

Record and Return to:
Jane L. Cornett
Cornett, Googe & Associates, P.A.
P.O. Box 66
Stuart, FL 34995

-----THIS SPACE FOR RECORDER'S USE-----

**BY-LAWS
OF
THE OCEANA SOUTH ASSOCIATION, INC.
(A Florida Corporation Not for Profit)**

Section 1. Identification of Association.

These are the By-Laws of the OCEANA SOUTH ASSOCIATION, INC., hereinafter referred to as the "Association," as duly adopted by its Members. The Association is a corporation not for profit organized pursuant to and under Chapter 617 of the Florida Statutes for the purposes of performing all duties and obligations assigned to it by that certain Oceana South Declaration of Covenants, Restrictions and Easements (the "Declaration of Covenants"), which document is recorded in the Public Records of St. Lucie County, Florida at Official Records Book 356, Page 292 et.seq and a Supplementary Declaration of Covenants, Restrictions and Easements recorded at Official Records Book 361, Page 2739 et.seq.

To the extent permitted by law and except as provided by applicable law, Declaration of Covenants and the Articles of Incorporation of the Oceana South Association, Inc. these By-Laws shall control the affairs of the Association.

- 1.1 **Principal Office.** The office of the Association shall be at 10660 South Ocean Drive, Jensen Beach, Florida 34957.
- 1.2 **Fiscal Year.** The fiscal year of the Association shall be the calendar year, unless the Board of Directors shall determine otherwise.
- 1.3 **Seal.** The seal of the Association shall bear the name of the Association; the word "Florida," and the words "Corporation Not For Profit."

Section 2. Definitions.

- 2.1 **Terms.** When used in these By-Laws, the following terms (unless the context clearly requires otherwise) shall have the same meanings respectively ascribed to them in the Declaration of Covenants:

Member
Membership
Annual Assessments
Additional Assessments

- 3.4 **Notice of Meetings.** A written notice of all meetings of Members (whether the Annual Members Meeting or a special meeting of the Members) shall be mailed by regular mail or delivered to each Member entitled to vote at the address as it appears in the Address Register or by electronic transmission, and posted in a conspicuous place in the recreation building

2.2 ACT means Florida Condominium Act, Florida Statutes (Chapter 718) and related Rules and Regulations.

2.3 Declaration of Covenants means the document which created the Oceana South Association.

2.4 Articles mean the Articles of Incorporation of the Association. (Attached as Exhibit "A")

2.5 By-Laws means this document, the By-Laws of Oceana South Association

2.6 Board means the Board of Directors of the Association

2.7 Director means a member of the Board.

2.8 Address Register means the registered addresses and electronic addresses to be maintained by the Secretary of the Association as updated regularly by the Island Crest and Oceana South II Condominium Associations.

2.9 Assessment means Annual Assessments and Additional Assessments.

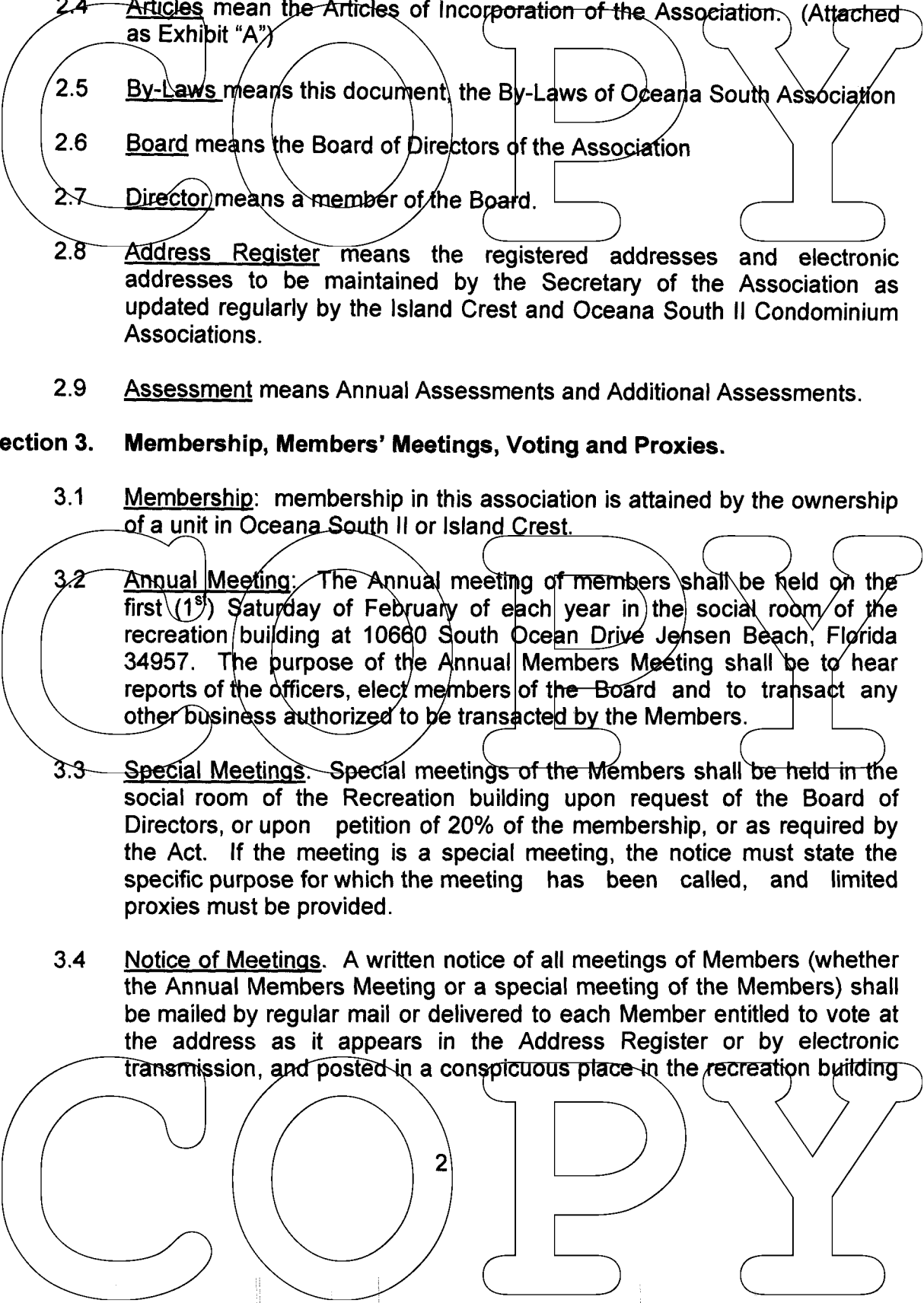
Section 3. Membership, Members' Meetings, Voting and Proxies.

