

THIS INSTRUMENT PREPARED BY
AND RETURN TO:

JEFF COOPERMAN, ESQ.
SOLOMON, COOPERMAN, RECONDO & WEISS, LLP
1101 BRICKELL AVENUE, SUITE N1101
MIAMI, FLORIDA 33131

**FIRST AMENDMENT TO BY-LAWS
OF
CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC.**

THIS FIRST AMENDMENT TO BY-LAWS OF CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC. (this “**First Amendment**”) is made this 3 day of March, 2023 by CC HOMES AT SOUTHWEST RANCHES, LLC, a Florida limited liability company (“**Developer**”), and joined in by CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation.

RECITALS

- A. Developer recorded that certain Declaration for Circle S Estates on June 14, 2021 as Instrument No. 117343782 of the Public Records of Broward County, Florida (the “**Declaration**”), which contains the By-Laws of Circle S Estates Homeowners Association, Inc. (the “**By-Laws**”) as Exhibit 3.
- B. Section 12.2 of the By-Laws permits Developer to amend the By-Laws prior to the Turnover Date (as defined in the Declaration) without the joinder or consent of any person or entity whatsoever.
- C. The Turnover Date has not yet occurred.
- D. Developer desires to amend the By-Laws as further set forth herein.

NOW THEREFORE, Developer hereby declares to amend the By-Laws, and every portion of Circle S Estates (as defined in the Declaration) is to be held, transferred, sold, conveyed, used and occupied subject to this First Amendment.

- 1. Recitals. The foregoing Recitals are true and correct and are incorporated into and form a part of this First Amendment.
- 2. Conflicts. In the event that there is a conflict between this First Amendment and the By-Laws, this First Amendment shall control. Whenever possible, this First Amendment and the By-Laws shall be construed as a single document. Except as modified hereby, the By-Laws shall remain in full force and effect.
- 3. Formatting. In this First Amendment, words in the text which are lined through (—) indicate deletions from the present text of the By-Laws; words in the text which are underlined indicate additions to the present text of the By-Laws.
- 4. Definitions. All initially capitalized terms not defined herein shall have the meanings set forth in the By-Laws.
- 5. Notice of Members Meetings. Section 3.4 of the By-Laws is hereby modified as follows:
 - 3.4 Notice of Members Meetings. Written notice of each members meeting shall be given by, or at the direction of, any officer of the Board or any management company retained by Association. Except as elsewhere provided herein, a copy of the notice shall be hand delivered, electronically transmitted or mailed to each Member entitled to vote, postage prepaid, not less than ten (10) days before the meeting (provided, however, in the case of an emergency, two (2) days’ notice will be deemed sufficient). The notice

shall be addressed to the member's address last appearing on the books of Association. The notice shall specify the place, day, and hour of the meeting and, in the case of a Special Members Meeting, the purpose of the meeting. Alternatively, and to the extent not prohibited by the Florida Statutes, the Board may adopt from time to time, other procedures for giving notice to the members of the Annual Members Meeting or a Special Members Meeting.

6. Proxies. Section 3.8 of the By-Laws is hereby modified as follows:

3.8 Proxies. At all meetings, members may vote their Voting Interests in person or by proxy. All proxies shall comply with the provisions of Section 720.306(68) of the Florida Statutes, as amended ~~from~~ from time to time, be in writing, and be filed with the Secretary at, or prior to, the meeting. Every proxy shall be revocable prior to the meeting for which it is given. Notwithstanding the foregoing, proxies may not be used in electing the Board at general elections or to fill vacancies caused by resignation or otherwise.

