

**CERTIFICATE OF AMENDMENT
TO
BYLAWS
OF
KEY VISTA MASTER
HOMEOWNERS ASSOCIATION, INC.**

NOTICE IS HEREBY GIVEN that at a duly called meeting of the voting members on February 21st, 2019, by a vote of seventy-five percent (75%) of the voting members, the Bylaws of Key Vista Master Association, Inc., as originally as Exhibit "C" to the Master Declaration of Covenants, Conditions and Restrictions for Key Vista originally recorded in O.R. Book 4504, Page 677, et seq. of the Public Records of Pasco County, Florida, be, and the same are hereby amended as follows:

The Bylaws of Key Vista Master Homeowners Association, Inc. are hereby amended in accordance with Exhibit "A" attached hereto and entitled "Schedule of Amendments to Key Vista Master Homeowners Association, Inc."

IN WITNESS WHEREOF, KEY VISTA MASTER HOMEOWNERS ASSOCIATION, INC. has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 21st day of February, 2019.

KEY VISTA MASTER HOMEOWNERS ASSOCIATION, INC.

(Corporate Seal)

ATTEST:

Eric Brown, Secretary
Printed Name

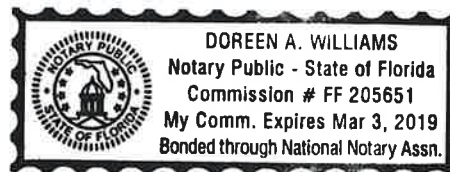
By: Mark Grande, President
Printed Name

STATE OF FLORIDA
COUNTY OF PASCO

On this 21 day of February, 2019, personally appeared before me Mark Grande, as President, and Eric Brown, as Secretary of KEY VISTA MASTER HOMEOWNERS ASSOCIATION, INC., and acknowledged the execution of this instrument for the purposes herein expressed.

Doreen A. Williams
NOTARY PUBLIC

My Commission Expires: 3-3-19



**SCHEDULE OF AMENDMENTS
TO
BYLAWS
OF
KEY VISTA MASTER
HOMEOWNERS ASSOCIATION, INC.**

**ADDITIONS INDICATED BY UNDERLINE
DELETIONS INDICATED BY ~~STRIKE THROUGH~~
OMISSIONS INDICATED BY ELLIPSIS....**

1. ARTICLE II - DEFINITIONS, paragraph 7, shall be amended to read as follows:

7. "Member" shall mean and refer to those persons who are ~~members of a Neighborhood Association and/or~~ owners of a parcel Lot as provided in the Declaration and these Bylaws. ~~Each Member shall be represented on the Board of the Association by a Voting Member.~~

[This change allows Owners to vote directly for the Board Members in lieu of representative voting.]

AND

ARTICLE II – DEFINITIONS, paragraph 12, "Voting Member" shall be amended to read as follows:

12. "Voting Member" or "Member" shall mean the person or entity authorized to cast the vote for a Lot as set forth in the Declaration. ~~Such Voting member shall be a neighborhood association or other such person as defined in the Declaration.~~

[This change clarifies the Owners vote directly in Master Association matters, not through their voting representative.]

AND

ARTICLE III – MEETINGS OF VOTING MEMBERS, Section 3, Notice of Meeting, shall be deleted in its entirety and replaced with the following to read as follows:

Section 3. Notice of Meeting. Written notice of any special and the annual meeting of Members and second notice of the election of directors shall be mailed to each Member entitled to notice, at least fourteen (14) days prior to the meeting. Such notice shall be mailed to each Member at the address last appearing on the membership roster of the Association. Proof of such mailing may be given by the affidavit of the person giving the notice and shall be maintained in the Association's official records.

[This provision updates the type of notice which may be given.]

