

This Instrument prepared by and to be returned to: Steven G. Rappaport, Esquire Sachs Sax Caplan 6111 Broken Sound Parkway NW Suite 200 Boca Raton, FL 33487 (561) 994-4499

CERTIFICATE OF AMENDMENT TO THE BYLAWS OF SOMERSET BAY CONDOMINIUM ASSOCIATION, INC. AND THE ARTICLES OF INCORPORATION OF SOMERSET BAY CONDOMINIUM ASSOCIATION, INC.

I HEREBY CERTIFY that the amendments attached as Exhibit "A" to this Certificate were duly adopted as amendments to the Bylaws and Articles of Incorporation of Somerset Bay Condominium Association, Inc. The Declaration of Condominium of Somerset Bay, a Condominium, is recorded in Official Records Book 1408, at Page 0244, of the Public Records of Indian River County, Florida. The Bylaws of Somerset Bay Condominium Association, Inc. were recorded in Official Records Book 1408, at Page 0311, of the Public Records of Indian River County, Florida. The Articles of Incorporation of Somerset Bay Condominium Association, Inc. were recorded in Official Records Book 1408, at Page 0302, of the Public Records of Indian River County, Florida. The attached amendments were approved by the written consent of the members pursuant to Section 617.0701(4), Fla. Stat.

DATED this 24 day of February, 2010.

WITNESSES:

SOMERSET BAY CONDOMINIUM ASSOCIATION, INC.

Mary Hankins Signature MARY HANKINS Print Name

By: Tony Marshall, President

Barbara J. Peltier Signature BARBARA J PELTIER Print Name

By: Tim Buhl, Secretary

STATE OF FLORIDA)) ss: COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 24 day of February, 2010, by Tony Marshall, as President, and Tim Buhl, as Secretary, of Somerset Bay Condominium Association, Inc., who are Personally Known [X] or Produced Identification [].

Type of Identification Produced: N/A

(SEAL)

Barbara J. Peltier NOTARY PUBLIC, State of Florida at Large



BARBARA J. PELTIER MY COMMISSION # DD 868643 EXPIRES: May 23, 2013 Bonded Thru Budget Notary Services

EXHIBIT "A"

AMENDMENTS TO
THE BYLAWS OF
SOMERSET BAY CONDOMINIUM ASSOCIATION, INC.
AND THE ARTICLES OF INCORPORATION OF
SOMERSET BAY CONDOMINIUM ASSOCIATION, INC.

The Declaration of Condominium of Somerset Bay, a Condominium, is recorded in Official Records Book 1408, at Page 0244, of the Public Records of Indian River County, Florida. The Bylaws of Somerset Bay Condominium Association, Inc. were recorded in Official Records Book 1408, at Page 0311, of the Public Records of Indian River County, Florida. The Articles of Incorporation of Somerset Bay Condominium Association, Inc. were recorded in Official Records Book 1408, at Page 0302, of the Public Records of Indian River County, Florida.

As indicated herein, words underlined are added and words ~~struck through~~ are deleted.

Item 1: Article 4, Section A of the Bylaws of Somerset Bay Condominium Association, Inc. ("Bylaws"), shall be amended follows:

4. BOARD OF ADMINISTRATION AND OFFICERS

A. The Board of Administration shall consist of ~~a minimum of three (3) directors with the number determined by a vote of majority of a quorum of members at a membership meeting. Each director elected at the first annual meeting of the membership thereafter shall serve for term of one (1) year or until his successor is duly elected.~~ five (5) Directors. Commencing with the Annual Meeting and Election of Directors in 2010, Directors shall be elected for staggered terms as follows: the three (3) candidates who receive the highest plurality of the votes shall be elected for a term of two (2) years. The two (2) candidates with the next highest plurality of the votes shall be elected for a term of one (1) year. At all subsequent Annual Meetings and Elections of Directors, Directors shall be elected for a term of two (2) years. At the 2010 Annual Meeting and Election of Directors, if there is no election because the number of candidates is equal to or less than the number of vacancies available, the Directors elected for an initial term of two (2) years shall be chosen by the Board of Directors as determined in their sole discretion.

Any director of the Board of Administration may be recalled and removed from office with or without cause by a vote or agreement in writing of the voting interests. A special meeting of the unit owners to recall a director or directors of the Board of Administration may be called by ten (10%) percent of the voting interests giving notice of the meeting as required for a meeting of unit owners, and the notice shall state the purpose of the meeting.

Item 2: Article 7 of the Articles of Incorporation of Somerset Bay Condominium Association, Inc. ("Articles"), shall be amended follows:

The affairs of the corporation shall be managed by the Board of Administration. The number of members of the Board of Administration of the corporation shall be a minimum of three (3) with the exact number determined ~~by a vote of the members~~ by the Bylaws. The members of the Board of Administration shall be elected as provided by the By-Laws of the corporation. The Board of Administration shall be members of the corporation or shall be authorized representatives, officers or employees of a corporate member of this corporation. Notwithstanding the foregoing, the first election of directors will be held in accordance with Article VI of the Declaration of Condominium of SOMERSET BAY, A CONDOMINIUM. Any vacancies in the Board of Administration occurring before the first election will be filled by the remaining directors, unless the vacancy occurs when both the Developer and unit owners other than the Developer are entitled to representation in which event the vacancy shall be filled by an election as provided in rule 61B-23.0021 F.A.C. The first election of director shall be held sixty (60) days from the date of recording of the Declaration of Condominium; thereafter, elections of directors shall be held once a year at the annual membership meeting.

The names and addresses of the members of the first Board of administration who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

JOHN GENONI, SR.

3410 N. Harbor City Blvd, Ste. A
Melbourne, Florida 32935

JOHN GENONI, JR.

3410 N. Harbor City Blvd, Ste. A
Melbourne, Florida 32935

CHARLES B GENONI

3410 N. Harbor City Blvd, Ste. A
Melbourne, Florida 32935