3.1 Membership: membership in this association is attained by the ownership of a unit in Oceana South II or Island Crest.

3.2 Annual Meeting: The Annual meeting of members shall be held on the first (1st) Saturday of February of each year in the social room of the recreation building at 10660 South Ocean Drive Jensen Beach, Florida 34957. The purpose of the Annual Members Meeting shall be to hear reports of the officers, elect members of the Board and to transact any other business authorized to be transacted by the Members.

3.3 Special Meetings. Special meetings of the Members shall be held in the social room of the Recreation building upon request of the Board of Directors, or upon petition of 20% of the membership, or as required by the Act. If the meeting is a special meeting, the notice must state the specific purpose for which the meeting has been called, and limited proxies must be provided.

3.4 Notice of Meetings. A written notice of all meetings of Members (whether the Annual Members Meeting or a special meeting of the Members) shall be mailed by regular mail or delivered to each Member entitled to vote at the address as it appears in the Address Register or by electronic transmission, and posted in a conspicuous place in the recreation building



and Island Crest and Oceana South II Condominium properties not less than fourteen (14) days or more than thirty (30) days prior to the date of such meeting. Proof of such mailing or delivery shall be by the retention of an affidavit signed by an officer of the Association. The notice shall state the time and place of such meeting and the object for which the meeting is called and shall be signed by an officer of the Association.

3.5 Quorum. A quorum of the Membership consists of persons entitled to cast 50% of the votes of all of the members. A member may join in the action of a meeting by signing and concurring in the minutes thereof and such signing shall constitute the presence of such parties for the purpose of determining a quorum. When a quorum is present at any meeting and a question is presented, the holders of a majority of the voting rights present in person or represented by written proxy shall be required to decide the question. However, if such question is one which by express provisions of the Act, the Declaration of Covenants or the Articles requires a vote other than such majority vote, then such express provision shall govern and control the required vote on the decision of such question.

3.6 Adjourned Meetings: If any meeting of the Members cannot be organized because a quorum is not in attendance, the Members who are present, either in person or by proxy, may adjourn the meeting from time to time until a quorum is present. In the case of the adjournment of a meeting, notice to the Members of such adjournment shall be in the manner determined by the Board set forth in section 3.4.

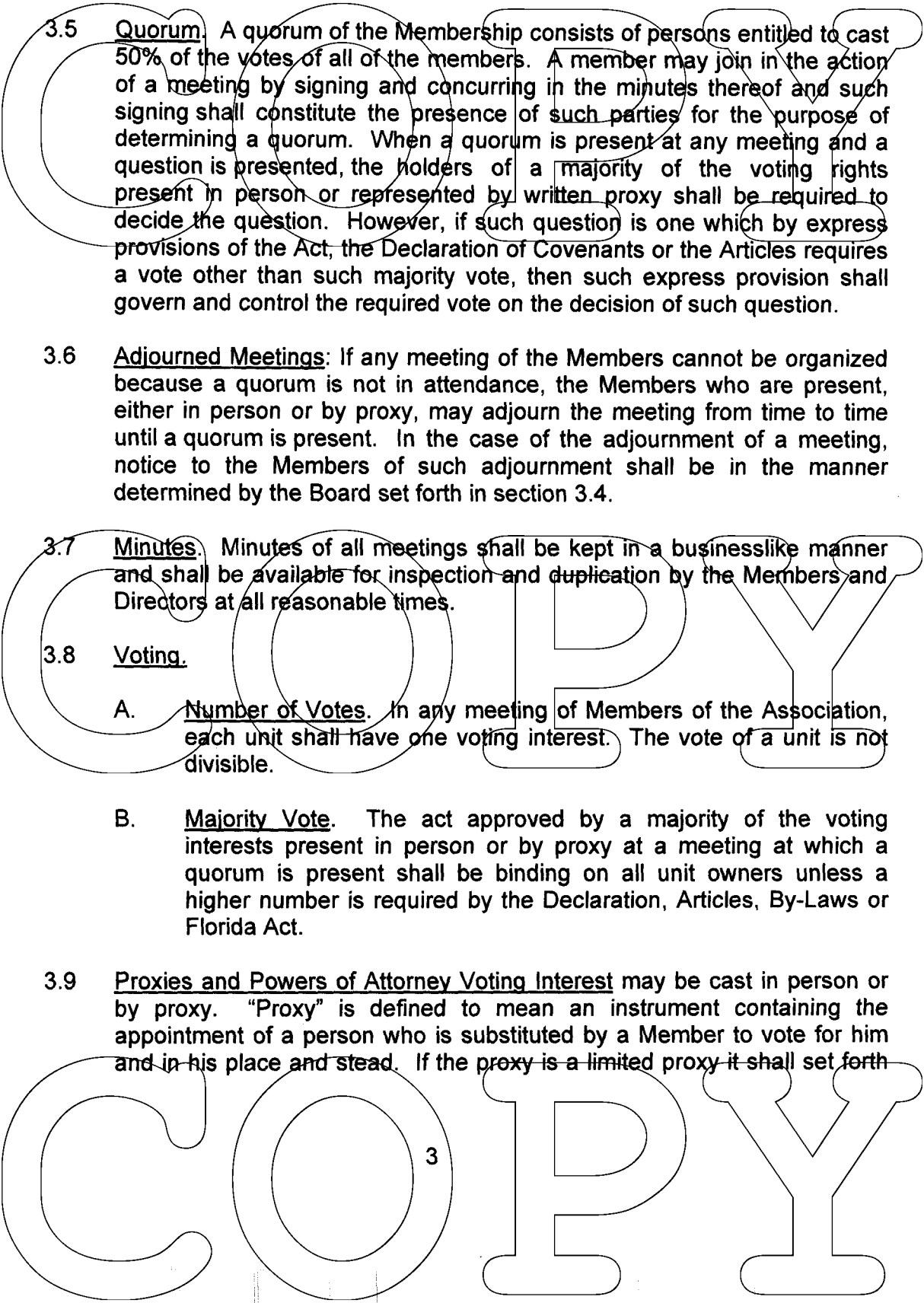
3.7 Minutes. Minutes of all meetings shall be kept in a businesslike manner and shall be available for inspection and duplication by the Members and Directors at all reasonable times.

