

TAX MAP # 3-345.00-70.00 & 70.01 All Units

Prepared By & Return to:

K. William Scott, Esq.

Scott and Shuman, P.A.

33292 Coastal Highway, Suite 3

Bethany Beach, Delaware 19930

**THIRD AMENDMENT TO THE CODE OF REGULATIONS FOR  
NASSAU GROVE CONDOMINIUM**

**WHEREAS**, Nassau Grove is a condominium situate, lying and being in the Lewes and Rehoboth Hundred, Sussex County, Delaware, being more particularly bounded and described in the Declaration of K. Hovnanian Homes of Delaware, L.L.C., a Delaware limited liability company, dated June 29, 2007 and filed for record in the Office of the Recorder of Deeds, in and for Sussex County, Georgetown, Delaware in Deed Book 3476, page 142, et seq., as re-recorded and further amended thereafter (the "Declaration"); and all pursuant to the provisions of the Unit Property Act of the State of Delaware, Title 25, Section 2201, et seq. of the Delaware Code, said property also being subject to a Code of Regulations recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3476, page 176, et seq., on July 2, 2007; re-recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3661, page 35, et seq. correcting the Deed Book Page numbers and Plot Book Page Numbers; as amended by an Amendment to Code of Regulations for Nassau Grove recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3657, page 134, et seq., on February 24, 2009; and as amended by the Second Amendment to Code of Regulations for Nassau Grove recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3781, page 144, et seq., on February 24, 2009; and

**WHEREAS**, the owners of units in Nassau Grove (hereinafter referred to as "Unit Owners") desire to amend the Code of Regulations to: (1) update the voting procedures, elections, composition of the Council and actions without meetings; (2) provide for staggered terms for Council members; and (3) clarify the duties of the President of the Nassau Grove Home Owners Association, Inc. (hereinafter referred to as the "Association"); and

**WHEREAS**, pursuant to the authority established in the Code of Regulations, Article XIII, Section 13.1, the provisions of the Code of Regulations may be modified or amended by a vote of at least fifty-one percent (51%) of the Unit Owners at any regular or special meeting, or pursuant to a written instrument duly executed by a majority of the Unit Owners; and

**WHEREAS**, at least fifty-one percent (51%) of the Unit Owners have executed a written instrument consenting to amend the Code of Regulations as provided herein.

**NOW THEREFORE**, this 18<sup>th</sup> day of March, 2016, the Association and the Unit Owners in Nassau Grove do hereby amend the Code of Regulations for Nassau Grove as follows and do hereby declare that the amended provisions contained herein shall be of full force and effect as if included in the Original Code of Regulations filed of record in Deed Book 3476, Page 176, et seq., and hereafter shall run with, burden and bind the Property, and the Property is and shall be held, transferred, sold, conveyed, occupied and used subject to the Restrictions as hereinafter set forth.

1. Article II, Section 2.9 entitled Voting is hereby amended by striking through said paragraph in its entirety and substituting in lieu thereof the following:

"Voting at all meetings of the Association of Owners shall be on a percentage basis and the percentage of the vote to which each Unit Owner is entitled shall be the percentage interest assigned to his Unit in the Declaration. If only one (1) of several Unit Owners of a Unit is present at a meeting of the Association of Owners, that Unit Owner is entitled to cast all the votes allocated to that Unit. If more than one (1) of the Unit Owners is

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present, the votes allocated to that Unit may be cast only in accordance with the agreement of a majority in interest of the Unit Owners in that Unit. There is majority agreement if any one (1) of the Unit Owners casts the votes allocated to that Unit without protest being made promptly to the person presiding over the meeting by any of the other Unit Owners of that Unit. Except in cases where a greater percentage of Unit votes in the Association is required by Delaware law, the Act or the Declaration, and except in the case of a budget ratification meeting, a majority of the votes cast in person, by proxy or by ballot at a meeting of Unit Owners where a quorum is present shall determine the outcome of any action of the Association where a vote is taken so long as the number of votes cast in favor comprise at least a majority of the number of votes required for a quorum for that meeting. If the Developer owns or holds title to one or more Units, the Developer shall have the right at any meeting of the Association of Owners to cast the vote to which such unit is entitled. The Developer shall be entitled to cast the votes for each Unit that is proposed in the additional phases as shown in the Declaration, even if not built, until such Units are built, annexed and conveyed, or until December 31, 2052."

