INSTR # 2021336713
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12/28/2021 12:42:56 PM
STACY M. BUTTERFIELD,
CLERK OF COURT POLK COUNTY
RECORDING FEES 61.00

THIS INSTRUMENT PREPARED BY AND
AFTER RECORDING RETURN TO:

S. Todd Merrill, Esq.
Taylor Morrison
3030 Rocky Pointe Drive
Suite 710
Tampa, FL 33607

AMENDMENT TO THE AMENDED AND RESTATED BY-LAWS OF SOLIVITA COMMUNITY ASSOCIATION, INC.

THIS AMENDMENT TO THE AMENDED AND RESTATED BY-LAWS OF SOLIVITA COMMUNITY ASSOCIATION, INC. (the "**Amendment**") is made by Avatar Properties Inc., a Florida corporation ("**Developer**"), and joined in by Solivita Community Association, Inc., a Florida not-for-profit corporation (the "**Association**").

RECITALS

WHEREAS, the Amended and Restated Master Declaration for Solivita ("**Declaration**") was recorded in Official Records Book 9142, Page 1843, in the Official Records of Polk County Florida on December 27, 2013; and

WHEREAS, Exhibit 4 to the Declaration was the Amended and Restated By-Laws of Solivita Community Association, Inc. ("By-Laws"); and

WHEREAS, pursuant to Paragraph 12.2 of the By-Laws, prior to and including the Turnover Date, as that term is defined in the By-Laws, the Developer shall "have the right to amend these By-Laws as it deems appropriate, without the joinder or consent of any Member, person or entity whatsoever"; and

WHEREAS, Avatar Properties Inc. is the Developer, as that term is defined in the By-laws; and

WHEREAS, the Turnover Date has not yet occurred.

NOW THEREFORE, Avatar Properties Inc., as Developer, with the joinder and consent of the Association, hereby amends the By-Laws as follows:

Amendments

1. Recitals. The foregoing Recitals are true and correct and are incorporated into and form a part of this Amendment.

2. Conflicts. In the event that there is a conflict between this Amendment and the By-Laws, this Amendment shall control. Whenever possible, this Amendment and the By-Laws shall be construed as a single instrument. Except as modified in this Amendment, the By-Laws shall remain in full force and effect. In the event that any amendment(s) to the By-Laws have been recorded prior to this Amendment, this Amendment shall be deemed to follow such prior recorded amendment(s) in time and title. In the event of a conflict between this Amendment and any such prior recorded amendment(s), this Amendment shall control.

3. Definitions. All initially capitalized terms not defined herein shall have the meanings set forth in the By-Laws.

4. Amendment to Section 3.4 – Notice of Members Meetings. Section 3.4 of the By-Laws is hereby deleted in its entirety and replaced as follows:

> 3.4 Notice of Members Meetings. Notice of Members meetings shall be mailed, delivered, or sent by electronic transmission to each Member listed in the membership book of the Association at the street, post office, or electronic mail address (as applicable) shown therein, not less than 14 days prior to the meeting (provided, however, in the case of an emergency, 2 days' notice will be deemed sufficient), or posted in a conspicuous place within Solivita or in the Club at 2 days prior to the meeting. 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 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. By way of example, and not limitation, such notice may be (a) included in a newsletter sent to each Member by the Association in the ways indicated above, or (b) conspicuously posted and repeatedly broadcast on a closed-circuit cable television system servicing the Association.

5. Amendment to Section 3.5 – Quorum of Members. Section 3.5 of the By-Laws is hereby deleted in its entirety and replaced as follows:

> 3.5 Quorum of Members. Until and including the Turnover Date, a quorum shall be established by Developer's presence, in person or by proxy, at any Meeting. After the Turnover Date, a quorum shall be established by the presence in person, by proxy, or by the prior electronic vote of the Members entitled to cast twenty percent (20%) of the Voting Interests, except as otherwise provided in the Articles, the Declaration, or these By-Laws.

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6. Amendment to Section 3.7 – Action of Members. Section 3.7 of the By-Laws is hereby deleted in its entirety and replaced as follows:

3.7 Action of Members.

3.7.1 Decisions that require a vote of the Members must be made by a concurrence of a majority of the Voting Interests present in person, by proxy, or by previously cast electronic vote, represented at a meeting at which a quorum has been obtained, unless otherwise provided in the Declaration, the Articles, or these By-laws.

3.7.2 Electronic Voting. Electronic voting may occur in and for the Association, under the terms and provisions of the following:

3.7.2.1 In order for electronic voting to occur on any Association matter, the Board must first pass a resolution authorizing same, which resolution must:

3.7.2.1.1 provide that Members receive notice of the opportunity to vote through an online voting system;

3.7.2.1.2 establish reasonable procedures and deadlines for Members to consent, in writing, to online voting; and

3.7.2.1.3 establish reasonable procedures and deadlines for Members to opt out of online voting after giving consent.

3.7.2.2 Once such a resolution has been passed, elections and other membership votes may be conducted through an internet-based online voting system if a Member consents, in writing, to online voting and if the following requirements are met:

3.7.2.2.1 The Association shall provide each Member with a method or means:

3.7.2.2.1.1 to authenticate the Member's identity to or within the online voting system;

3.7.2.2.1.2 to confirm, at least 14 days prior to the date of the vote or the voting deadline, that the Member's electronic device can successfully communicate with the online voting system; and

3.7.2.2.1.3 that is consistent with the election and voting procedures in these By-Laws and the other Governing Documents; and

3.7.2.2.2 The Association utilizes an online voting system that is

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able to:

3.7.2.2.2.1 authenticate the Member's identity;

3.7.2.2.2.2 authenticate the validity of each electronic vote to ensure that the vote is not altered in transit;

3.7.2.2.2.3 transmit a receipt from the online voting system to each Member who casts an electronic vote;

3.7.2.2.2.4 permanently separate any authentication or identifying information from the electronic election ballot, rendering it impossible to tie an election ballot to a specific Member (this provision only applies if these By-Laws provide for secret ballots for the election of Directors); and

3.7.2.2.2.5 store and keep electronic ballots accessible to election officials for recount, inspection, and review.

