

Sachs Sax Capital
6111 Broken Sound Pkwy NW
FL Ste 200
Boca Raton, FL 33487

**CERTIFICATE OF AMENDMENT
TO THE BYLAWS OF
WALKABOUT PROPERTY OWNERS ASSOCIATION, INC.**

WHEREAS, the First Amended Declaration of Covenants, Restrictions and Easements for Walkabout Golf and Country Club (hereinafter referred to as "Declaration") is recorded in Official Records Book 5522 at Page 7854 of the Public Records of Brevard County, Florida; and

WHEREAS, the Bylaws of Walkabout Property Owners Association, Inc. (hereinafter referred to as "Association") are recorded in Official Records Book 5522 at Page 7929 of the Public Records of Brevard County, Florida, and were duly amended and recorded in the Official Records Book 7410 at Page 2729 of the Public Records of Brevard County, Florida, and

WHEREAS, Article IX of the Bylaws of the Association permits amendments to the Bylaws of the Association by the Declarant in accordance with the procedures set forth therein, and

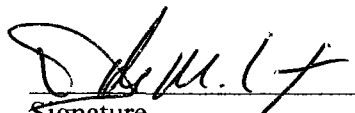
WHEREAS, Florida Land & Cattle Corporation, a Nevada corporation, received certain rights of the Declarant as Assignee under that certain Total and Exclusive Assignment of Developer/Declarant Rights recorded in the official records of Brevard County, Florida, at OR Book 6823, Page 2540, on March 13, 2013, and

WHEREAS, the subject Amendments to the Bylaws attached hereto as Exhibit "A" were duly adopted by unanimous written consent of the Board of Directors of Florida Land & Cattle Corporation, a Nevada corporation. The Corporate Resolution of Florida Land & Cattle Corporation is attached hereto and incorporated herein as Exhibit "D."

I HEREBY CERTIFY that the amendments attached as Exhibits "A," to this Certificate were duly adopted as amendments to the Bylaws of Walkabout Property Owners Association, Inc.

DATED this 3 day of March, 2016

WITNESSES:



Signature
DALE M. LYON

Print Name

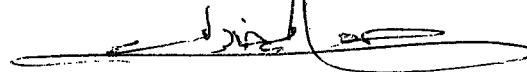
Signature

Print Name

**FLORIDA LAND & CATTLE
CORPORATION**

By 

Khosro Khaloghli, President

By 

Khosro Khaloghli, Secretary

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF California

COUNTY OF Orange

On March 3rd, 2016 before me, Marla Luke, Notary Public
(insert name and title of the officer)

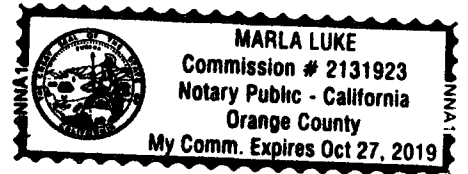
personally appeared KHOSRO KHALOGLHI who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

Signature Marla Luke

(SEAL)



**CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
WALKABOUT PROPERTY OWNERS ASSOCIATION, INC.**

WHEREAS, the First Amended Declaration of Covenants, Restrictions and Easements for Walkabout Golf and Country Club (hereinafter referred to as "Declaration") is recorded in Official Records Book 5522 at Page 7854 of the Public Records of Brevard County, Florida; and

WHEREAS, the Articles of Incorporation of Walkabout Property Owners Association, Inc.. (hereinafter referred to as "Association") are recorded in Official Records Book 5522 at Page 7919 of the Public Records of Brevard County, Florida, and

WHEREAS, Article X of the Articles of Incorporation of the Association permits amendments to the Articles of Incorporation by the Declarant in accordance with the procedures set forth therein, and


WHEREAS, Florida Land & Cattle Corporation, a Nevada corporation, received certain rights of the Declarant as Assignee under that certain Total and Exclusive Assignment of Developer/Declarant Rights recorded in the official records of Brevard County, Florida, at OR Book 6823, Page 2540, on March 13, 2013, and

WHEREAS, the subject Amendments to the Articles of Incorporation attached hereto as Exhibit "B" were duly adopted by unanimous written consent of the Board of Directors of Florida Land & Cattle Corporation, a Nevada corporation. The Corporate Resolution of Florida Land & Cattle Corporation is attached hereto and incorporated herein as Exhibit "D "

I HEREBY CERTIFY that the amendments attached as Exhibit "B" to this Certificate were duly adopted as amendments to the Articles of Incorporation of Walkabout Property Owners Association, Inc.

