

This instrument was prepared by:  
**DAVID H. ROGEL, ESQUIRE**  
BECKER & POLIAKOFF, P.A.  
121 Alhambra Plaza, 10<sup>th</sup> Floor  
Coral Gables, Florida 33134

**CERTIFICATE OF AMENDMENTS  
TO THE  
TO THE ARTICLES OF INCORPORATION AND BYLAWS OF  
FARO BLANCO CONDOMINIUM ASSOCIATION, INC.**

**WHEREAS**, the Declaration of Condominium establishing Faro Blanco, was duly recorded at Official Records Book 866 at Page 769, ("Declaration") of the Public Records of Monroe County, Florida; and

**WHEREAS**, Faro Blanco Condominium Association, Inc. (the "Association") is the entity responsible for the operation of Faro Blanco; and

**WHEREAS**, the Articles of Incorporation and ByLaws of Faro Blanco Condominium Association, Inc. were recorded along with the Declaration as Exhibits thereto; and

**WHEREAS**, at the duly called and convened Special Meeting of the Membership of the Association held on December 16, 2022, the requisite percentage of the members approved the Amendments attached hereto as Exhibit "A".

**NOW, THEREFORE**, the undersigned hereby certifies that the Amendments as set out in Exhibit "A", attached hereto and incorporated herein, are a true and correct copy of the Amendments as approved.

**WITNESS** my signature hereto this 6<sup>th</sup> day of January, ~~2022~~ 2023, at Monroe County, Florida.

**WITNESSES:**  
Debbie Wallace  
Sign Name  
Debbie Wallace  
Print Name  
Beverly Traeger  
Sign Name  
BEVERLY TRAEGER  
Print Name

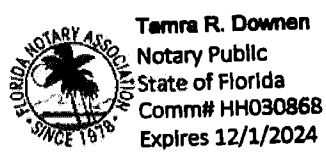
**FARO BLANCO CONDOMINIUM  
ASSOCIATION, INC.**  
By: [Signature]  
Greg Stroh, President

**STATE OF FLORIDA  
COUNTY OF MONROE**

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this 6<sup>th</sup> day of January, ~~2022~~ 2023, by Greg Stroh, as President of Faro Blanco Condominium Association, Inc. who is personally known to me or has produced ( ) as identification and who ~~did not~~ take an oath.

My commission expires:  
(SEAL)

[Signature]  
NOTARY PUBLIC SIGNATURE  
STATE OF FLORIDA AT LARGE  
TAMARA DOWNEN  
PLEASE PRINT OR TYPE NOTARY SIGNATURE



**EXHIBIT "A"**  
**AMENDMENTS**  
**TO THE ARTICLES OF INCORPORATION**  
**AND BYLAWS OF**  
**FARO BLANCO CONDOMINIUM ASSOCIATION, INC.**

(Additions indicated by underlining; Deletions indicated by ~~striking through~~.)

**Amendments to Article VII of the Articles of Incorporation and Article II, Sections 2.01, 2.02, 2.04 and 2.05 of the Bylaws to change the size of the Board of Directors from six to five Board members and create two (2) years staggered terms for the election of the governing Board, as follows:**

**1. ARTICLES OF INCORPORATION**

**ARTICLE VII. DIRECTORS**

The number of persons constituting the first board of directors is three (3). The names and addresses of the directors who are to serve until the first annual meeting of the members or until their successors are elected and qualify are:

Ralph E. Cunningham, Jr., 2975 Overseas Highway, Marathon FL 33050  
Cynthia F. Hoffman, 2975 Overseas Highway, Marathon, FL 33050  
Lawrence E. Albitron, 2975 Overseas Highway, Marathon, FL 33050

At the first annual meeting following the adoption of this amendment to the Articles of Incorporation, members shall elect from among the members of the corporation five (5) Directors, which Director shall be elected in accordance with the ByLaws, ~~the members shall elect from among the members of the corporation two (2) directors for a term of one (1) year each, two (2) directors for a term of two (2) years each, and two (2) directors for a term of three (3) years; at each annual meeting thereafter the members shall elect from among the membership two (2) directors for a term of three (3) years each.~~

**2. BYLAWS**

**ARTICLE II. FORM OF ADMINISTRATION**

2.01 The Association and Governing Board. The affairs of the condominium shall be administered and managed by an association of unit owners organized as a Florida corporation not for profit, having the name of FARO BLANCO CONDOMINIUM ASSOCIATION, INC., and hereinafter called the association. All

power and authority of the association shall be exercised through its board of directors, to be know as the governing board, consisting of ~~six (6)~~ five (5) members.

2.02 Composition of Governing Board. Members of the governing board shall be unit owners or the designated voting representative of a unit owner which is not a natural person and shall be elected from amongst the members at the annual meeting. ~~CONDOMINIUM ASSOCIATION, INC., hereinafter called developer, or elected by the unit owners as follows:~~

~~2.021 Until fifteen percent (15%) of the units that will eventually be operated by the association are owned by unit owners other than developer, and thereafter until successors shall have been elected by unit owners, the governing board shall consist of such of the officers and directors of developer as developer shall from time to time designate.~~

~~2.022 Then, in an election of unit owners as provided by law and in these bylaws, unit owners other than developer shall elect one third (1/3) of the members of the board, and an equal number of the members previously designated by developer shall resign.~~

~~2.023 The unit owner's representation on the board specified above shall continue until an election, as provided by law and in these bylaws, after the earliest of (1) the date three (3) years after sales by developer of fifty percent (50%) of the units in the condominium have closed; or (2) the date three (3) months after sales by developer of ninety percent (90%) of the units in the condominium have closed; or (3) the date which all the units have been completed, some of them have been sold, and no unsold units are being offered for sale by developer in the ordinary course of business. At such election, and in all subsequent elections, the unit owners other than developer shall elect the greater of (1) a majority of the members of the board, or (2) that number of members corresponding to the aggregate voting power of unit owners other than developer.~~

~~2.024 Developer shall be entitled to elect at least one (1) member of the board for so long as developer holds no fewer than two (2) units in the condominium for sale in the ordinary course of business.~~

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2.04 Election and Terms of Office. At the first annual meeting of the unit owners after the date on which the amendment to this Article 2 is adopted, five (5) persons shall be elected to the governing Board, the three (3) candidates receiving the highest votes totals to be elected to a two (2) year term and the two (2) candidates receiving the next highest votes totals to be elected to a one (1) year term. Thereafter, the terms of office of the governing Board shall be two (2) years. To the extent that there are not more candidates than positions to be filled, the candidates who will become Board members shall determine amongst themselves the terms of office each shall have or, absent such agreement, a vote will be conducted to determine the terms of the new governing Board members. ~~unit owners other than developer become entitled to elect at least a majority of~~

~~the members of the governing board, the terms of office of board members shall be fixed as follows: the terms of office of two (2) members shall be set at three (3) years; and the term of office of two (2) members shall be set at two (2) years; and the terms of office of two (2) members shall be set at one (1) year. At the expiration of the initial terms of office of each board member, his successor shall be elected to serve for a term of three (3) years. Board members shall hold office until their successors have been elected and hold their first meeting.~~

2.05 Vacancies. Vacancies in the governing board caused by any reason other than the removal of a member by vote of the unit owners shall be filled by vote of the majority of the remaining board members, even though they may constitute less than a quorum; each person so appointed ~~elected shall hold office until a successor is elected at the next annual meeting of the unit owners~~ shall hold office for the unexpired term of his predecessor.