EXHIBIT "A"

AND

ARTICLE III – MEETINGS OF VOTING MEMBERS, Section 4, Quorum, shall be amended to read as follows:

Section 4. Quorum. The presence at the meeting of Voting Members entitled to cast, or of proxies entitled to cast, twenty-five (25%) ~~one-third (1/3)~~ of the votes shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. ~~If, however, such quorum shall not be present or represented at any meeting, the Voting Members entitled to vote at such meeting shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as foresaid shall be present or be represented by proxy.~~

AND

ARTICLE III – MEETINGS OF VOTING MEMBERS, Section 5, Proxies, shall be deleted in its entirety and replaced with the following to read:

Section 5. ~~Proxies.~~ Voting of Proxies by Corporate Officer. ~~At all meetings of Voting Members, each Voting Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary of the Association. Upon designation of the Secretary or other officer of the Association as the proxy holder for a Voting Member, where a limited proxy has not been used to direct the vote cast, such officer of the Association shall cast the vote(s) in the manner determined by the Board of Directors.~~

[This provision clarifies a general proxy given to an Officer shall be voted as determined by the Board of Directors and not the individual Officer.]

AND

ARTICLE IV – BOARD OF DIRECTORS, Section 1, Number, shall be amended to read as follows:

Section 1. Number. The affairs of this Association shall be managed by a Board of Directors which shall consist of not less than three (3) nor more than nine (9) members. ~~The Board of Directors shall, by a majority vote, determine the number of Directors for the upcoming year no later than sixty (60) days prior to the election. of one (1) director for each Voting Member. Directors shall be members of the Voting Members.~~

[This provision clarifies the procedure for determining the number of Board Members.]

ARTICLE IV – BOARD OF DIRECTORS, Section 2, Term of Office, shall be amended to read as follows:

Section 2. Term of Office. Each Director shall serve a one year term. The initial Board of Directors designated in the Articles of Incorporation shall serve until the first annual membership meeting thereafter, at which time the Voting Members shall elect a sufficient number of Directors to equal the Voting Members. A Director shall continue in office until his successor shall be elected and qualified by the its Voting Mmembers unless he sooner dies, resigns, or is removed, or otherwise disqualified to serve. In such event the Board of Directors Voting Member shall select another qualified Member of its members to serve as Director for the remainder of the term.

[This provision clarifies a one year Director term.]

AND

ARTICLE V – NOMINATION AND ELECTION OF DIRECTORS, shall be deleted in its entirety and replaced to read as follows:

ARTICLE V – ELECTION OF DIRECTORS

An election of Directors shall be held annually in conjunction with the annual meeting to the extent an election is necessary.

The Board shall send a first notice of election to all Members no less than forty-five (45) days prior to the election notifying such Members of the date of the upcoming election and the deadline by which any interested candidates must submit a written notice of candidacy. Any owner desiring to be a candidate shall notify the Board of Directors, in writing, within the time specified in the first notice of election and in the manner prescribed by the Board.

The Board shall compose a Limited Proxy which shall list the Members who have indicated in writing an intent to be a candidate for the Board. The Limited Proxy shall be mailed to the Members along with the second notice of the annual meeting and election at least 14 days before the meeting. Nominations shall not be taken from the floor at the annual meeting.

The election shall be decided at the Annual Meeting by tallying the votes indicated on the appropriately completed Limited Proxies or by a ballot cast in person at the Annual Meeting. Directors shall be elected by a plurality of the votes cast, with each Member being entitled to cast their vote for as many nominees as there are vacancies to be filled. There shall be no cumulative voting. In the event of a tie vote for a Director position, those Members in attendance at the meeting shall immediately, by secret ballot, cast a second vote to select one of the tied candidates to serve as Director.

AND

ARTICLE XIII – AMENDMENT, shall be amended to read as follows:

Section 1. The By-Laws may be amended by the affirmative vote of seventy-five percent (75%) of the Voting Members participating in a duly called meeting for this purpose, in person or by proxy, at which a quorum has been obtained. These Bylaws may be amended, from time to time at a regular or special meeting of the Directors, by a seventy-five percent (75%) vote of all of the votes of the Voting Members.