3.8 Voting.

A. Number of Votes. In any meeting of Members of the Association, each unit shall have one voting interest. The vote of a unit is not divisible.

B. Majority Vote. The act approved by a majority of the voting interests present in person or by proxy at a meeting at which a quorum is present shall be binding on all unit owners unless a higher number is required by the Declaration, Articles, By-Laws or Florida Act.

3.9 Proxies and Powers of Attorney Voting Interest may be cast in person or by proxy. "Proxy" is defined to mean an instrument containing the appointment of a person who is substituted by a Member to vote for him and in his place and stead. If the proxy is a limited proxy it shall set forth



those items upon which the holder of the proxy may vote and the manner in which the vote is to be cast. Proxies shall be in writing and shall be valid only for the particular meeting designated therein and any adjournments thereof if so stated. No proxy shall be valid for a period longer than ninety (90) days after the date of the first meeting for which it was given. The proxy shall be signed by the unit owner or the duly authorized representative. If the proxy expressly provides, any proxy holder may appoint, in writing, a substitute to act in his place. If no such provision is made, substitution is not authorized. A proxy must be filed with the Secretary of the Association 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 pursuant to such proxy.

3.10 Order of Business. The order of business at Annual meetings of Members of the Association and as far as practical at other meetings, shall be:

- A. Proof of Notice Mailing
- B. Certify that a quorum is present
- C. Reading and disposal of any unapproved minutes
- D. Reports of officers
- E. Reports of Committees
- F. Old Business
- G. New business
- H. Election of Board Members
- I. Adjournment

3.11 Member Participation. Members shall have the right to participate in all meetings of the Members of the Association with reference to all designated agenda items. However, the Association may adopt reasonable rules governing the frequency, duration and manner of Member participation. Any Member may tape record or videotape a meeting.

Section 4. Board of Directors; Directors' Meetings.

4.1 Qualifications. All Board Members must be members or spouses of members of the Association.

4.2 Number of Directors and Term of Service. The board shall consist of five members, each elected for a two-year term. Three members will be voted in during odd numbered years, and two shall be elected in even numbered years. No board member shall serve more than three consecutive two-year terms. No two people owning or residing in the same unit may serve on the Board of Directors at the same time.

4.3 Election of Directors.

A. Directors are elected at the Annual Membership meeting. The first notice of Elections must be mailed to all members at least sixty (60) days before the Elections. This notice will encourage members to run for the Board. The Members interested in running for the Board must notify the secretary, in writing at least forty (40) days before the election is held. A written receipt must be provided by the secretary, or a person designated by the secretary, to all candidates responding in a timely fashion to the first notice of election. A candidate may provide a one-page information sheet at least thirty-five (35) days prior to the election to be included in the ballot. As required by the Act, candidate must sign a Condominium Association Candidate Certificate certifying that they have read and understand to the best of their ability the governing documents of Oceana South Association and the Florida condominium By-Laws and administrative code.

