

EXHIBIT "D"

FILED

ARTICLES OF INCORPORATION

JAN 11 1957

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE LANDINGS MANAGEMENT ASSOCIATION, INC.

(A Corporation Not For Profit)

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of Corporations Not for Profit, we, the undersigned, do hereby associate ourselves together into a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that end we do hereby adopt and set forth these Articles of Incorporation, viz:

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be:

THE LANDINGS MANAGEMENT ASSOCIATION, INC.

hereinafter in these Articles referred to as the "Association."

ARTICLE II

PURPOSES

The general nature, objects and purposes of the Association are:

A. To accept and hold title to, and thereafter to manage and administer the use of, the common areas of that certain property commonly known as "The Landings," which property is located in Sections 6 and 7, Township 37 South, Range 18 East, Sarasota County, Florida, and is more particularly described in that certain document entitled "Declaration of Maintenance Covenants and Restrictions on The Commons for The Landings" which is to be recorded in the Public Records of Sarasota County, Florida.

B. To manage, operate, maintain and control the usage of all land and water areas and improvements intended for the common usage of all owners of land in The Landings,

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including, without limitation, such private roads, sidewalks, pedestrian, bicycle and other pathways, lakes, ponds, waterways, parks, landscaping, conservation areas and other similar common areas (and the improvements thereon) as may be set aside by the developer of The Landings and transferred from time to time to the Association for the common use and benefit of all owners in The Landings, which areas are herein collectively referred to as "The Commons."

C. To take such action as may be deemed appropriate to promote the health, safety and social welfare of the owners of property within The Landings.

D. To provide, purchase, acquire, replace, improve, maintain and/or repair all improvements of the common areas including, without limitation, buildings, structures, streets, sidewalks, street lighting, landscaping, equipment, furniture and furnishings, both real and personal, related to the promotion of the health, safety and social welfare of the members of the Association as the Board of Directors in its discretion may determine necessary or appropriate.

E. To furnish or otherwise provide for private security, fire protection and such other services as the Board of Directors in its discretion determines necessary or appropriate and to provide the capital improvements and equipment related thereto.

F. To undertake and carry out all of the duties and obligations which may be assigned to it as the master property owners' association under the terms and provisions of the aforesaid Declaration of Maintenance Covenants or any declaration of restrictions or deed restrictions applicable to subdivided portions of The Landings.

G. To operate without profit and for the sole and exclusive benefit of its members.

D.K. 13/2 PU 1249

ARTICLE III

GENERAL POWERS

The general powers that the Association shall have are as follows:

A. To purchase, accept, lease, or otherwise acquire title to, and to hold, mortgage, rent, sell or otherwise dispose of any and all real or personal property related to the purposes or activities of the Association; to make, enter into, perform and carry out contracts of every kind and nature with any person, firm, corporation or association; and to do any and all other acts necessary or expedient for carrying on any and all of the activities of the Association and pursuing any and all of the objects and purposes set forth in these Articles of Incorporation and not forbidden by the laws of the State of Florida.

B. To establish a budget and to fix assessments to be levied against all property located in The Landings which is subject to assessment pursuant to the aforementioned Declaration of Maintenance Covenants for the purpose of defraying the expenses and costs of effectuating the objects and purposes of the Association and to create reasonable reserves for such expenditures, including a reasonable contingency fund for the ensuing year and a reasonable annual reserve for anticipated major capital repairs, maintenance and improvement, and capital replacements.

C. To enter into agreements with condominium associations and other property owners associations for the collection of such assessments.

D. To place liens against any property in The Landings for delinquent and unpaid assessments and to bring suit for the foreclosure of such liens or to otherwise enforce the collection of such assessments for the purpose of obtaining revenue for the operation of the Association's business.

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F. To hold funds solely and exclusively for the benefit of the members of the Association for the purposes set forth in these Articles of Incorporation.

G. To adopt, promulgate and enforce rules, regulations, Bylaws, covenants, restrictions and agreements in order to effectuate the purposes for which the Association is organized.

H. To delegate such of the powers of the Association as may be deemed to be in the Association's best interest by the Board of Directors.

I. To charge recipients of services rendered by the Association and users of property of the Association where such is deemed appropriate by the Board of Directors.

J. To pay all taxes and other charges or assessments, if any, levied against property owned, leased or used by the Association.