7. Electronic Voting. The following language is hereby added to the By-Laws as Section 3.9 thereof:

3.9 Electronic Voting. The Association may conduct elections and other Owner votes through an Internet-based online voting system if an Owner consents, in writing, to online voting and if the following requirements are met: (1) the Association provides each Owner with: (a) a method to authenticate the Owner's identity to the online voting system; (b) for elections of the Board, a method to transmit an electronic ballot to the online voting system that ensures the secrecy and integrity of each ballot; and (c) a method to confirm, at least fourteen (14) days before the voting deadline, that the Owner's electronic device can successfully communicate with the online voting system and (2) the Association uses an online voting system that is: (a) able to authenticate the Owner's identity; (b) able to authenticate the validity of each electronic vote to ensure that the vote is not altered in transit; (c) able to transmit a receipt from the online voting system to each Owner who casts an electronic vote; (d) for elections of the Board, able to permanently separate any authentication or identifying information from the electronic election ballot, rendering it impossible to tie an election ballot to a specific Owner; and (e) able to store and keep electronic votes accessible to election officials for recount, inspection, and review purposes. An Owner voting electronically pursuant to this section shall be counted as being in attendance at the meeting for purposes of determining a quorum. A substantive vote of the Owners may not be taken on any issue other than the issues specifically identified in the electronic vote, when a quorum is established based on Owners voting electronically pursuant to this section. The electronic voting privileges described herein apply to an Association that provides for and authorizes an online voting system by a Board resolution. The Board resolution must provide that Owners receive notice of the opportunity to vote through an online voting system, must establish reasonable procedures and deadlines for Owners to consent, in writing, to online voting, and must establish reasonable procedures and deadlines for Owners to opt out of online voting after giving consent. Written notice of a meeting at which the resolution will be considered must be mailed, delivered, or electronically transmitted to the Owners and posted conspicuously on the Association Property at least fourteen (14) days before the meeting. Evidence of compliance with the fourteen (14) day notice requirement must be made by an affidavit executed by the person providing the notice and filed with the Official Records of the Association. An Owner's consent to online voting is valid until the Owner opts out of online voting according to the procedures established by the Board.

8. Election of Directors. Section 4.7 of the By-Laws is hereby deleted in its entirety and replaced as follows:

4.7 Election. Election of Directors shall be held at the Annual Members Meeting, except as herein provided to the contrary. At least sixty (60) days before a scheduled election, the Association shall mail, deliver, or electronically transmit, by separate Association mailing or included in another

Association mailing, delivery, or transmission, including regularly published newsletters, to each Owner entitled to a vote, a first notice of the date of the election. Any Owner or other eligible person desiring to be a candidate for the Board shall give written notice to the Secretary of the Association of his or her intent to be a candidate at least forty (40) days prior to the scheduled election and must be eligible to be a candidate to serve on the Board 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. Together with the notice of meeting and agenda sent in accordance with Section 3.4 above, the Association shall then, mail, deliver or electronically transmit a second notice of the meeting, not less than fourteen (14) continuous days prior to the date of the meeting, to all Owners entitled to vote therein, together with a ballot that lists all candidates. Upon request of a candidate, an information sheet, no larger than 8-1/2 inches by 11 inches furnished by the candidate, which must be furnished by the candidate to the Association at least thirty-five (35) days before the election, must be included with the mailing, delivery or electronic transmission of the ballot, with the costs of mailing or delivery and copying to be borne by the Association. The Association is not liable for the contents of the information sheets prepared by the candidates. In order to reduce costs, the Association may print or duplicate the information sheets on both sides of the paper.

The election of Directors shall be by written ballot or voting machine. Accompanying the ballot shall be an outer envelope addressed to the person or entity authorized to receive the ballots and a smaller inner envelope in which the ballot shall be placed. The exterior of the outer envelope shall indicate the name of the voter, and the Home (or Homes) being voted, and shall contain a signature space for the voter. Once the ballot is filled out, the voter shall place the completed ballot in the inner smaller envelope and seal the envelope. The inner envelope shall be placed within the outer larger envelope, and the outer envelope shall then be sealed. Each inner envelope shall contain only one ballot, but if a person is entitled to cast more than one ballot, the separate inner envelopes required may be enclosed within a single outer envelope. The voter shall sign the exterior of the outer envelope in the space provided for such signature. The envelope shall either be mailed or hand delivered to the Association. Upon receipt by the Association, no ballot may be rescinded or changed. Envelopes containing ballots received by the Association shall be retained and collected by the Association and shall not be opened except in the manner and at the time provided herein.