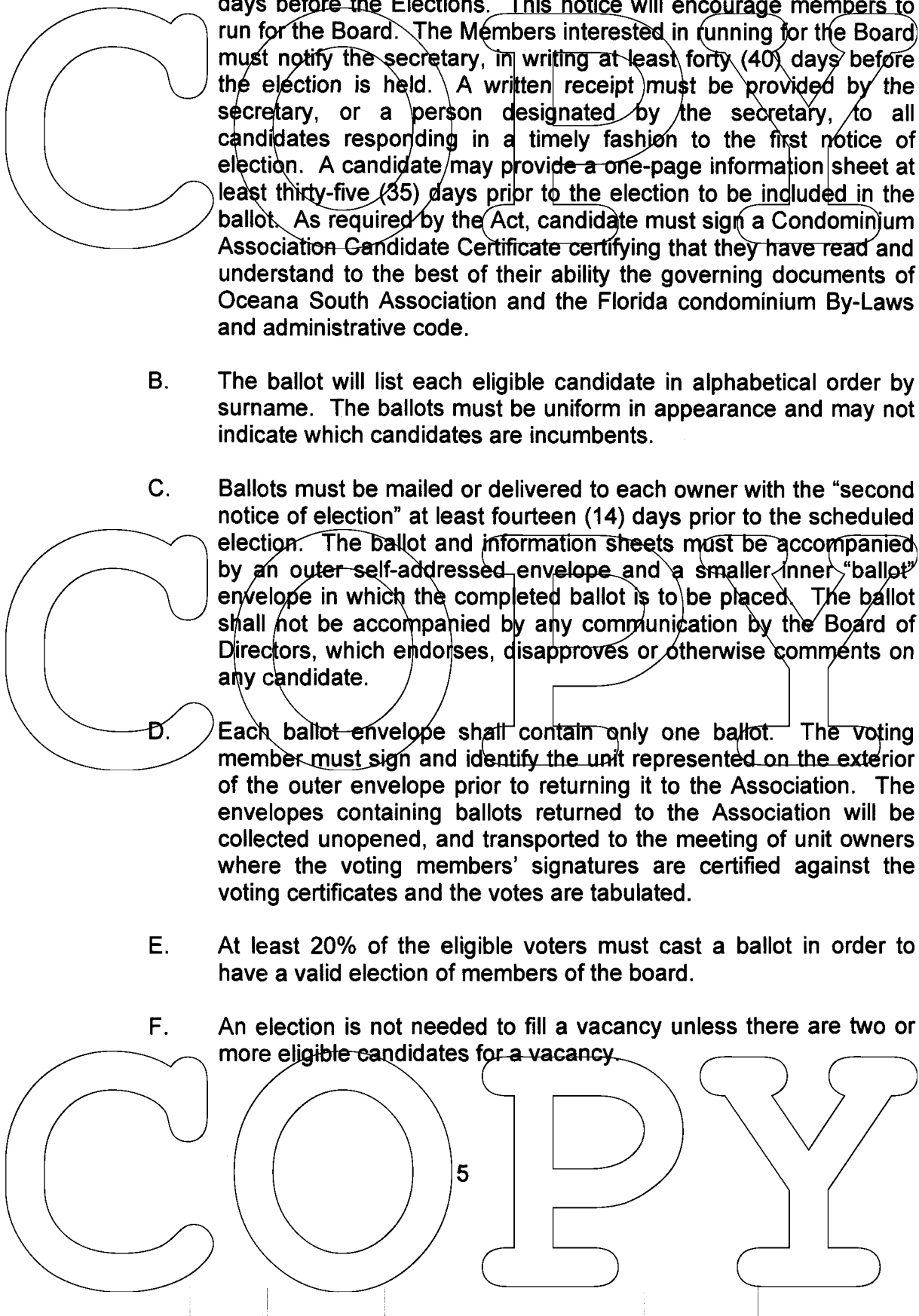
B. The ballot will list each eligible candidate in alphabetical order by surname. The ballots must be uniform in appearance and may not indicate which candidates are incumbents.

C. Ballots must be mailed or delivered to each owner with the "second notice of election" at least fourteen (14) days prior to the scheduled election. The ballot and information sheets must be accompanied by an outer self-addressed envelope and a smaller inner "ballot" envelope in which the completed ballot is to be placed. The ballot shall not be accompanied by any communication by the Board of Directors, which endorses, disapproves or otherwise comments on any candidate.

D. Each ballot envelope shall contain only one ballot. The voting member must sign and identify the unit represented on the exterior of the outer envelope prior to returning it to the Association. The envelopes containing ballots returned to the Association will be collected unopened, and transported to the meeting of unit owners where the voting members' signatures are certified against the voting certificates and the votes are tabulated.

E. At least 20% of the eligible voters must cast a ballot in order to have a valid election of members of the board.

F. An election is not needed to fill a vacancy unless there are two or more eligible candidates for a vacancy.



4.4 Vacancies. Vacancies in the Board shall be filled by persons elected by the remaining Directors. Any Director elected to fill a vacancy shall fill the vacancy for the unexpired term of the seat being filled.

4.5 Recall and Removal. Any Board member is subject to recall and removal at any time, with or without cause, by a vote, or an agreement in writing, of a majority of all the voting interests in the Association. A special meeting for a recall vote must be held when 10% of the voting members request the meeting. These meetings are subject to the notification guidelines in section 3.4 except electronic transmission may not be used. Any vacancy on the Board of Directors thus created shall be filled by the Board as stated in 4.4 above. If more than one Director is subject to recall, there shall be a separate vote on the question to remove each Director. Reference should be made to the specific provisions of the Act in the case of recall by an agreement in writing or a disputed recall.