DATED this 3 day of March, 2016

WITNESSES:



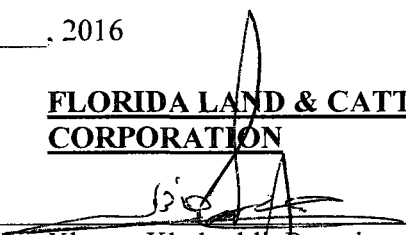
Signature
DALE M. LYON

Print Name


Signature

Print Name

**FLORIDA LAND & CATTLE
CORPORATION**

By 

Khosro Khaloghli, President

By 

Khosro Khaloghli, Secretary

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STATE OF California

COUNTY OF Orange

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(insert name and title of the officer)

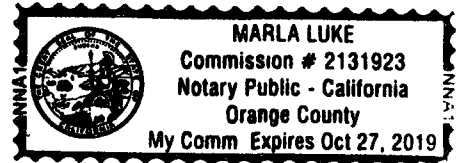
personally appeared KHOSRO KHALOGHLI who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

Signature Marla Luke

(SEAL)



**CERTIFICATE OF AMENDMENT
TO THE FIRST AMENDED DECLARATION OF COVENANTS, RESTRICTIONS AND
EASEMENTS FOR WALKABOUT GOLF AND COUNTRY CLUB**

WHEREAS, the First Amended Declaration of Covenants, Restrictions and Easements for Walkabout Golf and Country Club (hereinafter referred to as "Declaration") is recorded in Official Records Book 5522 at Page 7854 of the Public Records of Brevard County, Florida, and

WHEREAS, Article XVIII of the Declaration permits amendments to the Declaration by the Declarant in accordance with the procedures set forth therein, and

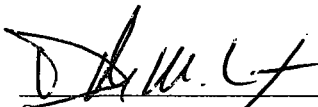
WHEREAS, Florida Land & Cattle Corporation, a Nevada corporation, received certain rights of the Declarant as Assignee under that certain Total and Exclusive Assignment of Developer/Declarant Rights recorded in the official records of Brevard County, Florida, at OR Book 6823, Page 2540, on March 13, 2013, and

WHEREAS, the subject Amendments to the Declaration attached hereto as Exhibit "C" were duly adopted by unanimous written consent of the Board of Directors of Florida Land & Cattle Corporation, a Nevada corporation. The Corporate Resolution of Florida Land & Cattle Corporation is attached hereto and incorporated herein as Exhibit "D."

I HEREBY CERTIFY that the amendments attached as Exhibit "C" to this Certificate were duly adopted as amendments to the Declaration of Walkabout Property Owners Association, Inc.

DATED this 3 day of MARCH, 2016.

WITNESSES:



Signature
DALE M. LYON

Print Name


Signature

Print Name

**FLORIDA LAND & CATTLE
CORPORATION**

By 

Khosro Khaloghli, President

By 

Khosro Khaloghli, Secretary

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document

STATE OF California

COUNTY OF Orange

On March 3rd 2016 before me, Marla Luke, Notary Public
(insert name and title of the officer)

personally appeared KHOSRO KHALOGLHI who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

Signature Marla Luke

(SEAL)

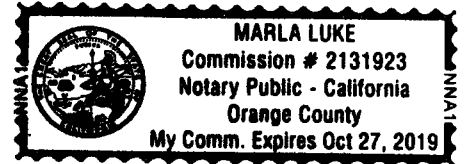


EXHIBIT "A"

AMENDMENT TO ARTICLE I OF THE BYLAWS OF
WALKABOUT PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I
**BYLAWS OF INDIAN RIVER PRESERVE ~~WALKABOUT~~ PROPERTY OWNERS
ASSOCIATION, INC.**

Section 1. Identity of Community and Master Association. These are the Bylaws of INDIAN RIVER PRESERVE ~~WALKABOUT~~ PROPERTY OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, incorporated under chapter 617 of the Florida Statutes, the ARTICLES OF INCORPORATION of which were filed in the office of the Secretary of State on the 6th day of December, 2004. The INDIAN RIVER PRESERVE ~~WALKABOUT~~ PROPERTY OWNERS ASSOCIATION, INC., hereinafter called "Master Association" has been organized for the purpose of administering the operation and management of INDIAN RIVER PRESERVE ~~WALKABOUT GOLF AND COUNTRY CLUB~~, hereinafter referred to as the "Property", established by Declarant according to the Declaration of Covenants, Restrictions and Easements for WALKABOUT GOLF AND COUNTRY CLUB. Wherever these Bylaws refer to ~~WALKABOUT PROPERTY OWNERS ASSOCIATION~~, they shall be deemed amended to refer to INDIAN RIVER PRESERVE PROPERTY OWNERS ASSOCIATION, INC. Wherever these Bylaws refer to ~~WALKABOUT GOLF AND COUNTRY CLUB~~, they shall be deemed amended to refer to INDIAN RIVER PRESERVE.

Section 2. Bylaws Subject to Other Documents The provisions of these BYLAWS are expressly subject to terms, provisions and conditions contained in the ARTICLES OF INCORPORATION of INDIAN RIVER PRESERVE ~~WALKABOUT~~ PROPERTY OWNERS ASSOCIATION, INC., referred to herein as the "Articles" and subject to the terms, provisions and conditions contained in the DECLARATION OF COVENANTS,

RESTRICTIONS AND EASEMENTS FOR INDIAN RIVER PRESERVE ~~WALKABOUT GOLF AND COUNTRY CLUB~~, referred to herein as "Declaration" which will be as recorded in the Public Records of Brevard County; Florida.