K. To borrow money for the acquisition of property or for any other lawful purpose of the Association, and to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the Association for borrowed monies, and to secure the payment of such obligation by mortgage, pledge, security agreement, or other instrument of trust, or by lien upon, assignment of or agreement in regard to, all or any part of the real or personal property, or property rights or privileges of the Association wherever situated.

L. To enforce by any and all lawful means the provisions of these Articles of Incorporation, the Bylaws of the Association which may be hereafter adopted, the terms and provisions of the aforesaid Declaration of Maintenance Covenants, and, wherever applicable or appropriate, the terms and provisions of any restrictions applicable to any portion of The Landings.

M. In general, to have all powers which are or may be conferred upon a corporation not for profit by the laws of the State of Florida, except as prohibited herein.

ARTICLE IV

MEMBERS

The members of this Association shall consist of all of the owners of property located in The Landings which is subject to assessment, which property is more particularly described and defined in the aforementioned Declaration of Maintenance Covenants to be recorded in the Public Records of Sarasota County, Florida. There shall be three classes of such members, as follows:

A. Class A Members. Class A members shall be all owners of condominium units in The Landings and, also, all owners of lots or other parcels of property which are located in an area where membership in a property owners' association is required. Class A members shall be represented in all matters concerning the Association by a representative of the condominium association or neighborhood property owners' association to which they belong. Owners of all such property shall automatically become Class A members upon acquiring the fee simple title to said property.

B. Class B Members. Class B members shall be all property owners in The Landings other than condominium unit owners or owners of lots or other parcels of property which are located in an area where membership in a property owners' association is required (i.e., Class A members) and other than Class C members. Owners of all such property shall automatically become Class B members upon acquisition of the fee simple title to such property.

C. Class C Members. Class C members shall be all owners of the property within The Landings zoned for commercial and professional and business office uses, which property is more particularly described in Exhibit "C" to the aforementioned Declaration of Maintenance Covenants. Owners of such property shall automatically become Class C members upon acquisition

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of the fee simple title to such property. Class C members shall be limited members in the Association, having the right to vote only on the subject matter of maintenance of part of the two private roads providing access to The Landings from U.S. Highway 41, such part being designated as "Tract C" and "Tract D" on the subdivision plat of "The Landings - Unit One" which is to be recorded in the Public Records of Sarasota County, Florida. The obligation of the Class C members for Association expenses shall be limited to contribution toward the maintenance of said "Tract C" and "Tract D." The manner in which the Class C members may exercise their vote and the extent to which the Class C members shall be liable for Association expenses is set forth in the aforesaid Declaration of Maintenance Covenants.

Membership of any Class A, Class B, or Class C member in the Association shall automatically terminate upon conveyance or other divestment of title to such member's unit, lot or parcel, except that nothing herein contained shall be construed as terminating the membership of any member who may own two or more units, lots or parcels in The Landings so long as at least one unit, lot or parcel is owned by such member.

The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the unit, lot or parcel which is the basis of his membership in the Association.

#### ARTICLE V

##### VOTING

A. Subject to the restrictions and limitations hereinafter set forth, each Class A and Class B member of the Association shall have one (1) vote for each "assessment share" (as such term is defined in the aforesaid Declaration of Maintenance Covenants) attributed to property owned by such member; provided, however, that in the event of multiple ownership

of any property, the member-owners thereof together, and not individually, shall be entitled to said one (1) vote for each such "assessment share." Except as may be otherwise provided herein, Class A and Class B members shall vote as a combined class so that no matter shall require the separate approval of the Class A and Class B members.

B. Inasmuch as the voting rights of the Class C members are limited to matters affecting the maintenance of the aforesaid "Tract C" and "Tract D," the number of votes to which each Class C member is entitled and the manner in which such voting rights may be exercised are set forth in and controlled by the terms of said Declaration of Maintenance Covenants.

C. Class A members shall be represented in this Association solely and exclusively by the condominium association or neighborhood property owners' association to which they belong, through the president of their respective association or through such other representative as their association's board of directors may appoint. Each condominium association and neighborhood property owners' association in The Landings shall represent its members with respect to all Association matters and shall have that number of votes to cast corresponding to the total number of votes held by its individual members according to the provisions of Article V, Paragraph A, above, and Article VI, Paragraph C, below. All notices and other official communications from the Association to the condominium and neighborhood property owners' associations shall be to their respective presidents or other designated representatives. Only the presidents or other designated representatives shall have the right to cast votes and otherwise participate in membership meetings of the Association, although any member shall have the right to attend such meetings.