Any envelopes containing ballots shall be collected by the Association and shall be transported to the location of the duly called meeting of the Owners. Each envelope and ballot shall be handled in the following manner. As the first order of business, ballots not yet cast shall be collected. The ballots and envelopes shall then be handled by an impartial committee (i.e., a committee whose members do not include any of the following or their spouses: (1) current Board members; (2) officers; and (3) candidates for the Board). The business of the meeting may continue during this process. The signature and Home identification on the outer envelope shall be checked against a list of qualified voters. Any exterior envelope not signed by the eligible voter shall be marked "Disregarded" or with words of similar import, and any ballots contained therein shall not be counted. The voters shall be checked off on the list as having voted. Then, in the presence of any Owners in attendance (but only to the extent that a quorum is present), all inner envelopes shall be first removed from the outer envelopes and shall be placed into a receptacle. Upon the commencement of the opening of the outer envelopes or accessing of the electronic votes, whichever occurs first, the polls shall be closed, and no more ballots shall be accepted. The inner envelopes shall then be opened and the ballots shall be removed and counted in the presence of the Owners. Any inner envelope containing more than one ballot shall be marked "Disregarded", or with words of similar import, and any ballots contained therein shall not be counted. All envelopes and ballots, whether disregarded or not, shall be retained with the official records of the Association.

If two or more candidates for the same position receive the same number of votes, which would result in one or more candidates not serving or serving a lesser period of time, the Association shall conduct a runoff election in accordance with the procedures set forth herein. Within 7 days of the date of the election at which the tie vote occurred, the Board shall mail or personally deliver to the voters, a notice of a runoff election. The only candidates eligible for the runoff election to the Board position are the runoff candidates who received the tie vote at the previous election. The notice shall inform the voters of the date scheduled for the runoff election to occur, shall include a ballot conforming to the requirements of this Section, and shall include copies of any candidate information sheets previously submitted by those candidates to the Association. The runoff election must be held not less than 21 days, nor more than 30 days, after the date of the election at which the tie vote occurred.

Proxies may not be used in electing the Board at general elections or to fill vacancies caused by resignation or otherwise. Elections shall be decided by a plurality of ballots and votes cast. There shall be no cumulative voting. An Owner shall not permit any other person to vote his or her ballot, and any ballots improperly cast are deemed invalid. An Owner who violates this provision may be fined by the Association in accordance with Section 720.305, F.S. The regular election must occur on the date of the Annual Members Meeting. Notwithstanding anything contained herein to the contrary, if and to the extent a vacancy occurs on the Board and/or additional Directors are to be elected in accordance herewith, the Board may, in its sole and absolute discretion, hold a meeting to elect the Directors prior to the Annual Members Meeting.

Notwithstanding the provisions of this Section 4.7, an election is not required if the number of vacancies equals or exceeds the number of candidates. For purposes of this paragraph, the term "candidate" means an eligible person who has timely submitted the written notice of his or her intention to become a candidate.

9. Regular Meetings of Directors. Section 5.1 of the By-Laws is hereby modified as follows:

5.1 Regular Meetings. Regular meetings of the Board shall be held on a schedule adopted by the Board from time to time. Meetings shall be held at such place and hour as may be fixed, from time to time, by resolution of the Board. Telephone conference meetings, real-time videoconferencing, or similar real-time electronic or video communication meetings are permitted.