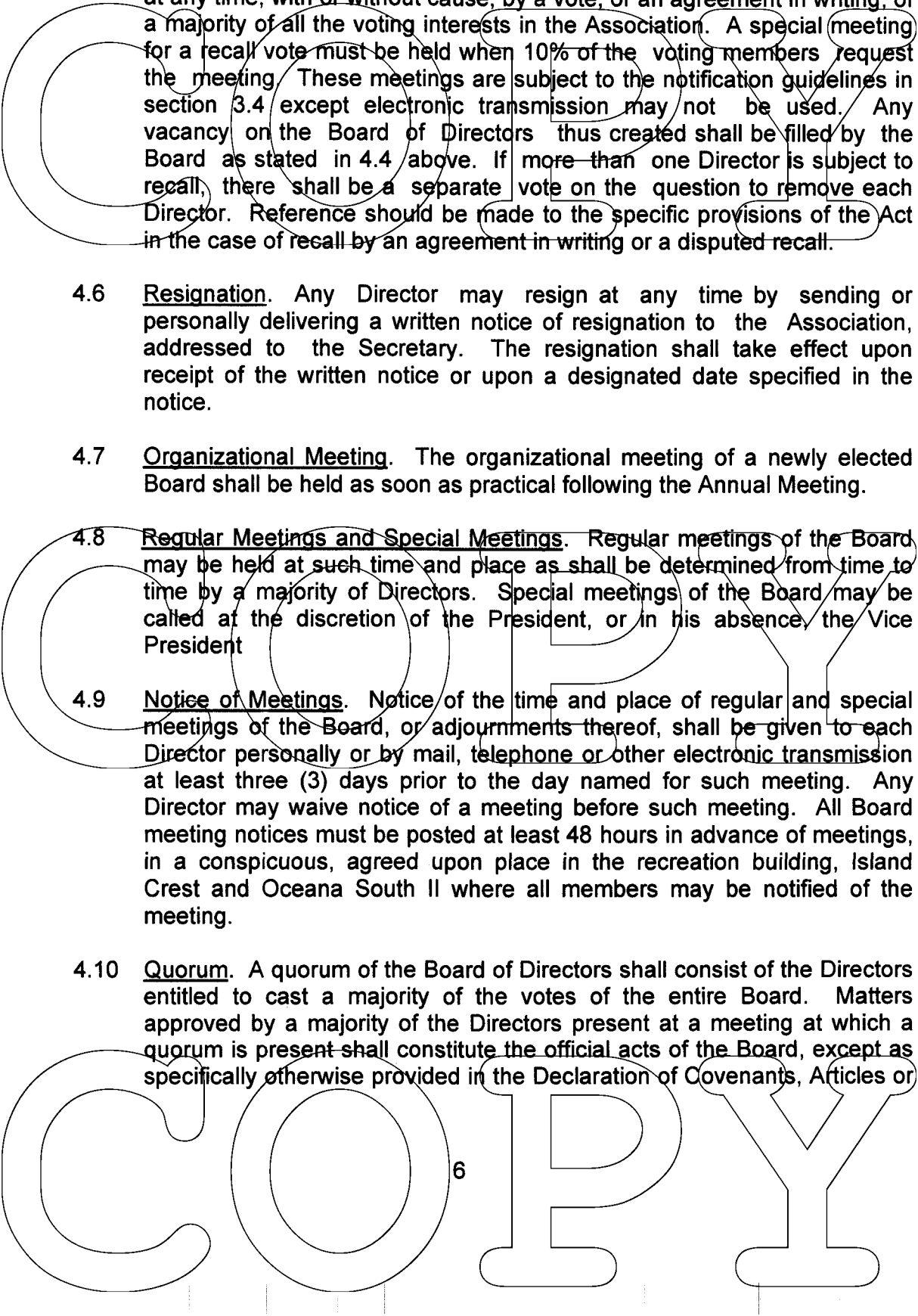
4.6 Resignation. Any Director may resign at any time by sending or personally delivering a written notice of resignation to the Association, addressed to the Secretary. The resignation shall take effect upon receipt of the written notice or upon a designated date specified in the notice.

4.7 Organizational Meeting. The organizational meeting of a newly elected Board shall be held as soon as practical following the Annual Meeting.

4.8 Regular Meetings and Special Meetings. Regular meetings of the Board may be held at such time and place as shall be determined from time to time by a majority of Directors. Special meetings of the Board may be called at the discretion of the President, or in his absence, the Vice President

4.9 Notice of Meetings. 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 other electronic transmission at least three (3) days prior to the day named for such meeting. Any Director may waive notice of a meeting before such meeting. All Board meeting notices must be posted at least 48 hours in advance of meetings, in a conspicuous, agreed upon place in the recreation building, Island Crest and Oceana South II where all members may be notified of the meeting.

4.10 Quorum. A quorum of the Board of Directors shall consist of the Directors entitled to cast a majority of the votes of the entire Board. Matters approved by a majority of the Directors present at a meeting at which a quorum is present shall constitute the official acts of the Board, except as specifically otherwise provided in the Declaration of Covenants, Articles or



elsewhere herein. If at any meetings of the Board there shall be less than a quorum present, the majority of those present may adjourn the meeting from time to time until a quorum is present. At any adjourned meeting any business which might have been transacted at the meeting as originally called may be transacted. In the case of the adjournment of a meeting, notice to the Directors of such adjournment shall be as determined by the Board.

4.11 Presiding Officer. The presiding officer at Board meetings shall be the President.

4.12 Compensation. Directors shall not receive any compensation by virtue of their service as Directors.

4.13 Minutes of Meetings. Minutes of all meetings of the Board shall be kept in a businesslike manner and be available for inspection by Members and Directors at all reasonable times.

4.14 Meetings Open to Members. Meetings of the Board of Directors shall be open to all Unit Owners to attend and observe. The right to attend such meetings includes the right to speak at such meetings with reference to all designated agenda items. However, the Board of Directors may adopt reasonable rules governing the frequency, duration and manner of member participation. Any Member may tape record or videotape a meeting.

