarial Seal)

KEB —  
Signature of Notary Public  
*This instrument was prepared by Robert E. Murrell, B.C.S., The Murrell Law Firm, P.A., 5415 Jaeger Road, Suite B, Naples, FL 34109.*

**AMENDMENTS TO THE BYLAWS**  
**OF**  
**LA TREMITI HOMEOWNER'S ASSOCIATION, INC.**

**The Bylaws of La Tremiti Homeowner's Association, Inc. (hereinafter the "Bylaws") shall be amended as shown below:**

**Note: New language is underlined; language being deleted is shown in struck-through type.**

**1. Article III, Section 1., Paragraphs A., B., C. and D. of the Bylaws shall be amended to read as shown below:**

1. A. The affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three (3) individuals ~~who shall be appointed by the Developer until such time as the Developer relinquishes control of the Association to the Members. Directors need not be Members. The number of Directors which shall constitute the whole Board of Directors shall be three (3).~~

(1) Term of Office: In order to provide for continuity of experience by establishing a system of staggered terms, in the 2026 annual election, the number of Directors to be elected shall be three (3). The one (1) candidate receiving the highest number of votes shall be elected for a three (3) year term. The second (2) candidates receiving the next highest number of votes shall be elected for a two (2) year term. The third (3) candidate receiving the next highest number of votes shall be elected for a one (1) year term. If there are only three (3) candidates, the determination of who will serve the longer terms shall be made among them by agreement or by lot. Thereafter, all Directors shall be elected for a three (3) year term. A Director's term ends at the annual election at which his successor is to be duly elected. Directors shall be elected by the members as described in Section 2. below, or in the case of a vacancy between annual elections, as provided in Section 4. below.

(2) Qualifications. Each Director must be a lot owner or the primary occupant, or the spouse or non-spouse companion of the owner or primary occupant. A person who is delinquent in the payment to the Association of any assessment, fee, charge or monetary obligation is not eligible for Board membership and may not be a candidate for the Board. Convicted felons must wait at least five (5) years after their civil rights have been restored before being eligible to be a candidate for the Board. Candidates must meet all other requirements and restrictions for candidacy provided for by the Homeowners' Association Act.

B. The Board shall meet at such times and places as may be called by the President or a majority of the Board. Notice of meetings shall be posted in a conspicuous place in the community at least 48 hours prior to the meeting, except in an emergency. Notice of meetings shall be given to each Director, personally or by mail, telephone or other form of electronic

transmission at least two (2) days before the day of the meeting. If notice is transmitted by facsimile, notice shall be effective if correctly directed to a number at which the Director has consented to receive notice. If notice is transmitted by electronic mail, notice shall be effective if correctly directed to an email address at which the Director has consented to receive notice. In the alternative, notice of the meeting may be mailed to all Members at least 7 days prior to the meeting, except in an emergency:

C. Unless prohibited by law, any action, which may be taken at a meeting of the Board may be taken without a meeting if authorized in a writing signed by all of the Directors who would be entitled to vote upon said action at a meeting and filed with the Secretary/Treasurer of the Association. D. A majority of the Directors shall constitute a quorum to transact business of the Board, and the act of the majority of the Directors present at any meeting shall be deemed to be the act of the Board.

D.E. No Director shall receive or be entitled to any compensation for his services as Director, but shall be entitled to reimbursement for all expenses incurred by him as such, if incurred upon the authorization of the Board.

2. Article III, Section 2., Paragraphs A., B., C. and D. of the Bylaws shall be amended to read as shown below:

2. Elections. In each annual election the members shall elect by written, secret ballot as many Directors as there are regular terms of Directors expiring, unless the balloting is dispensed with as provided for by law.

A. First Notice; Candidates. Not less than sixty (60) days before the election, the Association shall mail or deliver, or electronically transmit to lot owners who so consent, to each lot owner entitled to vote, a first notice of the date of the election. The first notice may be given by separate Association mailing or electronic transmission or included in another Association mailing, delivery or electronic transmission, including regularly published newsletters. Any lot owner or other eligible person desiring to be a candidate may qualify as such by giving written notice to the Association not less than forty (40) days before the annual election. Notice shall be deemed effective when received by the Association. A person must be eligible to be a candidate to serve on the Board of Directors at the time of the deadline for submitting a notice of intent to run in order to have his or her name listed as a proper candidate on the ballot or to serve on the Board of Directors. Candidates may not be nominated from the floor at the meeting at which the election is to be held.

B. Second Notice; Candidate Information Sheets. If there are more candidates than there are Directors to be elected, balloting is required, and at least fourteen (14) days before the election, the Association shall mail, deliver, or electronically transmit to lot owners who so consent, a second notice of election to all lot owners entitled to vote in the contested election, together with a ballot which shall list all qualified candidates in alphabetical order, by surname. This notice may also include the notice of the annual meeting required by Article V, Section 1, below. Upon timely request of a candidate, an information sheet, no larger than 8½ inches by 11 inches, which must be

furnished by the candidate at least 35 days before the election, must be included with the mailing, delivery, or transmission of the ballot, with the costs of mailing, delivery, or electronic transmission and copying to be borne by the association.

