

3/30/2026 2:21 PM

KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FLORIDA

CSC

Receipt # 3473330

Prepared By and Return to:
Michael W. Cochran, Esq.
Law Offices of Wells | Olah | Cochran, P.A.
3277 Fruitville Road, Bldg B
Sarasota, FL 34237
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CERTIFICATE OF AMENDMENT

THIRD AMENDED AND RESTATED ARTICLES OF INCORPORATION
AND
FIFTH AMENDED AND RESTATED BYLAWS
OF
VENTURA VILLAGE HOA, INC.,

We hereby certify that the attached amendments to the Third Amended and Restated Articles of Incorporation and Fifth Amended and Restated Bylaws of Ventura Village HOA, Inc. (which original Articles of Incorporation and Bylaws were attached as exhibits to the original Declaration of Covenants, Restrictions and Easements for Ventura Village recorded at Official Records Instrument # 2004232850 of the Public Records of Sarasota County, Florida) were duly adopted at the Membership Meeting of Ventura Village HOA, Inc. ("Association") held on March 10, 2026. The amendments were approved pursuant to Article 8 of the Third Amended and Restated Articles of Incorporation and Article 12 of the Fifth Amended and Restated Bylaws. The Association further certifies that the amendments were proposed and adopted as required by the governing documents and applicable law.

DATED this 16 day of March, 2026.

Signed, sealed and delivered
in the presence of:

sign: [Signature]
print: Lauren Johnson
address: 4162 Lenox Blvd.
City, State, Zip: Venice FL 34293

sign: [Signature]
print: KAREN ELEKES
address: 4222 LENOX BLVD
City, State, Zip: VENICE, FL 34293

VENTURA VILLAGE HOA, INC. .

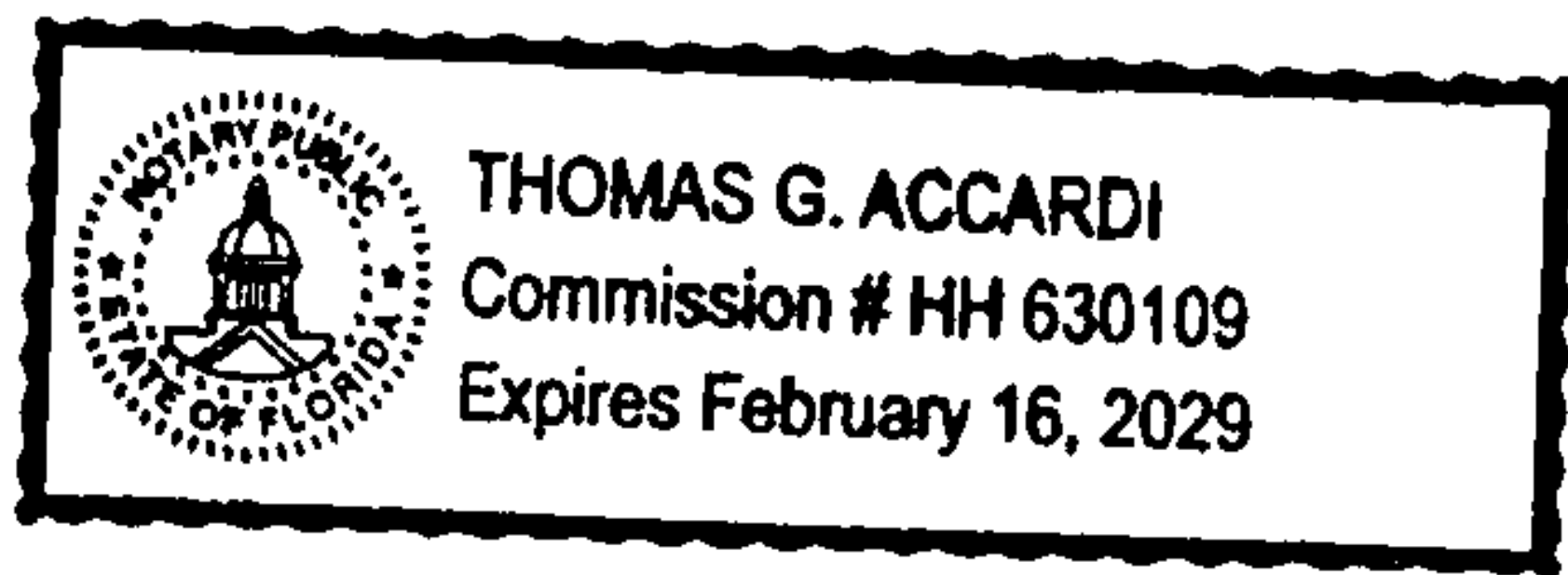
By: [Signature]
Joseph Connolly, as President