3.7.2.3 A Member voting electronically pursuant to or as a result of this subsection 3.7.2 shall be counted as being in attendance at the meeting for purposes of determining a quorum.

3.7.2.4 A Member's consent to online voting is and shall remain valid until the Member opts out of online voting pursuant to the procedures established by the Board.

3.7.2.5 This subsection 3.7.2 shall apply to any matter that requires a vote of the Members.

7. Amendment to Section 4.2 – Term of Office. Section 4.2 of the By-Laws is hereby deleted in its entirety and replaced as follows:

4.2 Term of Office. The election of Directors shall take place after Developer no longer has the authority to appoint the Board and shall take place at the Annual Members meeting or on the Turnover Date. Directors shall be elected for a term on the date of the next Annual Meeting. Directors appointed by Developer shall serve for such term determined by the Developer.

8. Amendment to Section 4.6 – Election. Section 4.6 is hereby deleted in its entirety and replaced as follows:

4.6 Election. Election to the Board shall be by secret written ballot or electronic vote, to the extent that the Board provides for electronic voting by its Members, and not by proxy unless unanimously waived by all Members physically present. The person(s) receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

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9. Amendment to Section 5.7 – Notice of Board Meetings. Section 5.7 of the By-Laws is hereby deleted in its entirety and replaced as follows:

> 5.7 Notice of Board Meetings. Notices of meetings of the Board shall be posted in a conspicuous place on the Common Areas or in the Club at least 48 hours in advance, or provided by electronic transmission, except in the event of an emergency. Alternatively, notice may be given to Members in any other manner provided by Florida Statute. By way of example, and not limitation, such notice may be (a) included in a newsletter sent to each Member by the Association in the ways indicated above, or (b) conspicuously posted and repeatedly broadcast on a closed-circuit cable television system servicing the Association. For the purposes of giving notice, the area for notices to be posted within the Common Areas or the Club shall be deemed a conspicuous place. For electronic notices, the email address of the Member as provided in the membership book shall be used. Notices of any meetings of the Board at which Assessments against Homes and/or amendments regarding rules regarding parcel use are to be considered shall (x) be provided in the manner described in Section 5.7 not less than fourteen (14) days in advance and (y) contain a statement (as applicable) that (i) Assessments shall be considered and a statement of the nature of such Assessments and/or (ii) that amendments regarding rules regarding parcel use shall be considered.

10. Amendment to Section 12 – Amendments. Subsection 12.4 is hereby added to the By-Laws and shall read as follows:

> 12.4 Electronic Votes of Members. To the extent that electronic voting procedures are adopted and the Board provides for electronic voting by its Members, any electronic votes cast shall be deemed to be votes cast in person, and shall also be used in determining quorum as set forth in Section 3.7.2.

11. Except as modified hereby, the By-Laws shall remain in full force and effect in accordance with the terms thereof.

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IN WITNESS WHEREOF, Developer has executed this Amendment on the 22 day of December, 2021.

WITNESSES:

Print Name: Kevin LaRue

Print Name: Drake Dickerson

AVATAR PROPERTIES INC., a Florida corporation

By: Tracy Briones
Name: Tracy Briones
Title: VICE PRESIDENT

{SEAL}

STATE OF FLORIDA)
) SS.:
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me by means of [✓] physical presence or [ ] online notarization this 22nd day of December, 2021 by Tracy Briones as Vice President, of Avatar Properties Inc., a Florida corporation, on behalf thereof, who is personally known to me or has produced _____ as identification.

(Stamp)

DEBRA A. RIGGS
MY COMMISSION EXPIRES OCTOBER 13, 2025
185879
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA

Notary Public
Printed Name: Debra A Riggs
My Commission No.: HH 185879
My Commission Expires: October 13, 2025

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JOINDER
SOLIVITA COMMUNITY ASSOCIATION, INC.

SOLIVITA COMMUNITY ASSOCIATION, INC. ("**Association**") does hereby join in the Amendment to the Amended and Restated By-Laws of Solivita Community Association, Inc. (the "**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 acknowledges that this Joinder is for convenience purposes only and does not apply to the effectiveness of the Amendment.

IN WITNESS WHEREOF, the undersigned has executed this Joinder on this _____ day of December, 2021.

WITNESSES:

Print Name: Debra Cunningham

Print Name: Debra A Riggs

SOLIVITA COMMUNITY ASSOCIATION, INC., a Florida not for profit corporation

By: _____
Name: Nora Schuster
Title: President

{SEAL}

STATE OF FLORIDA)
) SS.:
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me by means of [✓] physical presence or [ ] online notarization this 22 day of December, 2021 by Nora Schuster, as President, of Solivita Community Association, a Florida not-for-profit corporation, on behalf thereof, who is personally known to me or has produced _____ as identification.

(Stamp)

DEBRA A. RIGGS
MY COMMISSION EXPIRES
OCTOBER 13, 2025
#HH 185879
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA

Notary Public
Printed Name: Debra A Riggs
My Commission No.: HH 185879
My Commission Expires: October 13, 2025

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