~~Section 2. — No amendment shall make any change in the rights of the Declarant without the written approval of the Declarant. — No amendment shall be made that is in conflict with the Declaration.~~

AND

ARTICLE XIV – CONFLICTS, shall be amended to read as follows:

In the case of any conflict between the Articles of Incorporation and these Bylaws, the ~~Articles~~ Bylaws will control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

**CERTIFICATE OF AMENDMENT
TO
MASTER
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
KEY VISTA**

NOTICE IS HEREBY GIVEN that at a duly called meeting of the voting members on February 21st, 2019, by a vote of seventy-five percent (75%) of the voting members of the Association, the Master Declaration of Covenants, Conditions and Restrictions for Key Vista, as originally recorded in O.R. Book 4504, Page 677, et seq. of the Public Records of Pasco County, Florida, be, and the same is hereby amended as follows:

The Master Declaration of Covenants, Conditions and Restrictions for Key Vista is hereby amended in accordance with Exhibit "A" attached hereto and entitled "Schedule of Amendments to Master Declaration of Covenants, Conditions and Restrictions for Key Vista."

IN WITNESS WHEREOF, KEY VISTA MASTER HOMEOWNERS ASSOCIATION, INC. has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 21st day of February, 2019.

KEY VISTA MASTER
HOMEOWNERS ASSOCIATION, INC.

(Corporate Seal)


By:



Mark Grande

President
Printed Name

ATTEST:

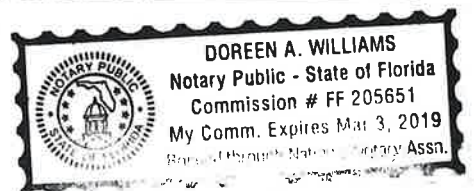

ERIC BROWN, Secretary
Printed Name

STATE OF FLORIDA
COUNTY OF PASCO

On this 21 day of February, 2019, personally appeared before me MARK GRANDE, as President, and ERIC BROWN, as Secretary of KEY VISTA MASTER HOMEOWNERS ASSOCIATION, INC., and acknowledged the execution of this instrument for the purposes herein expressed.


NOTARY PUBLIC

My Commission Expires: 3-3-19



**SCHEDULE OF AMENDMENTS
TO
MASTER
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
KEY VISTA**

**ADDITIONS INDICATED BY UNDERLINE
DELETIONS INDICATED BY ~~STRIKE THROUGH~~
OMISSIONS INDICATED BY ELLIPSIS....**

1. ARTICLE I, DEFINITIONS, Section 22, "Neighborhood Association," Section 24, "Owner," Section 25, "Parcel", and Section 30, "Voting Member," shall be amended to read as follows:

Section 22. "Neighborhood Association" shall mean and refer to any non-profit corporation organized by the Declarant or other owners of portions of the Property who develop subdivisions, plats or neighborhoods for purposes of administering a portion of the Property which are governed by this Declaration and which has additional or separate functions from the Association. ~~Neighborhood Associations are sometimes called Voting Members.~~ The initial Neighborhood Association shall be Key Vista Single Family Homeowners Association, Inc., and Key Vista Villas Homeowners Association, Inc.

AND

Section 24. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot, ~~or Parcel~~ which is a part of the Property, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation. ~~The term "Owner" shall include Declarant for so long as Declarant shall hold title to any Lot, or Parcel.~~

AND

Section 30. "Voting Member" or "Member" shall mean the record owner, whether one or more persons or entities, of the fee simple title to any Lot, which is part of the Property, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation. ~~entity such as a Neighborhood Association authorized to cast the vote in its representative capacity for the members of its Neighborhood Association for a Lot, Unit or Parcel as set forth in this Declaration, and the Declarant, so long as Class B membership shall exist.~~

2. ARTICLE III – MEMBERSHIP AND VOTING RIGHTS, Section 1, Membership in Neighborhood Associations; and Section 2, Membership in the Association; and Section 3, Notice of Voting Member; Effect of Additional Properties on Voting Weights, shall be amended to read as follows:

Section 1. Membership in Neighborhood Associations. Every Owner of a Lot ~~or Parcel~~ which is subject to assessment shall be a member of the applicable Neighborhood Association encompassing such Owner's Lot ~~or Parcel~~ subject to and bound by such Neighborhood Association's Articles of Incorporation, Bylaws, Rules and Regulations, and ~~the Neighborhood Declaration and shall be a member of this Association~~ every Owner shall be a Member of the Key Vista Master Homeowners Association. There shall be one vote per Lot. The foregoing does not include persons or entities who hold a

leasehold interest or an interest merely as security for the performance of an obligation. Ownership, as defined, above, shall be the sole qualification for membership. When any Lot or Parcel is owned of record by two or more persons or other legal entity, all such persons or entities shall be Mmembers. An Owner of more than one Lot shall be entitled to one membership for each Lot owned. ~~Voting rights shall be as set forth in the applicable Neighborhood Declaration.~~ Membership shall be appurtenant to and may not be separated from ownership of any Residential Lot, Unit, Parcel which is subject to assessment, and it shall be automatically transferred by conveyance of that Residential Lot, ~~Unit, Parcel.~~

Section 2. Membership in the Association. ~~Every Neighborhood Association, and e~~ Every owner of a Lot or Parcel shall be a Mmember of the Association. Individual owners of Lots located within Neighborhoods shall have ~~no voting rights~~ one (1) vote per Lot in the Association. ~~, and the right to vote and to hold an office in the Association, may be exercised only by the duly authorized representatives of Neighborhood Associations.~~ The number of votes belonging to for the Lots within a Neighborhood Association shall be equal to the number of Lots located within such Neighborhood under the jurisdiction and control of such Neighborhood Association, with the relative voting weights among all the Lots within the Property being equal. ~~If not otherwise specified in an amendment to this Declaration and/or a supplemental declaration filed in the Public Records of Paseo County, Florida, each Parcel shall have five (5) votes per acre (or portion thereof) in the Parcel.~~ The Owner of a Lot not located within a Neighborhood shall have one (1) vote for each Lot owned, except that two Lots may be combined to form one with one single family dwelling, in which event the Owner shall have a total of only one (1) vote in the Association.

Section 3. Voting Weights. ~~Notice of Voting Member: Effect of Additional Properties on Voting Weights.~~ Each Voting Member of the Association shall give written notice to the Association of the person elected or designated as its representative, such notice to be given at or before the first meeting of the Association which the Voting Member is to attend through its representative. The Association and all other Voting Members shall be entitled to rely on such notices as constituting the authorization of the Neighborhood Associations and their members, or an individual Member, as appropriate, to the designated Voting Member to cast all votes of the Neighborhood Associations and their members, or an individual Member, and to bind the Neighborhood Associations and their members and such individual Member in all Association matters until such notice is changed, superseded or revoked. The proportional voting weights of the Lots and the respective Neighborhood Associations shall not be affected by this amendment. Each Owner of a Lot within a Neighborhood Association shall be entitled to cast one (1) vote per Lot, in the affairs of the Association thereby preserving the original proportional voting as established in the Master Declaration of Covenants, Conditions and Restrictions for Key Vista as originally recorded.

3. ARTICLE III – MEMBERSHIP AND VOTING RIGHTS, Section 4, Membership Classifications, is deleted in its entirety and replaced with the following to read as follows:

Section 4. Membership Classifications. The Association shall have one class of Members or Voting Members, which shall be the record owners of the respective Lots within the Association.

4. ARTICLE VII, GENERAL PLAN OF DEVELOPER, Section 5, Amendment, is deleted in its entirety and replaced with the following, to read as follows:

Section 5. Amendment. This Declaration may be amended by the affirmative vote of seventy-five percent (75%) of the Voting Members participating in a duly called meeting for this purpose, in person or by proxy, at which a quorum has been obtained.