



State of Florida

Department of State

I certify from the records of this office that WATERCREST COMMUNITY ASSOCIATION, INC. is a corporation organized under the laws of the State of Florida, filed on March 12, 2014.

The document number of this corporation is N14000002435.

I further certify that said corporation has paid all fees due this office through December 31, 2014, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code, 814A00005509-031314-N14000002435-1/1, noted below.

Authentication Code: 814A00005509-031314-N14000002435-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirteenth day of March, 2014



Ken Detzner
Ken Detzner
Secretary of State



State of Florida

Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of WATERCREST COMMUNITY ASSOCIATION, INC., a Florida corporation, filed on March 12, 2014, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H14000060598. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is N14000002435.

Authentication Code: 814A00005509-031314-N14000002435-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirteenth day of March, 2014



Ken Detzner
Ken Detzner
Secretary of State



March 13, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

WATERCREST COMMUNITY ASSOCIATION, INC.
7350 POINT OF ROCKS ROAD
SARASOTA, FL 34242

The Articles of Incorporation for WATERCREST COMMUNITY ASSOCIATION, INC. were filed on March 12, 2014, and assigned document number N14000002435. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H14000060598.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. It is your responsibility to remember to file your annual report in a timely manner.

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to www.irs.gov.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filings Section
Division of Corporations

Letter Number: 814A00005509

ARTICLES OF INCORPORATION
OF
WATERCREST COMMUNITY 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, the undersigned does hereby adopt and set forth these Articles of Incorporation, viz:

ARTICLE 1
NAME AND ADDRESS OF CORPORATION

The name of this corporation shall be:

WATERCREST COMMUNITY ASSOCIATION, INC.

hereinafter in these Articles of Incorporation referred to as the "Association." The initial principal office and mailing address of the Association is 7350 Point of Rocks Road, Sarasota, Florida 34242.

ARTICLE 2
PURPOSES

2.1 General Purposes. The Association is organized for the purpose of promoting the health, safety, and social welfare of the owners of Lots within the community in Sarasota County, Florida, known as "Watercrest" (the "Subdivision"), and performing all duties assigned to the Association under the provisions of the "Declaration of Restrictions for Watercrest" (the "Declaration") to be recorded in the Public Records of Sarasota County, Florida.

2.2 Specific Purposes. The purposes of the Association shall include the following:

- A. To operate, maintain, manage, improve, and administer the use of the Common Areas, and other portions of the Subdivision, to the extent set forth in the Declaration.
- B. To perform all duties and obligations assigned to the Association by the terms of the Declaration.
- C. To take such other action as may be deemed appropriate by the Board of Directors to promote the health, safety, and social welfare of the Owners.
- D. To operate without profit and for the sole and exclusive benefit of its members.

2.3 Construction. All capitalized words and terms used herein which are defined in the Declaration shall be used herein with the same meanings as defined in the Declaration. In the event of any conflict between the provisions of these Articles of Incorporation and the provisions of the Declaration, the provisions of the Declaration shall control.

ARTICLE 3
GENERAL POWERS

3.1 General Powers. The Association shall 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.

3.2 Specific Powers. The powers of the Association shall include the following:

- A. To purchase, accept, lease, or otherwise acquire title to, and to hold, mortgage, rent, sell, or otherwise dispose of, any 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 other acts necessary or expedient for carrying on any of the activities of the Association and pursuing any 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 budgets and to fix Assessments to be levied against Lots in the Subdivision pursuant to the Declaration 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 reasonable contingency funds for ensuing years and reasonable annual reserves for anticipated major capital repairs, maintenance, improvements, and replacements.

C. To place liens against any Lot in the Subdivision for delinquent and unpaid Assessments and to bring suit for the foreclosure of such liens or otherwise enforce the collection of such Assessments for the purpose of obtaining revenue in order to carry out the purposes and objectives of the Association, all in accordance with the provisions of the Declaration.

D. 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.

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

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

G. To charge recipients of services rendered by the Association and users of property of the Association where such charges are deemed appropriate by the Board of Directors.

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

I. 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 any 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.

J. 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, and the terms and provisions of the Declaration.

K. To exercise all powers conferred upon the Association by the Declaration, subject to all limitations and obligations imposed upon the Association by the terms thereof.