2. Article II, Section 2.10 entitled Proxies is hereby amended by striking through said paragraph in its entirety and substituting in lieu thereof the following:

"Votes allocated to a Unit may be cast pursuant to a proxy duly executed by a Unit Owner. If a Unit is owned by more than one (1) person, each Unit Owner of that Unit may vote or register protest to the casting of votes by the other Unit Owners of that Unit through a duly executed proxy. A Unit Owner may revoke a proxy given pursuant to this section only by actual notice of revocation to the person presiding over a meeting of the Association. A proxy is void if it is not dated or purports to be revocable without notice. A proxy terminates one (1) year after its date, unless it specifies a shorter term. Proxies must be filed with the secretary before the appointed time of the meeting."

3. Article II is hereby amended by adding a new Section 2.15 entitled Action Without a Meeting as follows:

"Action may be taken by ballot without a meeting as follows:

(1) Unless prohibited or limited by Delaware law, the Act, the Declaration or this Code of Regulations, any action that the Association may take at any meeting of Unit Owners may be taken without a meeting if the Association delivers a written or electronic ballot to every Unit Owner entitled to vote on the matter. A ballot shall set forth each proposed action and provide an opportunity to vote for or against each proposed action.

(2) All solicitations for votes by ballot must: (A) indicate the number of responses needed to meet the quorum requirements; (B) state the percentage of approvals necessary to approve each matter other than election of directors; (C) specify the time by which a ballot must be delivered to the Association in order to be counted, which time shall not be less than three (3) days after the date that the Association delivers the ballot; and (D) describe procedures (including time and size and manner) by when Unit Owners wishing to deliver information to all Unit Owners regarding the subject of the vote may do so.

(3) Approval by the ballot pursuant to this section is valid only if: (A) the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action; and (B) the number of approvals equals or exceeds the number of votes that would be required to approve the matter at a meeting at which the total number of votes cast was the same as the number of votes by ballot.

(4) Except as otherwise provided by Delaware law, the Act, the Declaration or this Code of Regulations, a ballot shall not be revoked after delivery to the Association by death, disability or revocation by the person who cast that vote."

4. Article III, Section 3.1 entitled Number and Qualifications is hereby amended by striking through said paragraph in its entirety and substituting in lieu thereof the following:

"The affairs of the condominium shall be governed by a Board of Directors known as the Council. The Council shall be composed of five (5) persons, all of whom shall be Unit Owners or Delaware residents (but need not be both), or mortgagees (or designees of mortgagees) of Units, who shall be elected by the Unit Owners."

5. Article III, Section 3.4 entitled Election and Term of Office is hereby amended by striking through said paragraph in its entirety and substituting in lieu thereof the following:

"At the first annual meeting of the Association of Owners, the term of office of the two (2) members of the Council shall be fixed at one (1) year, the term of office of three (3) members of the Council appointed by the Developer shall be fixed at one (1) year. At the expiration of the initial term of office of each respective member of the Council, his or her successor shall be elected or designated to serve for terms of up to three (3) years as determined by the Association. Thereafter, members of the Council shall be elected at the annual meeting of the Association of Owners to serve for a term of two (2) years, or until his or her successor shall have been elected and qualified. Two (2) of the Council members shall be elected in even numbered years, and three (3) of the Council members shall be elected in odd numbered years."

6. Article IV, Section 4.4 entitled President is hereby amended by striking through said paragraph in its entirety and substituting in lieu thereof the following:

"The President shall be the chief executive of the condominium. He shall preside at all meetings of the Association of Owners and of the Council and he shall have all of the general powers and duties which are incident to the office of the president of a nonprofit corporation organized under the General Corporation Law of the State of Delaware."

IN WITNESS WHEREOF, the Nassau Grove Home Owners Association, Inc. has caused these presents to be signed and its common and corporate seal to be hereunto affixed, duly attested by its secretary, the day and year aforementioned.

NASSAU GROVE HOME OWNERS ASSOCIATION, INC.

By: Jackie Sullivan (SEAL)  
Name: Jackie Sullivan  
Title: President

Attest: Shirley Hickey (SEAL)  
Name: Shirley Hickey  
Title: Secretary

[Corporate Seal]



BE IT REMEMBERED, That on this 19<sup>th</sup> day of March, 2016, personally came before me, the Subscriber, a Notary Public for the State of Delaware, Jacqueline Sullivan President of Nassau Grove Home Owners Association, Inc., a corporation of the State of Delaware aforesaid, party to this Indenture, known to me personally to be such, and acknowledged this Indenture to be her act and deed and the act and deed of said corporation; that the signature of the President thereto is in her own proper handwriting; that the seal affixed is the common and corporate seal of said corporation duly affixed by its authority; and that her act of sealing, executing, acknowledging and delivering said Indenture was first duly authorized by a Resolution of the Board of Directors of said corporation.