D. Class B and Class C members may represent themselves at all membership meetings of the Association. The vote attributable to any unit, lot or parcel owned by multiple owners may be cast by any of such owners; provided, however, that if more than one of the multiple owners attempts to cast the vote to which their unit, lot or parcel is entitled, said vote shall be apportioned equally among such of the multiple owners as cast the vote.

E. The Secretary of the Association shall maintain a list of the members of the Association and the number of votes to which each member is entitled as determined in the manner set forth in Article V, Paragraph A, above. Whenever any person or entity becomes entitled to membership in the Association, it shall become such party's duty and obligation to so inform the Secretary in writing, giving his name, address and legal description of such unit, lot or parcel; provided, however, that any notice given to or vote accepted from the prior owner of such unit, lot or parcel before receipt of written notification of change of ownership shall be deemed to be properly given or received. The Secretary may, but shall not be required to, search the Public Records of Sarasota County or make other inquiry to determine the status and correctness of the list of members of the Association maintained by him and shall be entitled to rely upon the Association's records until notified in writing of any change in ownership.

F. The owners of any property subject to the terms and provisions of the aforesaid Declaration of Maintenance Covenants, but not subject to the annual maintenance assessments set forth therein, shall be non-voting members of the Association. Such non-voting members may attend, but shall not be entitled to participate at or receive notice of, meetings of members of the Association.



Q.R.1372 PG 1250

ARTICLE VI

BOARD OF DIRECTORS

A. The affairs of the Association shall be managed by a Board of Directors consisting initially of three (3) Directors. The number of Directors comprising succeeding Boards of Directors shall be as provided from time to time in the Bylaws of the Association, but in no event shall there be less than three (3) or more than nine (9) Directors. The Directors may, but need not be, members of the Association and need not be residents of the State of Florida.

B. All Directors shall be appointed by and shall serve at the pleasure of The Landings Development Company, a Florida corporation, its successors or assigns, (hereinafter referred to as "Developer") until the annual meeting of members in the first fiscal year of the Association for which assessments are levied against the members. Commencing with said annual meeting and continuing thereafter until the annual meeting of members in the year 1999, Developer shall have the right to appoint a majority of the Board of Directors. Commencing with said 1999 annual meeting of members and continuing for as long as Developer owns any property in The Landings, Developer shall have the right to appoint one (1) Director.

C. All Directors who are not subject to appointment by Developer shall be elected by the combined vote of the Class A and Class B members. Notwithstanding any other provision contained herein, at all elections of directors voting shall be cumulative, so that there shall be attributed to each unit, lot or parcel a number of votes equal to (a) the number of votes to which such unit, lot or parcel is entitled under the provisions of Paragraph A of Article V above, multiplied by (b) the number of Directors then to be elected. The total number of votes thus produced for each

unit, lot or parcel may be cast entirely for one candidate or distributed among two or more candidates as the person casting such votes may prefer. Elections shall be by plurali . . . votes.

D. All Directors, whether appointed or elected, shall serve for terms of one (1) year in accordance with the provisions of the Bylaws. Any elected Director may be removed from office with or without cause by majority vote of the Class A and Class B members but not otherwise. Similarly, in no event may a Board member appointed by Developer be removed except by action of Developer.

E. The names and addresses of the members of the first Board of Directors who shall hold office until the first annual meeting of members to be held in the year 1961 and until their successors are elected or appointed and have qualified, are as follows:

- Robert A. Morris, Jr., 8310 Vamo Road, Sarasota, Florida
- Ronald E. Drews, 8310 Vamo Road, Sarasota, Florida
- William J. Langer, 8310 Vamo Road, Sarasota, Florida

ARTICLE VII

OFFICERS

A. The officers of the Association, to be elected by the Board of Directors, shall be a President, a Vice-President, a Secretary, an Assistant Secretary, and a Treasurer, and such other officers as the Board shall deem appropriate from time to time. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two or more offices, provided, however, that the office of President and Secretary (or Assistant Secretary) shall not be held by the same person. The affairs of the Association shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected for a term of

one (1) year in accordance with the procedure set forth in the Bylaws.