10. Special Meetings of Directors. Section 5.2 of the By-Laws is hereby modified as follows:

5.2 Special Meetings. Special meetings of the Board shall be held when called by the President, or by any two (2) Directors. Each Director shall be given not less than two (2) days' notice except in the event of an emergency. Notice may be waived. Attendance shall be a waiver of notice. Telephone conference meetings, real-time videoconferencing, or similar real-time electronic or video communication meetings are permitted.

11. Quorum of Directors. Section 5.4 of the By-Laws is hereby modified as follows:

5.4 Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting, at which a quorum is present, or in writing in lieu thereof, shall be action of the Board. Any Director attending any regular or special meeting of the Board telephonically, by real-time videoconferencing, or by similar real-time electronic or video communication shall be considered present for purposes of quorum and voting.

Additional text and signatures appear on the following page

12. Electronic Transmission. The following language is hereby added to the By-Laws as Section 15.3 thereof:

15.3 Electronic Transmission. For purposes hereof, "electronic transmission" means any form of communication, not directly involving the physical transmission or transfer of paper, which creates a record that may be retained, retrieved, and reviewed by a recipient thereof and which may be directly reproduced in a comprehensible and legible paper form by such recipient through an automated process. Examples of electronic transmission include, but are not limited to, telegrams, facsimile transmissions of images, and text that is sent via electronic mail between computers. Notwithstanding the provision for electronic transmission of notices by the Association, same may be only be sent to Owners that consent to receipt of Association notices by electronic transmission (and only for long as such consent remains in effect).

13. Covenant Running with Circle S Estates. This First Amendment shall be a covenant running with Circle S Estates and all Members shall be bound thereby.

IN WITNESS WHEREOF, the undersigned, Developer, has hereunto set its hand and seal this 3 day of march, 2023.

WITNESSES:

CC HOMES AT SOUTHWEST RANCHES,
LLC, a Florida limited liability company

K. Attyrmy
Print Name: KATHRYN

L
Print Name: Cynthia Chandler

M L
By: Michael Levak
Title: VP

[SEAL]

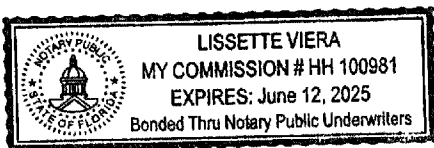
STATE OF FLORIDA)
COUNTY OF Miami Dade)

SS.:

The foregoing instrument was acknowledged before me, by means of ☒ physical presence or ☐ online notarization, this 3 day of march, 2023, by Michael Levak, as VP of CC HOMES AT SOUTHWEST RANCHES, LLC, a Florida limited liability company. He/she is personally known to me or has produced as identification, on behalf of the company.

My commission expires:
6.12.2025

L. Viera
NOTARY PUBLIC, State of Florida at Large
Print Name: Lisette Viera



JOINDER

CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC.

CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC. ("Association") does hereby join in the First Amendment to By-Laws of Circle S Estates Homeowners Association, Inc. (the "First Amendment"), to which this Joinder is attached, and the terms thereof are and shall be binding upon the undersigned and its successors in title. Association agrees that this Joinder is for convenience purposes only and does not apply to the effectiveness of the First Amendment as Association has no right to approve the First Amendment.

IN WITNESS WHEREOF, the undersigned has executed this Joinder on this 3 day of MARCH, 2023.

WITNESSES:

CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation

H. Atkinson
Print Name: H. Atkinson

By: Ryan Palonka
Name: Ryan Palonka
Title: Secretary

Cynthia Chandler
Print Name: Cynthia Chandler

{SEAL}

STATE OF FLORIDA)
COUNTY OF Miami Dade) SS.:

The foregoing instrument was acknowledged before me, by means of ☒ physical presence or ☐ online notarization, this 3 day of MARCH, 2023 by Ryan Palonka, as Secretary of CIRCLE S ESTATES HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation. He is personally known to me or produced as identification, on behalf of the corporation.

My commission expires: 6.12.2025

L. Viera
NOTARY PUBLIC, State of Florida at Large
Print Name: Lisette Viera