ARTICLE 4 **MEMBERS**

4.1 **Classes of Members.** The Association shall have two classes of members, comprised as follows:

A. **Class A Members.** Class A members shall be all Owners of Lots in the Subdivision. Such Owners shall automatically become Class A members upon acquiring the fee simple title to their respective Lots.

B. Class B Member. The Class B member shall be Developer, any successor to or legal representative of Developer, or any Person to whom all rights of Developer under the Declaration or these Articles of Incorporation are hereafter assigned pursuant to written instrument recorded in the Public Records.

4.2 Termination of Membership. The Class B membership shall automatically terminate on the date of the "turnover" meeting described in Article 6.2, after which time the Association membership shall be comprised solely of Class A members. The membership of any Class A member in the Association shall automatically terminate upon conveyance or other divestment of title to such member's Lot, except that nothing herein contained shall be construed as terminating the membership of any member who may own two or more Lots as long as such member continues to own at least one Lot.

4.3 Membership Appurtenant to Lot Ownership. The interest of any Class 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 Lot that is the basis of his membership in the Association.

4.4 List of Members. The Secretary of the Association shall maintain a list of the members of the Association. Whenever any person or entity becomes a Class A member of the Association, it shall be such party's duty and obligation to so inform the Secretary in writing, giving his name, mailing address, and legal description of his Lot; provided, however, that any notice given to or vote accepted from the prior Owner of such member's Lot 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 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 membership.

ARTICLE 5 VOTING

The voting rights of the members of the Association shall be as set forth in the Declaration.

ARTICLE 6 BOARD OF DIRECTORS

6.1 Number. The affairs of the Association shall be managed by a Board of Directors consisting initially of three 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 Directors.

6.2 Appointment and Election. All Directors shall be appointed by the Class B member until the annual meeting of members in the year 2014. Commencing with such annual meeting and continuing thereafter until the "turnover" meeting of members, the Class B member shall have the right to appoint a majority of the Directors, and the remaining Directors shall be elected by the Class A members. Commencing with the "turnover" meeting, all Directors shall be elected by the Class A members. As used herein, the "turnover" meeting means the first annual or special meeting of members following the earlier of the following two dates: (a) date which is three months after 90 percent of the Lots that will ultimately be included in the Subdivision have been conveyed to Class A members; or (b) the date on which the Class B member, by written notice to the Association, relinquishes its right to appoint a majority of the Directors.

6.3 Election Procedures. Elections of Directors shall be by plurality vote.

6.4 Qualification and Term. Directors need not be members of the Association. Directors appointed by the Class B member shall not serve fixed terms, but shall serve at the pleasure of the Class B member. Except as may be otherwise required by the terms of Article 6.2, Directors elected by the Class A members shall be elected at the annual meeting of members, and their term shall expire at the next succeeding annual meeting of members.

6.5 **Removal.** Any elected Director may be removed from office with or without cause only by vote of Class A members representing a majority of the Association's Class A membership voting rights. Any Director appointed by the Class B member may be removed and replaced with or without cause by the Class B member, in the Class B member's sole discretion.

6.6 **Initial Board.** The names and addresses of the persons constituting the first Board of Directors are as follows:

Samantha Peshkin	-	7350 Point of Rocks Road Sarasota, Florida 34242
Brian Watson	-	7350 Point of Rocks Road Sarasota, Florida 34242
John R. Peshkin	-	7350 Point of Rocks Road Sarasota, Florida 34242

ARTICLE 7 OFFICERS

7.1 **Number, Qualification, and Term.** The officers of the Association, to be elected by the Board of Directors, shall be a President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board of Directors 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 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 at the annual meeting of the Board of Directors, and their term shall expire at the next succeeding annual meeting of the Board of Directors.

7.2 **Initial Officers.** The names of the officers who are to manage the affairs of the Association until the first annual meeting of the Board of Directors are as follows:

Samantha Peshkin 7350 Point of Rocks Road Sarasota, Florida 34242	-	President
John R. Peshkin 7350 Point of Rocks Road Sarasota, Florida 34242	-	Vice President
Brian Watson 7350 Point of Rocks Road Sarasota, Florida 34242	-	Secretary
Brian Watson 7350 Point of Rocks Road Sarasota, Florida 34242	-	Treasurer

ARTICLE 8
CORPORATE EXISTENCE

The Association shall have perpetual existence.