B. The Board of Directors, or the President with the approval of the Board of Directors, may employ personnel to conduct the affairs of the Association and any such person or legal entity may be so employed without regard to whether such person or entity is a member of the Association or a Director or officer of the Association, as the case may be.

C. The names of the officers who are to manage the affairs of the Association until the first annual meeting of the Board of Directors to be held in the year 1981 and until their successors are duly elected and qualified, are as follows:

- President - Robert A. Morris, Jr.
- Vice-President - Ronald K. Drews
- Secretary - Ronald K. Drews
- Assistant Secretary - J. Michael Hartenstine
- Treasurer - Ronald K. Drews

ARTICLE VIII

CORPORATE EXISTENCE

The Association shall have perpetual existence.

ARTICLE IX

BYLAWS

The first Board of Directors of the Association shall adopt Bylaws consistent with these Articles. Thereafter, the Bylaws may be altered, amended or rescinded by a majority vote of the Directors in the manner provided by such Bylaws.

ARTICLE X

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles may be altered, amended or repealed by resolution of the Board of Directors. No amendment affecting the rights of Developer shall be effective without the prior written consent of Developer. No amendment diminishing the

reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. In no event, however, shall any officer or Director be indemnified for his own willful misconduct or, with respect to any criminal proceeding, his own knowing violation of provisions of law. The Association may purchase and maintain insurance on behalf of all officers and Directors for any liability asserted against them or incurred by them in their capacity as officers and Directors or arising out of their status as such.

ARTICLE XV

DISSOLUTION OF THE ASSOCIATION

A. Upon expiration of the term of the aforementioned Declaration of Maintenance Covenants, the Association may be dissolved upon a resolution to that effect being approved by two-thirds (2/3) of the members of the Board of Directors, and, if a judicial decree is necessary at the time of dissolution, then after receipt of an appropriate decree as provided for in Section §17.05, Florida Statutes (1979), or any statute of similar import then in effect.

B. Upon dissolution of the Association, all of its assets remaining after provision for payment of creditors and all costs and expenses of such dissolution shall be distributed in the following manner:

(1) Any property determined by the Board of Directors of the Association to be appropriate for dedication to any applicable municipal or other governmental authority may be dedicated to such authority provided the authority is willing to accept the dedication.

(2) All remaining assets, or the proceeds from the sale of such assets, shall be distributed among the Class A and Class B members in proportion to the number of votes each such member then has.

O.R. 1372 PG 1255

IN WITNESS WHEREOF, the aforesaid subscribers have hereunto set their hands and seals this 9<sup>th</sup> day of January 1980.

Robert A. Morris, Jr.  
Robert A. Morris, Jr.

Ronald K. Dreus  
Ronald K. Dreus

J. Michael Martensine  
J. Michael Martensine

STATE OF FLORIDA  
COUNTY OF SARASOTA:

I HEREBY CERTIFY that on this 9<sup>th</sup> day of January 1980, before me, the undersigned authority, personally appeared ROBERT A. MORRIS, JR., RONALD K. DREUS and J. MICHAEL MARTENSTINE, to me known to be the persons who executed the foregoing Articles of Incorporation, and acknowledged the execution of such instrument for the uses and purposes therein expressed.

WITNESS my hand and official seal at Sarasota, in the County and State and on the date aforesaid.

Norman H. Hutchinson  
Notary Public  
State of Florida at Large

My Commission Expires:

Notary Public, State of Florida at Large  
My Commission Expires July 21, 1980  
Bonded by Adams Casualty & Surety Co.

FILED  
RECORDED  
SECRETARY  
TALLAHASSEE

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
LANDINGS MANAGEMENT ASSOCIATION, INC.

D.R. 2009 PG 0696

Pursuant to Florida Statutes Sections 617.017 and 617.018, the Articles of Incorporation of the LANDINGS MANAGEMENT ASSOCIATION, INC., a Florida not-for-profit corporation, are amended as follows:

1. Article VI, subparagraph B is amended to read as follows:

Deletes: "B. All directors shall be appointed by and serve at the pleasure of the Landings Development Company, a Florida corporation, its successors or assigns (hereinafter referred to as "Developer") until the annual meeting of the members in the first fiscal year of the Association for which assessments are levied against the members. Commencing with said annual meeting and continuing thereafter until the annual meeting of members in the year 1988, Developer shall have the right to appoint a majority of the Board of Directors. Commencing with said 1988 annual meeting of members and continuing for as long as Developer owns any property in the Landings, Developer shall have the right to appoint one (1) Director."