Attest: [Signature]
Mark D'Agostino, Secretary

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 16 day of March, 2026, by Joseph Connolly, as President of Ventura Village HOA, Inc. who is personally known to me or has produced DRIVERS LICENSE as identification.



NOTARY PUBLIC

Sign *Thomas G. Accardi*

Print THOMAS G. ACCARDI

My Commission Expires FEB 16, 2029

AMENDMENT

**THIRD AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR
VENTURA VILLAGE HOA, INC.**

[Additions are indicated by underline; deletions by ~~strike-through~~]

5.1 Board of Directors. The affairs of the Association shall be managed by the Board of Directors, composed as provided in the Bylaws, ~~but in no event consisting of less than four (4) Directors elected by Class "A" Members and three (3) Directors elected by the Class "B" Members~~. A Director must fulfill all requirements of eligibility provided in the Bylaws, the Declaration and the Homeowners' Association Act.

AMENDMENT

FIFTH AMENDED AND RESTATED BYLAWS FOR VENTURA VILLAGE HOA, INC.

[Additions are indicated by underline; deletions by ~~strike-through~~]

5.1 Number and Term. The Association shall be governed by a Board of Directors composed of seven (7) Directors consisting of four (4) Directors elected from and by the Class "A" ~~Members~~ Membership and three (3) Directors elected from and by the Class "B" ~~Members~~ Membership. All Directors shall be elected annually to serve two-year terms of office. Director elections will be held in alternating years for Class "A" Members and Class "B" Members. Class "B" elections shall be held on even years while Class "A" elections shall be held on odd years. Each elected Director shall (barring recall, resignation, disqualification or death) hold office until the expiration of his or her term and until his or her successor shall have been elected and qualified. The Board of Directors may increase the number of directors upon notice of at least sixty (60) days prior to the end of any calendar year and majority vote of the Board of Directors present at such meeting. However, any increase shall retain the ratio of Class "A" to Class "B" Directors as elected by the Class "A" Members and the Class "B" Members.

In the event that an insufficient number of eligible candidates are nominated from either Class "A" Members or Class "B" Members to fill the Director positions allocated to that Class:

1. The vacant position(s) may be filled by an eligible Member from the other Class.
2. Such election shall be conducted by the Members entitled to vote at the meeting where Directors are elected.
3. A Director elected from the alternate Class under this provision shall serve the same term and have the same rights, duties, and authority as any other Director.
4. The Board will make reasonable efforts to restore the intended allocation of four (4) positions from Class "A" Membership and three (3) positions from Class "B" Membership at the next annual election, provided that a sufficient number of eligible and willing candidates from the applicable membership class are available.

6.9 Vacancies. Except as to vacancies caused by removal of a majority of the Directors by the Members, which vacancies shall be filled in the manner provided in the Homeowners' Association Act, vacancies in the Board of Directors occurring between annual membership meetings shall be filled by a majority of the remaining Directors, even if less than a quorum, to serve for the remainder of the Director's unexpired term of office, unless otherwise provided by law. In filling any vacancy, the Board will make reasonable efforts to maintain the intended allocation of four (4) positions from Class "A" Membership and three (3) positions from Class "B" Membership. If, after reasonable effort, an eligible and willing candidate from the same membership class as the vacating Director is not available, the Board may appoint an eligible and willing candidate from the other membership class to serve for the remainder of the term of the Director whose position was vacated. A Director or Officer who is more than ninety (90) days delinquent in the payment of a monetary obligation due the Association shall be deemed to have abandoned office upon day ninety-one (91), creating a vacancy to be filled by the Board of Directors.