ARTICLE 9
BYLAWS

The first Board of Directors of the Association shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended, or repealed by a majority vote of the Directors in the manner provided by such Bylaws. No amendment to the Bylaws prior to the "turnover" meeting, however, shall be effective without the written consent of the Class B member.

ARTICLE 10
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered, amended, or repealed by the affirmative vote of a majority of the Board of Directors. No amendment to these Articles of Incorporation prior to the "turnover" meeting, however, shall be effective without the written consent of the Class B member.

ARTICLE 11
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Association shall be at 200 South Orange Avenue, Sarasota, Florida 34236, and the registered agent at such address shall be Cross Street Corporate Services, LLC, a Florida limited liability company. The Association may, however, maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE 12
BUDGET AND EXPENDITURES

The Association shall obtain funds with which to operate by Assessments levied against its members in accordance with the provisions of the Declaration, as the same may be supplemented by the provisions of these Articles of Incorporation and the Association's Bylaws. Pursuant to the Declaration, the Board of Directors shall annually adopt budgets for the operation of the Association for the ensuing fiscal year and for the purpose of levying Assessments against the Lots, which budgets shall be conclusive and binding upon all members; provided, however, that the Board of Directors may thereafter at any time approve or ratify variations from such budgets.

ARTICLE 13
INCORPORATOR

The name and street address of the incorporator of the Association is as follows:

John R. Peshkin	7350 Point of Rocks Road
	Sarasota, FL 34242

ARTICLE 14
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and Directors shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred in connection with any proceeding (including appellate proceedings) 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 15
DISSOLUTION OF THE ASSOCIATION

15.1 Dissolution. Upon expiration of the term of the Declaration, the Association may be dissolved upon a resolution to that effect being approved by the holders of two-thirds of the members of the Board of Directors and upon compliance with any applicable laws then in effect.

15.2 Distribution of Assets. 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:


A. Any Common Areas owned by the Association shall be conveyed to an appropriate agency of local government, provided such agency is willing to accept the conveyance. If no such agency is willing to accept the conveyance, then the common areas shall be dedicated to such other entity as may be approved by Sarasota County.

B. Except as may be otherwise provided by the terms of the Declaration, all remaining assets, or the proceeds from the sale of such assets, shall be apportioned among the Lots pro rata to the number of Assessment Shares allocated to such Lots, and the share of each Lot shall be distributed to the then Owner thereof.

ARTICLE 16
BINDING EFFECT

The provisions hereof shall bind and inure to the benefit of the members and their respective successors and assigns.

IN WITNESS WHEREOF, the above-named incorporator has executed these Articles of Incorporation this 10 day of March 2014.

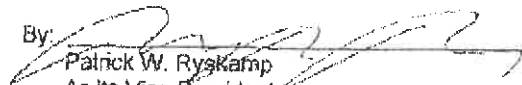


John R. Peshkin
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed Registered Agent for the above corporation, I hereby accept such appointment. I further certify that I am familiar with, and accept, the obligations of that position as provided by Florida Statutes.

Cross Street Corporate Services, LLC,
a Florida limited liability company

By: 
Patrick W. Rykamp
As Its Vice President

Prepared by and Return to:
Richard A. Ulrich, Esq.
Ulrich, Scarlett, Wickman & Dean, P.A.
713 S. Orange Ave., Suite 201
Sarasota, FL 34236

RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 2019154814 7 PG(S)
November 12, 2019 08:11:07 AM
KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FL

CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
WATERCREST COMMUNITY ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS: that the undersigned, being the President and Secretary, respectively, of WATERCREST COMMUNITY ASSOCIATION, INC., a not-for-profit Florida corporation, incorporated for the purposes of providing an entity for the operation of the Watercrest Subdivision, which Declaration of Restrictions is recorded in the Official Records at Instrument # 2016106654, of the Public Records of Sarasota County, Florida, certify that the Amendment to the Articles of Incorporation of Watercrest Community Association, Inc., were duly amended, as shown on Exhibit "A" attached hereto, with added text underlined and strike through of deleted text, by a resolution of the Board of Directors at its duly held meeting on September 25, 2019.