Substitute: "B. Sundial Group, Inc., a Florida corporation, as the Developer of the property commonly known as Landings South, shall be entitled to have one seat on the Board of Directors of the Association without election, for that period of time extending as long as active development of the Landings South is being undertaken by Sundial Group, Inc., but in any event this seat shall no longer be available to Sundial Group, Inc., without election, after December 31, 1992."

2. The foregoing amendment was adopted on October 20, 1987 by the affirmative vote of a majority of the members of the Corporation entitled to vote thereon, in accordance with Florida Statutes Section 617.017 (1).

3. The effective date of the Amendment to the Articles of Incorporation provided herein shall be the date of the filing of this instrument by the Department of State for the State of Florida.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles

of Amendment on Jan 7, 1988

RECORDED'S MEMO: Legibility of writing, typing or printing for reproductive purpose may be unimpaired in this document when received.

John G. Barrett

As the President of  
LANDINGS MANAGEMENT  
ASSOCIATION, INC.,  
a Florida not-for-profit  
corporation

As the Secretary of  
LANDINGS MANAGEMENT  
ASSOCIATION, INC.,  
a Florida not-for-profit  
corporation

(CORPORATE SEAL)

D.A. 2005 78 0621

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on Jan 7  
1988 by John G. Barrett and Billie Heron  
President and Secretary, respectively, of LANDINGS  
MANAGEMENT ASSOCIATION, a Florida not-for-profit corporation, on behalf of the  
Corporation.

IN WITNESS WHEREOF, I hereby sign and set my seal.

Clara Jane Adams  
NOTARY PUBLIC

My Commission expires:  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES JUNE 15, 1990.  
SUNSHINE STATE NOTARY PUBLIC GUARANTEE

**CONSENT TO THE AMENDMENT  
OF ARTICLES OF INCORPORATION BY DEVELOPER**

LANDINGS DEVELOPMENT COMPANY, a Florida corporation, by and  
through its undersigned duly authorized officer, and pursuant to Article X of the Articles  
of Incorporation of the LANDINGS MANAGEMENT ASSOCIATION, INC., hereby gives its  
consent, as Developer, to the above Amendment to the Articles of Incorporation of the  
LANDINGS MANAGEMENT ASSOCIATION, INC.

John G. Barrett  
As President

(CORPORATE SEAL)

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me  
on Jan 7, 1988, by Stephen E. Altman  
President of LANDINGS DEVELOPMENT COMPANY, a Florida corporation, on behalf of  
the Corporation.

IN WITNESS WHEREOF, I hereby sign and set my seal.

Barbara D. McCoy  
NOTARY PUBLIC

My Commission expires:  
Notary Public, State of Florida at large  
My Commission Expires May 5, 1990

RECORDED IN OFFICIAL RECORDS  
FEBRUARY 15 1988  
At 11:13 A.M.  
KARLE E. RUSHING, CLERK  
SARASOTA COUNTY  
FLORIDA

Vertical lines and markings at the bottom right of the page.

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24.01

CERTIFICATE  
AMENDMENT TO  
THE ARTICLES OF INCORPORATION  
OF

THE LANDINGS MANAGEMENT ASSOCIATION, INC.  
(As Per Declaration of Maintenance, Covenants and Restrictions  
on the Commons for The Landings, as amended, recorded in  
Official Records Book 1372, Page 1271, and the Articles of  
Incorporation of The Landings Management Association, Inc.,  
as amended, recorded in Official Records Book 1372, Page 1242,  
Both of the Public Records of Sarasota, County, Florida)

The undersigned, as President of THE LANDINGS MANAGEMENT  
ASSOCIATION, INC., hereby certifies that the attached "Articles of  
Amendment to The Articles of Incorporation of The Landings  
Homeowners Association, Inc.," have been duly adopted pursuant to  
the provisions of the Articles of Incorporation and Bylaws of said  
corporation.

