

**FIRST AMENDMENT TO THE AMENDED AND RESTATED BYLAWS OF
EMERALD GARDENS HOMEOWNERS' ASSOCIATION, INC.
A NONPROFIT CORPORATION**

WHEREAS, It is the desire and intention of EMERALD GARDENS HOMEOWNERS ASSOCIATION, INC. to amend the Bylaws of Emerald Gardens as recorded in the Official Records Book No. 2605; Page 3, Article IV, Section 2 and Page 2, Article III, Section 2 as indicated on Page 2 of this document.

WHEREAS, the EMERALD GARDENS HOMEOWNERS ASSOCIATION, INC. has a written vote by the Owners located in the Subdivision, and the following amendments were approved by a majority of owners within the subdivision.

The following sections are hereby amended as indicated on Page 2 of this document.

Page 3, Article IV, Section 2. Term of Office.

Page 2, Article III, Section 2.

In Witness Whereof, EMERALD GARDENS HOMEOWNERS' ASSOCIATION, INC., a corporation existing under the laws of the State of Florida, has these bylaws to be amended by its President, attested by its Secretary this 14 Day of SEPT., 2006.

EMERALD GARDENS HOMEOWNERS ASSOCIATION, INC.

BY


PRESIDENT

Attest:

BY


SECRETARY

Emerald Gardens
Homeowners Association Inc.
P.O. Box 21401
Sarasota, FL 34276-4401

Page 1 of 3
RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 2006164226 3 PGS
2006 SEP 14 10:29 AM
KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FLORIDA
GBURCH Receipt#828236



2006164226

The Emerald Gardens Homeowners Association
P.O. Box 21401, Sarasota, FL 34276-4401

Results of the Ballot Vote at the July 28, 2006 Meeting.

The following Articles and Sections were presented by the Board of Directors at the July 28, 2006 Semi-Annual Meeting. The following is the outcome of the voting and those items become effective July 29, 2006.

Please note all changes are in bold lettering and underlined.

BYLAWS

Page 3, Article IV, Section 2. Term of Office

At the annual meeting in odd numbered years, the members shall elect three (3) directors for a term of two years. At the annual meeting in even numbered years, the members shall elect two (2) directors for a term of two years.

Yes – 68 No – 0 Approved

Page 2, Article III, Section 2. Semi-Annual Meetings

The purpose of the semi-annual meeting is to receive interim reports of the officers and committees and to conduct any other business that may arise.

(Note: the phrase “*is to elect two members to the board of directors*” is eliminated.)

Board of Directors:

Philip Pasho
Bonnie Telinger
Robert Lemestre
DeAnne Parker
Roger Courtois

STATE OF FLORIDA
COUNTY OF SARASOTA

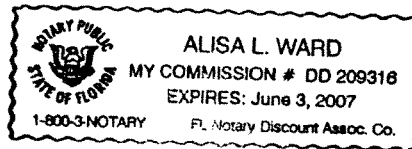
I HEREBY CERTIFY: that on this day, before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Philip Pasho, President and Bonnie Telinger, Secretary, of EMERALD GARDENS HOMEOWNERS ASSOCIATION, INC., a corporation existing under the State of Florida, who is personally known to me or who has produced Florida Drivers License as identification and who (did not) take an oath.

WITNESS my hand and official seal in the county and state aforesaid this

14th Day of September, 2006.

NOTARY PUBLIC
My Commission Expires

Alisa L. Ward



THIS INSTRUMENT PREPARED BY;
WAYNE R. PETERSON
4427 Opal Court
Sarasota, FL 34233
July 29, 2006.