Section 3 [NO CHANGE]

Section 4 Office The office of the Master Association shall be at 1062 Coral Ridge Drive, Coral Springs, Florida 33071. ~~2500 Quantum Lakes Drive, Suite 101, Boynton Beach, FL 33426~~ or at any other place designated by the Master Association

Exhibit "B"

AMENDMENT TO ARTICLE I OF THE ARTICLES OF INCORPORATION OF

WALKABOUT PROPERTY OWNERS ASSOCIATION, INC.

ARTICLES OF INCORPORATION INDIAN RIVER PRESERVE

~~WALKABOUT~~ PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be INDIAN RIVER PRSERVE ~~WALKABOUT~~ PROPERTY OWNERS ASSOCIATION, INC. (hereinafter the "Association") Wherever these Articles of Incorporation refer to "Association" or Walkabout Property Owners Association, Inc , the Articles of Incorporation shall be deeded to refer to Indian River Preserve Property Owners Association, Inc The mailing address is 1062 Coral Ridge Drive, Coral Springs, Florida 33071 ~~2500 Quantum Lakes Drive, Suite 101, Boynton Beach, FL 33426~~

Exhibit "C"

AMENDMENT TO FIRST AMENDED DECLARATION OF COVENANTS, RESTRICTIONS
AND EASEMENTS FOR WALKABOUT GOLF AND COUNTRY CLUB

FIRST AMENDED DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS
FOR INDIAN RIVER PRESERVE ~~WALKABOUT GOLF AND COUNTRY CLUB~~

ARTICLE I

DEFINITIONS

The following words and terms when used in this Declaration or any Supplemental or Amendment hereto, or any Sub-Declaration (as hereinafter defined) recorded affecting any portion of the Property (unless the context shall clearly indicate otherwise) shall have the following meanings:

[NO CHANGE TO SECTIONS 1-13]

Section 14 "Community" shall mean and refer to that certain real property located in ~~the~~ Brevard County, Florida, owned by Declarant, more particularly described in Exhibit "A" hereto, portions of which are the subject of this Declaration The Community shall be known and shall be referred to as Indian River Preserve Whenever this Declaration, the Articles of Incorporation or Bylaws of the Master Association, or any Sub-Declaration or the Articles of Incorporation or Bylaws of any Sub-Association refer to the "Community" or to Walkabout Golf and Country Club, they shall be deemed to refer instead to Indian River Preserve

[NO CHANGE TO SECTION 15-28]

Section 29. "Master Association" shall mean and refer to INDIAN RIVER PRESERVE ~~WALKABOUT~~ PROPERTY OWNERS ASSOCIATION, INC., a not-for-profit Florida corporation, its successors and assigns, being the entity responsible for the administration,

and enforcement of performance of certain duties as set forth in this Declaration and in the Articles and Bylaws Whenever this Declaration, the Articles of Incorporation or Bylaws of the Master Association, or any Sub-Declaration or the Articles of Incorporation or Bylaws of any Sub-Association refer to the Master Association or to Walkabout Property Owners Association, Inc., they shall be deemed to refer instead to Indian River Preserve Property Owners Association

[NO CHANGE TO SECTIONS 30-40]

EXHIBIT "D"

**UNANIMOUS WRITTEN CONSENT AND RESOLUTION
of the
BOARD OF DIRECTORS
of
FLORIDA LAND & CATTLE CORPORATION**

THE UNDERSIGNED, being all the Directors of **FLORIDA LAND & CATTLE CORPORATION**, a Nevada corporation, hereby unanimously consent to and adopt the following Resolution in lieu of action taken at a meeting:

Adoption of Board Resolution

Resolved, that the Board of Directors of Florida Land & Cattle Corporation, which is the Assignee under that certain Total and Exclusive Assignment of Developer/Declarant Rights recorded in the official records of Brevard County, Florida, at OR Book 6823, Page 2540, on March 13, 2013, hereby adopts this Resolution as provided herein.

Resolved, that the Board of Directors hereby approves the Amendments to the First Amended Declaration of Covenants, Restrictions and Easements for Walkabout Golf and Country Club, the Amendments to the Articles of Incorporation and Bylaws of Walkabout Property Owners Association, Inc., which are appended to this Unanimous Written Consent and Resolution

I HEREBY CERTIFY that the foregoing Resolution appears in the Official Records of the **FLORIDA LAND & CATTLE CORPORATION**, and is unrevoked.

Date: March 3, 2016

The undersigned being all of the Directors of **FLORIDA LAND & CATTLE CORPORATION** have executed this Resolution as of the date set forth above. This Unanimous Written Consent may be executed in counterparts, each of which will be an original as regards any party whose name appears thereon and all of which together will constitute one and the same instrument

DIRECTORS



Khosro Khaloghli

3/3/16
Date