WITNESS my hand and seal this 21 day of February, 1991.

THE LANDINGS MANAGEMENT ASSOCIATION,  
INC.

By: John Brannan  
John Brannan  
As its President

Witnesses: John A. Brannan [CORPORATE SEAL]  
Cynthia K. Bibeau

STATE OF FLORIDA  
COUNTY OF SARASOTA

Before me, the undersigned authority, personally appeared JOHN  
BRANNAN, as President of The Landings Management Association, Inc.,  
to me known to be the person described in and who executed the  
foregoing instrument, and he acknowledged before me that he  
executed it in the name of and for that corporation, affixing its  
corporate seal, and that he was duly authorized by that corporation  
to do so.

WITNESS my hand and official seal in the County and State  
above named this 21 day of February, 1991.

Barbara J. [Signature]  
Notary Public  
My commission expires: 1-29-95

THIS INSTRUMENT PREPARED BY:  
UPON RECORDING RETURN TO:  
J. Kevin Drake, Esq.  
1343 Main Street, Suite 204  
Sarasota, FL 34236



# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on February 21, 1991, for THE LANDINGS MANAGEMENT ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office

The document number of this corporation is 750578.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
12th day of March, 1991.



CR2EO22 (2-91)

A handwritten signature in cursive script that reads "Jim Smith".

Jim Smith  
Secretary of State

RECORDED'S MEMO: Legibility of writing, typing or  
printing for reproductive purpose may be unsatisfactory  
in this document when received.

ARTICLES OF AMENDMENT  
TO  
THE ARTICLES OF INCORPORATION  
OF  
THE LAMMING MANAGEMENT ASSOCIATION, INC.

FILED  
EB (B) 21 25 54  
RECORDS  
SECTION  
MAY 21 1954

Pursuant to the Articles of Incorporation and Bylaws of THE LAMMING MANAGEMENT ASSOCIATION, INC., a corporation not-for-profit under the laws of the State of Florida, incorporated January 11, 1954, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is:

THE LAMMING MANAGEMENT ASSOCIATION, INC.

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:

1. Article VI, Paragraph 3 is hereby deleted and the following is substituted therefor:

3. All Directors shall serve for terms of Two (2) years in accordance with the provisions of the Bylaws, except that Three (3) of the Directors elected in 1951, and One (1) Director appointed by the Developer in 1951 (pursuant to Article VI, subparagraph 3 above), shall serve for One (1) year. The terms shall be staggered thereafter, a mere majority to expire in odd-numbered years and one less than a majority in even-numbered years. Any elected Director may be removed from office with or without cause by majority vote of the Class A and Class B members, but not otherwise.

THIRD: The amendments were adopted by the Board of Directors on the 13<sup>th</sup> day of January, 1931.

THE LANDINGS MANAGEMENT ASSOCIATION, INC.

By: [Signature]  
John [Name],  
as its President

By: [Signature]  
Billie [Name],  
as its Secretary

FILED  
JAN 21 1931

STATE OF FLORIDA  
COUNTY OF SARASOTA

Before me, the undersigned authority, personally appeared JOHN [Name], to me well known to be the person who executed the foregoing Article of Amendment to Articles of Incorporation and who acknowledged before me, according to law, that he made and subscribed the same for the purposes therein contained and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13<sup>th</sup> day of January, 1931.


[Signature]  
Notary Public  
My commission expires [Date]  
(SEAL)

STATE OF FLORIDA  
COUNTY OF SARASOTA

Before me, the undersigned authority, personally appeared BILLIE [Name], to me well known to be the person who executed the foregoing Article of Amendment to Articles of Incorporation and who acknowledged before me, according to law, that she made and subscribed the same for the purposes therein contained and set forth.

-2-  
RECORDED'S MEMO: Legibility of writing, typing or printing for reproductive purposes may be unsatisfactory in this document when received.

In WITNESS WHEREOF, I have hereunto set my hand and seal this  
day of January, 1961.

  
Secretary of Defense  
My commission expires \_\_\_\_\_  
(REAL)

RECORDS MEMO (Legible and writing, typing or  
printing for reproductive purposes may be unauthoritative  
in the documents when received)

FILED  
ADDITIONAL  
DATE  
OFFICE  
1961 JAN 10 4 00 PM '61