

CERTIFICATE OF AMENDMENT

CASA YBEL BEACH AND RACQUET CLUB, PHASE I-J-K

CONDOMINIUM ASSOCIATION, INC.

INST # 5505315 OR BK 03686 PG 2064 RECORDED 07/16/2002 09:34:15 AM
CHARLIE GREEN, CLERK OF COURT, LEE COUNTY
DEPUTY CLERK J Miller

past

WE HEREBY CERTIFY that the attached amendment to the
By-Laws for Casa Ybel Beach and Racquet Club,
Phase I-J-K, a Condominium, which Declaration is recorded
at O.R. Book 1566, Pages 2305 through 2344, an all amendments
thereto, all of the Public Records of Lee County, Florida, which
were duly adopted by the Association membership at a duly
noticed Member's meeting held on February 6, 2002
and that said Amendments were passed by the required vote.

IN WITNESS WHEREOF, we have fixed our hands this 2nd
day of May 2002.

WITNESSES:

Ronald D. Miller

By: Ronald D. Miller, President

Richard K. Jackson

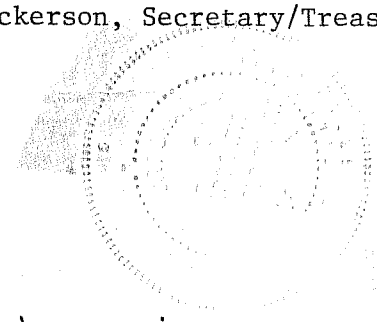
Richard K. Jackson

Attest: Lee A. Nickerson
Lee A. Nickerson, Secretary/Treasurer

Elva Jane Nees

Elva Jane Nees

(Corporate Seal)



STATE OF FLORIDA

COUNTY OF LEE

SWORN TO AND SUBSCRIBED by Ronald D. Miller in my
presence this 2nd day of May, 2002.

Cynthia K. Glasenapp
Notary Public State of FLORIDA

My Commission Expires: 9/17/04



STATE OF FLORIDA

COUNTY OF LEE

SWORN TO AND SUBSCRIBED by Lee A. Nickerson in my
presence this 2nd day of May, 2002.

Cynthia K. Glasenapp
Notary Public State of FLORIDA

My Commission Expires: 9/17/04



Amendments
to the
BY-LAWS
Of
Casa Ybel Beach and Racquet Club Phase I-J-K
Condominium Association, Inc.

Additions are underlined, deletions are stricken.

ARTICLE III. MEETING OF THE MEMBERSHIP

Section 3. Annual Meeting: The annual meeting shall be held ~~in December of each year at a date, time and place to be determined by the Board for the purpose of electing Directors and transacting any other business authorized to be transacted by the members, provided, however, that if that day is a legal holiday, the meeting shall be held at the same hour on the next secular day following.~~ on a day at a time and place designated by the Board of Directors. At the annual meeting, the members shall elect by plurality vote – (cumulative voting prohibited), a members of the Board of Directors, as necessary, and shall transact such other business as may properly be brought before the meeting.

ARTICLE IV. DIRECTORS

Section 1. Number, Term and Qualifications and Term Limits:

(a) The affairs of the Association shall be governed by a Board of Directors composed of not less than three (3) nor more than seven (7) ~~persons, as is determined from time to time by the members~~ members elected by the membership. All Directors, ~~except those designated by the Developer,~~ shall be members of the Association and shall not be disqualified as stated below. All officers of a Corporate Unit Owner shall be deemed to be members of the Association so as to qualify as a Director herein. ~~The term of each Director's service shall extend until the next annual meeting of the members and thereafter until his successor is duly elected and qualified, or until he is removed in the manner provided in Section 3 below.~~

Adopted February 6, 2002

(b) Beginning in the year 2002 and thereafter the term for Directors will be for three (3) years with an option to stand for election for a second three (3) -year term. The term shall extend from the annual meeting at which they are elected until the annual meeting three (3) years later unless they are disqualified, removed or resign as provided for below.

(c) Beginning in 2002 Directors who have served two (2) consecutive terms on the Board of Directors shall not be eligible for re-election to the Board of Directors for one (1) year.

Section 2. First Board of Directors:

(b) The organizational meeting of a newly elected Board of Directors of the Association shall be held within ten (10) days of their election, at such place and time as shall be fixed by the Directors at the meeting at which they were elected, immediately after the annual meeting and no further Notice of the organizational meeting shall be necessary, provided a quorum shall be present. Should a quorum not be present, an organizational meeting of the new board shall be held within ten (10) days of the annual meeting at a time and place designated by the Board of Directors.

Section 5. Disqualification and Resignation of Directors: Any Director may resign at any time by sending a written Notice of such resignation to the office of the Corporation, delivered to the Secretary. Unless otherwise specified therein, such resignation shall take effect upon receipt thereof by the Secretary. Commencing with the Directors elected at such first annual meeting of the membership, the transfer of title of all their Units of his Unit by a Director shall automatically constitute a resignation, effective when such resignation is accepted by the Board of Directors when title is transferred. No member shall continue to serve on the Board should he be more than thirty (30) days delinquent in the payment of an assessment and said delinquency shall automatically constitute a resignation, effective when such resignation is accepted by the Board of Directors.

Section 11. Developer's Selection of Directors: Subject to the provisions of Section 718.301 of the Condominium Act, the Developer shall have the right to designate the Directors who need not be Owners of Units in the Condominium, and said Directors may not be removed by members of the Association, as elsewhere provided herein; and where a vacancy occurs for any reason whatsoever, the vacancy shall be filled by the person designated by the Developer. Conflict of Interest: A Board member or candidate shall immediately disclose all conflicts of interest.

Adopted February 6, 2002