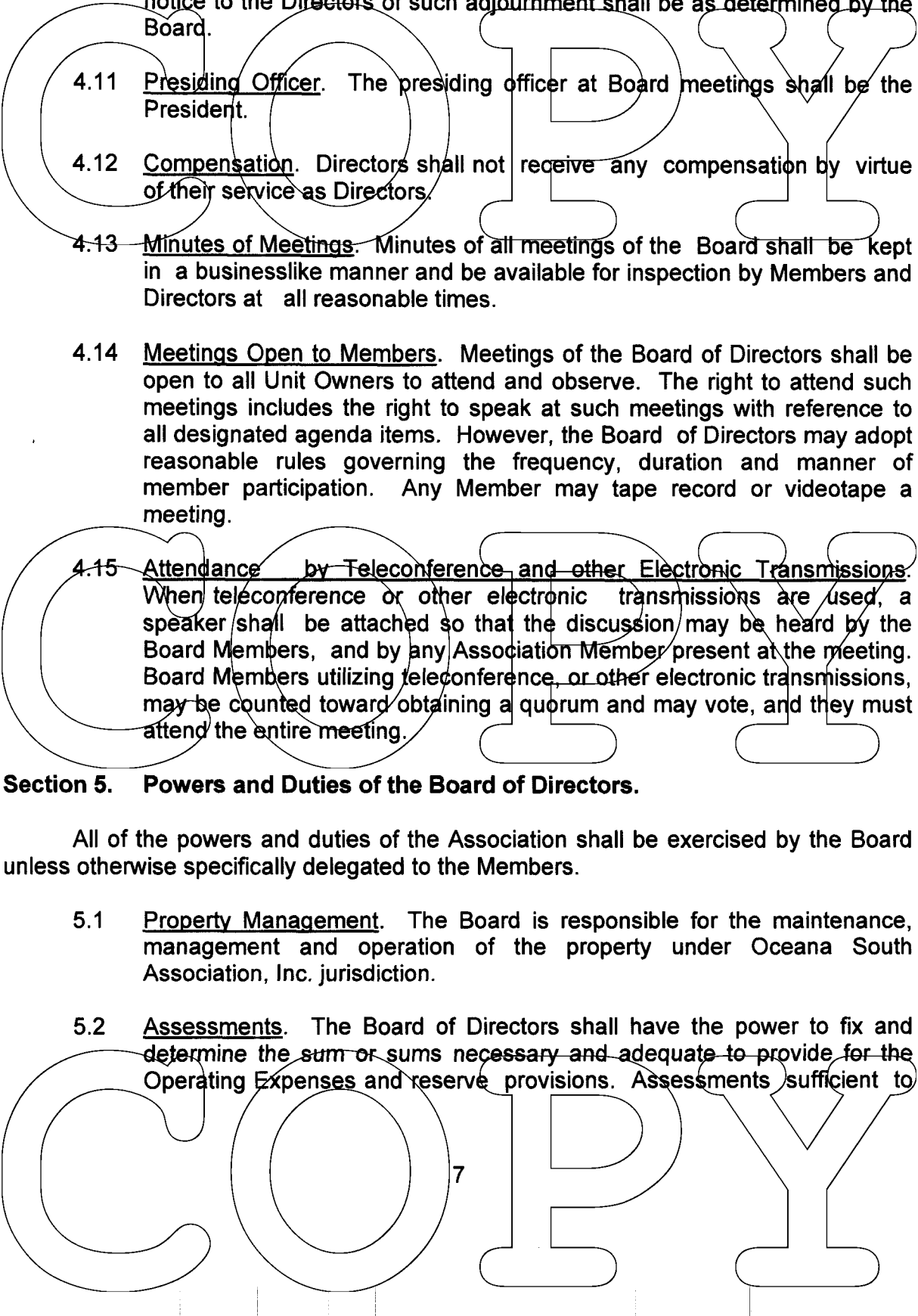
4.15 Attendance by Teleconference and other Electronic Transmissions. When teleconference or other electronic transmissions are used, a speaker shall be attached so that the discussion may be heard by the Board Members, and by any Association Member present at the meeting. Board Members utilizing teleconference, or other electronic transmissions, may be counted toward obtaining a quorum and may vote, and they must attend the entire meeting.

Section 5. Powers and Duties of the Board of Directors.

All of the powers and duties of the Association shall be exercised by the Board unless otherwise specifically delegated to the Members.

5.1 Property Management. The Board is responsible for the maintenance, management and operation of the property under Oceana South Association, Inc. jurisdiction.

5.2 Assessments. The Board of Directors shall have the power to fix and determine the sum or sums necessary and adequate to provide for the Operating Expenses and reserve provisions. Assessments sufficient to



provide for the Operating expenses shall be sent to all Members on a quarterly basis as part of the Island Crest and Oceana South II Condominiums quarterly assessment mailing.

5.3 Special Assessments. Special Assessments may be levied by the Board of Directors for a specific purpose or purposes, including emergency Assessments that cannot be paid from the annual Assessment for Operating Expenses. Written notice of any meeting at which non-emergency Special Assessments will be considered shall be mailed or delivered to the Members no less than fourteen (14) days prior to the meeting and posted in a conspicuous place in the Oceana South Assoc., Island Crest and Oceana South II Condominium properties no less than fourteen (14) days prior to the meeting. The specific purpose or purposes, and the proposed amount of the Special Assessment shall be set forth in the written notice. Special Assessments shall be paid at the times and in the manner that the Board may require in a notice of Assessment. The funds collected pursuant to a Special Assessment shall be used only for the specific purpose or purposes set forth in such notice. However, upon completion of such specific purpose or purposes, any excess funds will be considered surplus, and may, at the discretion of the Board, either be returned to the unit owners or applied as a credit toward future assessments.

5.4 Adopt Rules and Regulations. The Board may adopt reasonable rules and regulations for the operation and use of the property and recreational facilities serving the Association.

5.5 Obtain Insurance. The Board of Directors shall obtain and maintain adequate insurance to protect the Association and the Association property.

Section 6. Officers of the Association.

6.1 Executive Officers. The executive officers of the Association shall be a President, a Vice President, a Treasurer, a Secretary, and such other officers as may be authorized by the Board, all of whom shall be elected annually by the Board. Any executive officer may be removed without cause from office by a vote of the Directors at any meeting of the Board.

6.2 President. The President shall be the chief executive officer of the Association. He/she shall have all of the powers and duties which are usually vested in the office of the President of a property owners association, including, but not limited to, the power to appoint such committees at such times from among the Members as he/she may in his/her discretion determine appropriate to assist in the conduct of the

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affairs of the Association. The President shall preside at all meetings of the Board.

6.3 Vice President. In the absence or disability of the President, the Vice President shall exercise the powers and perform the duties of the President. The Vice President shall also generally assist the President and exercise such other powers and perform such other duties as shall be prescribed by the Board.

6.4 Secretary. The Secretary shall keep the minutes of all meetings of the Board and the Members, which minutes shall be kept in a businesslike manner and shall be available for inspection by Members and Directors at all reasonable times. He/she shall have custody of the seal of the Association and shall affix the same to instruments requiring such seal when duly authorized and directed by the Board to do so. He/she shall keep the records of the Association, except those of the Treasurer, and shall perform all the duties incident to the office of Secretary of the Association as may be required by the Board or the President.