GIVEN under my Hand and Seal of Office, the day and year aforesaid.

Debra R Haggerty (SEAL)

Notary Public

My Commission Expires: 11-18-2016

**DEBRA R HAGGERTY  
NOTARY PUBLIC  
STATE OF DELAWARE  
My Commission Expires 11-18-2016**

**CERTIFICATION BY NASSAU GROVE HOME OWNERS ASSOCIATION, INC.  
PERTAINING TO THE ADOPTION OF THE THIRD AMENDMENT TO  
THE CODE OF REGULATIONS FOR  
NASSAU GROVE CONDOMINIUM**

Nassau Grove Home Owners Association, Inc., a Delaware not for profit corporation, by and through its President, does hereby make this **CERTIFICATION**, which is made and kept in the regular course of business of the Nassau Grove Home Owners Association, Inc., as a regular practice of the Nassau Grove Home Owners Association, Inc. to make this Certification, and as a regularly maintained business record, to certify that a Third Amendment to the Code of Regulations for Nassau Grove Condominium, located in Sussex County, Delaware Pursuant to the Unit Property Act of The State of Delaware, has been adopted.

I, Jackie Sullivan, President of Nassau Grove Home Owners Association, Inc., hereby certify that the Code of Regulations for Nassau Grove Condominium recorded among the land records of Sussex County, Delaware, in the Office of the Recorder of Deeds of Sussex County under the name and style of Nassau Grove Condominium in Code of Regulations recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3476, page 176, et seq., on July 2, 2007; re- recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3661, page 35, et seq., correcting the Deed Book Page numbers and Plot Book Page Numbers; as amended by an Amendment to Code of Regulations for Nassau Grove recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3657, page 134, et seq., and as amended by the Second Amendment to Code of Regulations for Nassau Grove recorded in the Office of the Recorder of Deeds, aforesaid, in Deed Book 3781, page 144, et seq., on February 24, 2009, has been amended in accordance with Article XIII, Section 13.1 of the Code of Regulations for Nassau Grove Condominium and upon the written consent of greater than fifty-one percent (51%) of the Unit Owners of Nassau Grove Home Owners Association, Inc.

**IN WITNESS WHEREOF**, Nassau Grove Home Owners Association, Inc., has caused these presents to be signed and its common and corporate seal to be hereunto affixed, duly attested by its secretary the day and year aforementioned.

**NASSAU GROVE HOME OWNERS ASSOCIATION, INC.**

By: *Jackie Sullivan* (SEAL)  
Name: Jackie Sullivan

Title: President

[Corporate Seal]

Attest: *Shirley Hickey* (SEAL)  
Name: Shirley Hickey

Title: Secretary

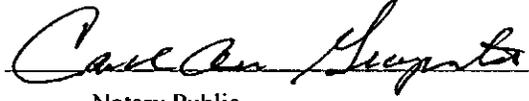
**DEBRA R HAGGERTY  
NOTARY PUBLIC  
STATE OF DELAWARE**

My Commission Expires 11-18-2016

BE IT REMEMBERED, That on this 19<sup>th</sup> day of March, 2016, personally came before me, the Subscriber, a Notary Public for the State of Delaware, Janet M. Sullivan President of Nassau Grove Home Owners Association, Inc., a corporation of the State of Delaware aforesaid, party to this Indenture, known to me personally to be such, and acknowledged this Indenture to

be her act and deed and the act and deed of said corporation; that the signature of the President thereto is in her own proper handwriting; that the seal affixed is the common and corporate seal of said corporation duly affixed by its authority; and that her act of sealing, executing, acknowledging and delivering said Indenture was first duly authorized by a Resolution of the Board of Directors of said corporation.

GIVEN under my Hand and Seal of Office, the day and year aforesaid.

 (SEAL)  
Notary Public

My Commission Expires: 4-02-19

CAROL ANN GIAMPIETRO  
NOTARY PUBLIC  
STATE OF DELAWARE  
My Commission Expires 04-02-2019

RECEIVED  
Mar 31, 2016  
ASSESSMENT DIVISION  
OF SUSSEX COUNTY

Recorder of Deeds  
Scott Dailey  
Mar 31, 2016 03:44P  
Sussex County  
Doc. Surcharge Paid