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THOMAS G. ECKERTY, ESQUIRE  
12734 Kenwood Lane, Suite 89  
Fort Myers, Florida 33907

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**AMENDMENT TO THE BY-LAWS**  
**OF**  
**KAHLUA OWNERS' ASSOCIATION, INC.**

COMES NOW **KAHLUA OWNERS' ASSOCIATION INC.**, a Florida non-profit corporation, the managing entity of "KAHLUA BEACH CLUB", a condominium as recorded in Official Records Book 1270, at Page 330, et. seq., as amended and restated, and having met and duly adopted the following amendment to the By-Laws of the corporation at a meeting held on the 20th day, of November, 2009, pursuant to Article 9 of said By-Laws, said amendment having been approved by a vote in excess of fifty-one (51%) percent of the total voting interests in the Association, the Association amended said By-Laws in the following manner:

1) That Article 4. Board of Directors is hereby amended by modifying Subsection 4.1 thereof to read as follows:

"Article 4. Board of Directors

**4.1 Number and Terms of Service.** The number of Directors which shall constitute the whole Board of Directors shall be seven (7). All Directors shall be elected for two (2) years terms. To comply with §718.112(2)(b)1, Florida Statutes 2009, all Directors will be elected for a two (2) year staggered term. The staggered term will be implemented as follows: The four (4) persons elected at the 2008 Annual Meeting will be deemed to have been elected for a period of one (1) year. At the 2009 Annual Meeting, all seven seats will expire and the election shall be held for the election of seven persons to one (1) year terms. At the 2010 Annual Meeting, all seven Board Members will be reelected with the four (4) persons receiving the highest vote total being elected for two (2) year terms and the remaining three (3) persons elected to one (1) year terms. It is the intention of these By-Laws that a staggered Directorate be maintained with three (3) persons to be elected to two (2) year terms at the 2011 Annual Meeting. In the event that for the 2010 Annual Meeting there are only seven (7) pre-qualified candidates seeking a seat on the Board of Directors, the members shall be requested to cast their votes for said candidates even though an election would not otherwise be required. The results of the vote shall determine which Directors shall receive the two (2) year terms and which Directors shall receive the one (1) year terms. In the event that such vote does not establish four (4) candidates who receive a higher vote total than the other three (3) candidates, the members of the Board of Directors shall agree amongst themselves which members shall serve the two (2) year terms and which members shall serve the one (1) year terms. Such decision shall be recorded in the duly recorded minutes of the Board of Directors of a duly noticed Board of Directors meeting. In the event that the Directors cannot agree which among them shall serve the lengthier and shorter terms, the Board shall hold a run-off election wherein those receiving the most votes shall be elected to the lengthier term. A Director's term will end at the annual election at which his successor is to be duly elected, unless he sooner resigns, or is recalled as provided in Section 4.5 below. Directors shall be elected by the members as described in Section 4.3 below, or in the case of a vacancy, as provided in Section 4.4 below."

FURTHER AFFIANT SAYETH NOT.

IN WITNESS WHEREOF, the managing entity has executed this Amendment to the Declaration and By-Laws, this 25, day of February, 2010.

Witnessed By:

Margaret Jaster  
Print Name: MARGARET JASTER  
Joellyn J. Berris  
Print Name: Joellyn Berris

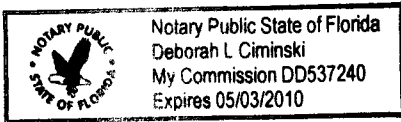
KAHLUA OWNERS' ASSOCIATION INC., a Florida non-profit corporation

By: Eugene N. Jaster  
Print Name: EUGENE N. JASTER  
Title: PRESIDENT

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 25 day of February, 2010, by EUGENE JASTER, the President of Kahlua Owners' Association, Inc., who is personally known to me or who presented as identification, and who did/did not take an oath.

NOTARY STAMP OR SEAL



Deborah L. Ciminski  
NOTARY PUBLIC  
Print Name: DEBORAH L. CIMINSKI  
My Commission expires: DD 537240  
Commission number: 05/03/2010 *JOL*