6.5 Treasurer. The Treasurer is the custodian of the funds, securities and financial records of the Association. The Treasurer's duties include overseeing the appropriate employees to ensure that the financial records are properly kept and maintained. The Treasurer is responsible for coordinating the development of the proposed annual budget and the annual financial report.

6.6 Compensation. Officers of the Association shall not receive any compensation by virtue of their service as officers.

6.7 Fidelity Bonding. All persons who control or disburse funds of the Oceana South Association, Inc. shall be bonded. The cost of bonding shall be borne by the Association.

Section 7. Accounting Records; Fiscal Management.

7.1 Accounting Records and Reports. The Association shall maintain accounting records in accordance with good accounting practices which shall be open to inspection by Members or their authorized representatives at reasonable times. Such authorization as a representative of a member must be in writing and be signed by the Member giving such authorization and dated within sixty (60) days of the date of any such inspection.

7.2 Budget Requirements. The Board of Directors shall adopt a budget of the expenses of the Association each fiscal year at a special meeting of the Board of Directors ("Budget Meeting") called for that purpose to be held

during the month of December. Notice of the meeting and copies of the proposed budget shall be delivered to each member of the Association by mail, by electronic transmission, or hand delivered, at least 14 days prior to the budget meeting. The Budget shall include, but not be limited to, the following items of expenses:

- C O P Y
1. Payroll
 2. Administration
 3. Maintenance
 4. Security
 5. Payroll taxes
 6. Reserves
 7. Services
 8. Insurance
 9. Utilities
 10. Professional Fees
 11. Materials and supplies

The Budget Meeting shall be open to the Members.

7.3 Depository. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Board. Withdrawal of monies from such account shall be only by checks signed by such persons as are authorized by the Board.

7.4 Financial Reports. A review of the accounts of the Association shall be made annually by an accountant, or Certified Public Accountant designated by the Board and a copy of a report of such review shall be furnished to any Member upon request made not earlier than one hundred (100) days following the year for which the report is made.

7.5 Reserve Accounts. Reserve accounts may be established for capital expenditures and deferred maintenance for any item for which the deferred maintenance expense or replacement cost is greater than Ten Thousand Dollars (\$10,000), (or such other threshold amount as established from time to time by the Act.) In funding the reserves estimated future expenditures may vary. Therefore, when actual replacement funds are needed the amounts accumulated may not be sufficient. The Association has the right to increase the monthly assessments or pass a special assessment or delay major maintenance until funds are available. Each year any interest and dividends are added proportionately to the reserve various accounts.

C O P Y

Section 8. Priorities in Case of Conflict.

In the event of conflict between or among the provisions of any of the following the order of priorities shall be, from highest priority to lowest:

- A. The Act
- B. The Declaration
- C. The Articles of Incorporation
- D. These By-Laws
- E. The Rules and Regulations

Section 9. Parliamentary Rules.

The latest edition of Robert's Rules of Order shall govern the conduct of meetings of the Association unless otherwise specified in The Act, The Declaration, The Articles of Incorporation or these By-Laws.

Section 10. Amendment of the By-Laws.

10.1 Adoption. These By-Laws may be amended by the affirmative vote of not less than a majority of the total votes cast at a regular or special meeting in which a quorum is present.

10.2 Proposed Amendment. An amendment may be proposed by either the Board of Directors or by 33-1/3% of the voting interests of the Association.

10.3 Recording. A copy of each amendment shall be attached to or included in a certificate certifying that the amendment was duly adopted as an amendment of the By-laws. The certificate, which shall identify the first page of the book and page of the public records where the Declaration is recorded, shall be executed by the President or Vice President and attested by the Secretary of the Association with the formalities of a deed. The amendment shall be effective when the certificate and copy of the amendment are recorded in the public records of St. Lucie County.

10.4 Format. Proposals to amend existing By-Laws shall contain the full text of the By-Laws to be amended. New words shall be underlined and words to be deleted shall be lined through. If the proposed change is so extensive that this procedure would hinder rather than assist understanding, a notation must be inserted immediately preceding the proposed amendment saying "SUBSTANTIAL REWORDING OF BY-LAWS. SEE BYLAW NUMBER ___ FOR PRESENT TEXT."

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IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 20 day of November, 2009.

WITNESSES:

[Signature]
Witness #1 Signature
PETER J. POLETTI
Witness #1 Printed Name
[Signature]
Witness #2 Signature
SANDRA DICKMAN
Witness #2 Printed Name

[Signature]
Witness #1 Signature
PETER J. POLETTI
Witness #1 Printed Name
[Signature]
Witness #2 Signature
SANDRA DICKMAN
Witness #2 Printed Name

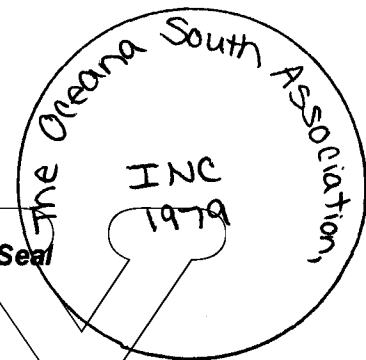
STATE OF Florida
COUNTY OF St Lucie

The foregoing instrument was acknowledged before me this 20 day of November, 2009 by George Wands as President of The Oceana South Association, Inc., who is personally known to me or who has produced identification [Type of Identification: _____]

The Oceana South Association, Inc.