C. Balloting. Where balloting is required, Directors shall be elected by a plurality of the votes cast, provided that at least twenty percent (20%) of the eligible voters cast ballots. Proxies may not be used in the election. In the election of Directors, there shall be appurtenant to each lot as many votes for Directors as there are Directors to be elected, but no lot may cast more than one (1) vote for any candidate, it being intended that voting for Directors shall be non-cumulative. Tie votes may be broken by agreement among the candidates who are tied, by lot or by any other method required or permitted by law. If there is no agreement, the Association shall proceed with a runoff election pursuant to the rules adopted by the Division of Florida Condominiums, Timeshares and Mobile Homes.

Subsequent to the relinquishment of control of the Association by the Developer to the Members:

A. Prior to each annual meeting of the Members, and unless prohibited by law, the Board may appoint a Nominating Committee consisting of three (3) individuals, using such procedures as the Board may establish. The Nominating Committee shall nominate one (1) person for each vacancy to be filled at that annual meeting. Other nominations may be made from the floor.

B. All elections to the Board shall be by written ballot (unless dispensed with by unanimous consent). The ballots shall contain the name of the nominees named by the Nominating Committee and blanks for write-in candidates and nominations from the floor. The Secretary/Treasurer shall provide ballots to each Lot Owner at the Annual Meeting.

C. Each Lot Owner shall be entitled to cast one (1) vote per Lot for each vacancy to be filled. No mail-in ballots shall be allowed.

D. The organizational meeting of the newly elected Board shall be held within ten (10) days of their election at such place and time as shall be fixed by the Board at the meeting at; which they were elected or as previously provided in the Notice of the Annual Meeting.

**3. Article III, Section 4., Paragraphs A., B., C. and D. of the Bylaws shall be amended to read as shown below:**

**4. A. Any Director or officer of the Association may resign at any time, by instrument in writing. Resignations shall take effect at the time specified therein, and if no time is specified, resignations shall take effect at the time of receipt of such resignation by the President or Secretary/Treasurer of the Association. The acceptance of a resignation shall not be necessary to make it effective. If the office of any Director becomes vacant for any reason, a successor to fill the remaining unexpired term shall be appointed or elected as follows:**

(1) Any vacancy occurring on the Board of Directors may be filled by the affirmative vote of the majority of the remaining Directors, even though the remaining Directors constitute less than a quorum, or by the sole remaining Director. A Director elected or appointed to fill a vacancy shall be elected or appointed for the unexpired term of his predecessor in office. If a vacancy is not so filled or if no Director remains, the replacement may be elected by the Members or, on the petition of any Member, by appointment of the Circuit Court of Lee County, Florida.

(2) If a vacancy occurs on the Board as a result of an increase in the number of Directors or a recall in which less than a majority of the Board Members are removed, the vacancy may be filled by the affirmative vote of a majority of the remaining Directors, though less than a quorum, but only for a term of office continuing until the next annual election of Directors by the Members, at which time the Members shall elect a successor to fill the remaining unexpired term, if any.

(3) If vacancies occur on the Board as a result of a recall, and a majority or more of the Directors are removed, the vacancies shall be filled in accordance with procedural rules to be adopted by the Division, which provide procedures governing the conduct of the recall election as well as the operation of the Association during the period after a recall, but prior to the recall election.

(4) A vacancy that will occur at a specific later date, by reason of a resignation effective at a later date under §617.0807 or otherwise, may be filled before the vacancy occurs. However the new Director may not take office until the vacancy occurs.

B. When a vacancy occurs on the Board, the vacancy shall be filled by action of the Board until a successor director is elected at the next annual meeting.

B.E. When a vacancy occurs in an office for any reason, the office shall be filled by the Board at its next meeting by appointing a person to serve.

C. D. Recall and Removal of Directors. Any or all Directors may be recalled, with or without cause, by a majority vote of the entire membership, either by a written petition or at a meeting called for that purpose no earlier than sixty (60) days after the Directors have been elected and no later than sixty (60) days before the next election. The recall of one or more Directors shall occur in accordance with the provisions and requirements of Rules 61B-23.0027 and 61B-23.0028, Florida Administrative Code, as amended from time to time. If a meeting is held or a petition is filed for the removal of more than one (1) Director, the question shall be determined separately as to each Director sought to be recalled. If a special meeting is called by ten percent (10%) of the voting interests for the purpose of recall, the notice of the meeting must be accompanied by a dated copy of the signature list, stating the purpose of the signatures. The meeting must be held not less than fourteen (14) days nor more than sixty (60) days after the date of notice of the meeting. Directors or officers who are ninety (90) days delinquent in payment of regular assessments shall be deemed

to have abandoned the office. A Director or officer charged with a felony theft or embezzlement offense involving the Association's funds or property shall be removed from office and cannot be appointed or elected while charges are pending. If there is no finding of guilt, the Director or officer shall be reinstated for the remainder of his or her term of office.

~~Except for Developer appointed Directors and as otherwise provided herein, any Director may be removed with or without cause by a majority of the total number of votes cast by the Association Members voting on the question of removal, and any officer of the Association may be removed by the Board at any time, with or without cause.~~