IN WITNESS WHEREOF, the Association has caused this Certificate to be executed by its President and Secretary this 5th day of November, 2019.

Signed, sealed and delivered
in the presence of:


Print Name: Archie J. Caporaso
Witness as to President


Print Name: Nataly Chavez
Witness as to President

WATERCRESTR COMMUNITY
ASSOCIATION, INC., a Florida, not-for-profit
corporation.

By: 
WILLIAM ISENSTEIN, President

Attest:

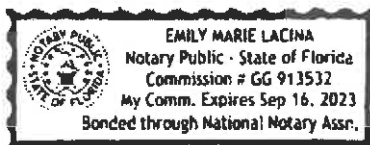
By: 
PAUL IANNELLI, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 5th day of November, 2019, by WILLIAM ISENSTEIN and PAUL IANNELLI, as President and Secretary, respectively, of Watercrest Community Association, Inc., a Florida not-for-profit corporation, on behalf of said corporation, who are personally known to me or who have produced _____ as identification.

My Commission Expires:


NOTARY PUBLIC SIGNATURE
Print Name: Emily Lacina





FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 22, 2019

BRIAN D KEISACKER, ESQ
ULRICH SCARLETT WICKMAN & DEAN PA
713 SOUTH ORANGE AVENUE STE 201
SARASOTA, FL 34236

Re: Document Number N14000002435

The Articles of Amendment to the Articles of Incorporation of WATERCREST COMMUNITY ASSOCIATION, INC., a Florida corporation, were filed on October 3, 2019.

Should you have any questions regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Shelia H Young
Regulatory Specialist II
Division of Corporations

Letter Number: 419A00021762

Articles of Amendment
to
Articles of Incorporation
of

WATERCREST COMMUNITY ASSOCIATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N14000002435

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_____ *The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary) (Be specific)

Amendment to Article 6-Board of Directors - see attached sheet

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 9/29/19

Signature William Isenstein

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

WILLIAM ISENSTEIN

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Articles of Incorporation of Watercrest Community Association, Inc.

Article 6. BOARD OF DIRECTORS

6.2 ~~Appointment and Election.~~ All Directors shall be appointed by the class B member until the annual meeting of members in the year 2014. Commencing with such annual meeting and continuing thereafter until the "turnover" meeting of members, the class B member shall have the right to appoint a majority of the Directors, the remaining Director shall be elected by the Class A members. Commencing with the turnover meeting all Directors shall be elected by the Class A members at the annual meeting of members. As used herein, the "turnover" meeting ~~means first annual or special meeting of members following earlier of the following two dates: (A) date which is three months after 90% of the lots that will ultimately be included in the subdivision have been conveyed to class a members; or (B) the date on which the Class B member, by written notice to the Association, relinquishes its right to appoint a majority of the directors.~~

6.4 ~~Qualification and Term.~~ Directors ~~need not~~ must be members of the Association. Directors appointed by the Class B member shall ~~not serve fixed terms but shall serve at the pleasure of the Class B member. Except as may be otherwise required by the terms of Article 6.2, Directors elected by the Class A member shall be elected at the annual meeting of members and their term shall expire at the next succeeding annual meeting of members.~~ Directors shall serve two (2) year staggered terms of office ending at the final adjournment of the annual membership meeting at which their successors are duly elected, or at such other time as may be provided by law. At the first election after this amendment is enacted, a one half of the Directors shall be elected; at the second election after this amendment is enacted, the remaining Directors shall be elected. Thereafter, Directors shall be elected each year based on the current staggering of the Board. The Board may temporarily assign a one year term of office, if necessary, to implement or re-impose the proper two-year staggering of the Board of Directors.

6.5 ~~Removal.~~ An elected Director may be removed from office with or without cause only by vote of the Class A members representing majority of the Association's Class A membership voting rights. Any director appointed by the Class B member may be removed and replaced with or without cause by the Class B member, in the Class B members sole discretion.