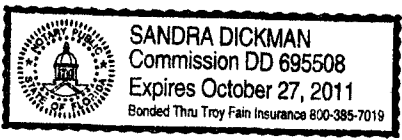
By: [Signature] Pres
George Wands, President
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By: [Signature]
Kathleen Ferraro, Secretary



Corporate Seal
[Signature]
Signature of Notary Public

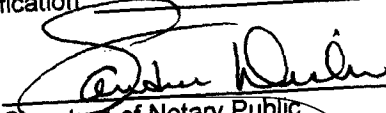
Notary Seal



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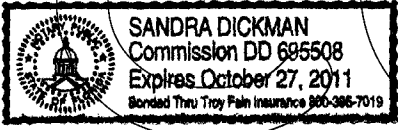
STATE OF Florida
COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 20 day of November, 2009 by Kathleen Ferraro as Secretary of The Oceana South Association, Inc., [] who is personally known to me or [] who has produced identification [Type of Identification: _____].



Signature of Notary Public

Notary Seal



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**AMENDED
ARTICLES OF INCORPORATION
OF
THE OCEANA SOUTH ASSOCIATION, INC
(A Florida Corporation Not For Profit)**

The Articles of Incorporation of The Oceana South Association, Inc, were filed with the Secretary of State on October 18, 1979. The same Articles of Incorporation are hereby amended as approved by a vote sufficient for approval by its members at a meeting held on March 3, 2009.

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation not for profit under the laws of the State of Florida, pursuant to Florida Statutes, Chapter 617 and hereby certify as follows;

**I
NAME OF CORPORATION**

The name of this Corporation shall be "THE OCEANA SOUTH ASSOCIATION, INC." (hereinafter referred to as the "Association").

**II
PURPOSE**

The purpose of the Association shall be to perform all duties and obligations assigned to it by that certain Oceana South Declaration of Covenants, Restrictions and Easements (the "Declaration of Covenants") in the public Records of St. Lucie County, Florida.

**III
POWERS**

The Association shall have all of the common law and statutory powers of a corporation not for profit which are reasonably necessary to implement the purposes of the Association, including, but not limited to, the power to engage from time to time a manager or management firm or other agent to assist the Association in carrying out its duties, and responsibilities

**IV
MEMBERSHIP**

The qualification of members of the Association (the "Members"), the manner of their admission to membership and voting by Members shall be as follows:

1. Membership. The Association shall have one class of membership. Each Assessment Unit owner (as said term is the defined in the Declaration of

Exhibit "A"

Covenants) shall automatically be a Member of the Association. Each Membership (as said term is defined in the Declaration of Covenants) shall be appurtenant to ownership of one or more Assessment Units (as said term is defined in the Declaration of Covenants) and shall not be separable from the ownership of any Assessment Unit.

2. Voting. Voting by Members in the affairs of the Association shall be as follows:
(a) Number of Votes. Each Member shall be entitled to one (1) vote for each Assessment Unit of which such Member is the Assessment Unit owner.
(b) There shall be no Cumulative Voting on any vote by the Members of the Association.

V
TERM

The term for which the Association is to exist shall be perpetual.

VI
OFFICERS

The affairs of the Association shall be managed by a President, Vice President, Secretary, Treasurer and such other officers as may be authorized by the Board of Directors. Said officers shall be elected annually by the Board of Directors as provided in the By-Laws.

VII
DIRECTORS

The affairs of the Association shall be directed by a Board of Directors.

VIII
INDEMNIFICATION

Every Director and every officer of the Association (and the Directors and/or officers as a group) shall be indemnified by the Association against all expenses, liabilities, including counsel fees (at all trial and appellate levels) reasonably incurred by or imposed upon him or them in connection with any proceeding or litigation or settlement in which he may become involved by reason of him being or having been a Director or officer of the Association. The foregoing provisions for indemnification shall apply whether or not he is a Director or officer at the time such expenses are incurred. Notwithstanding the above, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board of Directors approves

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such settlement and authorizes reimbursement for the costs and expenses of the settlement as in the best interest of the Association, and in instances where a Director or officer admits or is adjudged guilty of gross misfeasance or malfeasance in the performance of his duties the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnification to which a Director or officer may be entitled whether by statute or common law.

**IX
AMENDMENTS**

1. Subject to the provisions of Article IX (2) hereof, these Articles of Incorporation may be amended at any meeting of the Members by the affirmative vote of two-thirds (2/3) of the total votes of all Members.
2. No amendment shall be made to these Articles of Incorporation which would in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights, and obligations set forth in the Declaration of Covenants.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 20 day of November, 2009.

WITNESSES:

Peter J. Poletti
Witness #1 Signature

PETER J. POLETTI
Witness #1 Printed Name

Sandra Dickman
Witness #2 Signature

Sandra Dickman
Witness #2 Printed Name

Peter J. Poletti
Witness #1 Signature

PETER J. POLETTI
Witness #1 Printed Name

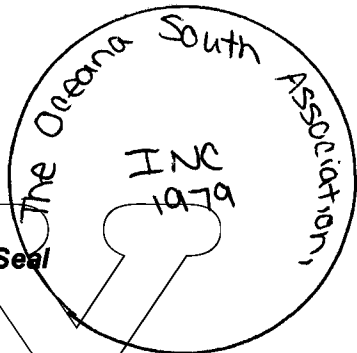
Sandra Dickman
Witness #2 Signature

Sandra Dickman
Witness #2 Printed Name

The Oceana South Association, Inc.

By: George Wands, Pres.
George Wands, President

By: Kathleen Ferraro
Kathleen Ferraro, Secretary



Corporate Seal

COPY

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STATE OF Florida
COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 20 day of November, 2009 by George Wands as President of The Oceana South Association, Inc., [] who is personally known to me or [] who has produced identification [Type of Identification: _____].



[Signature]
Signature of Notary Public

COPY

STATE OF Florida
COUNTY OF St. Lucie

The foregoing instrument was acknowledged before me this 20 day of November, 2009 by Kathleen Ferraro as Secretary of The Oceana South Association, Inc., [] who is personally known to me or [] who has produced identification [Type of Identification: _____].



[Signature]
Signature of Notary Public

COPY

COPY