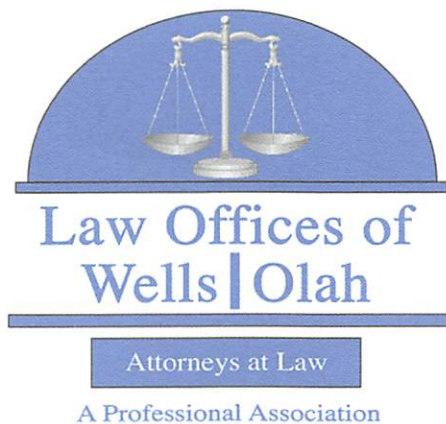


Condominium, Homeowner
and Cooperative Associations

Kevin T. Wells, Esq.
Paul E. Olah, Jr., Esq.



Civil Litigation
Construction Litigation

Michael W. Cochran, Esq.
Jackson C. Kracht, Esq.
Joseph A. Gugino, Esq.
Brett M. Sarason, Esq.

April 8, 2019

Orchid Cove Condominium Association, Inc.
c/o Ms. Judith Littell, Manager
Progressive Community Management, Inc.
3701 S. Osprey Avenue
Sarasota, FL 34239

Transmitted by email to jlittell@pcmfla.com

Re: Quote and Recommended Procedure for Rewriting Condominium Documents

Dear Judie:

As requested, this is to advise the Association that we are available to substantially rewrite the Declaration of Condominium, Articles of Incorporation and Bylaws for an estimated attorney's fee of **\$6,000.00**. The Association's condominium documents are now over 15 years old, are your basic developer set of condominium documents and they could be substantially improved upon. For example, we will do a much more thorough job of explaining what is an Association maintenance and repair responsibility and what is an owner's responsibility. The typical turnaround time is 30 to 60 days for the initial draft of the proposed amendments. We typically hold off on such a project until the slower summer months.

Unless you advise otherwise, we will assume all previous amendments and supplements were proper, correct and lawfully adopted and recorded as required by your documents and state law. If you would like our opinion as to the legality of the previous amendments or supplements, please let us know and we will review them and advise of any concerns we may have. This would be outside of the above quote. Unless we are asked to provide such an opinion to the Association, it assumes responsibility and liability for amendments or supplements prepared by another law firm.

The rewrite of the documents includes folding past amendments, making changes that the Association provides to me prior to my commencing work, drafting changes required by Florida law, removing obsolete developer references and generally making other changes which are required or necessary to clarify or make the documents easier to read and understand. We will provide the documents to you in the amended and restated format, meaning changes are not indicated by strike-throughs and underlines. Due to the additional time that is necessary, our quote will increase to **\$8,000.00** if strike-throughs and underlines are desired by the Association.

The document rewrite includes folding any changes that the Association provides to me prior to my commencing work, removing obsolete developer references and generally making other changes which are

required or necessary to clarify or make the documents easier to read and understand and comply with any new legal changes. This quote does **not** include changes to the Rules or Regulations of the Association. If you would like a quote to rewrite the Rules and Regulations, please provide me a copy of them for my review.

This quote does not include costs, such as recording fees (\$8.50 per page - estimated between \$400 and \$500), filing fees with the Division of Corporations (\$43.75), or the attorney's fees incurred in making any changes requested by the Association after I provide my first draft of the proposed amendments, and attorney's fees incurred attending a Board or membership meeting to explain the proposed amendments, etc. Simply put, the flat fee includes my drafting of the initial proposed amendments and providing a cover letter to the Association in which I transmit the proposed amendments and explain the membership vote required to approve the amendments.

If the Association would like for me to commence work on such amendments, I suggest the Association follow the following procedures:

First, the Association should provide me its requested changes to the condominium documents. Once I have received those changes, it will take me approximately 30 to 60 days to provide the Association a draft of my proposed amendments. Once the Association receives my draft, it should have the proposed changes reviewed by the Board of Directors to make sure they are acceptable to the Association. If there are any additional changes or revisions the Association desires, the Association should transmit those changes back to me in written form. As discussed above, those changes will be billed to the Association at the rate of \$310 per hour. I will then provide a second version of the proposed amendments to the Association. Once the Association is satisfied with the proposed amendments, I then recommend that the Association call a Board meeting and invite owner review and comments.

Typically, most associations will mail out a letter and/or post a notice on its website advising the members that the Association has had its attorney draft substantial amendments to the condominium documents. The Association should then (in its letter to the members) volunteer to mail or email the proposed changes to the members without charge upon request. If you have the capability, the Association should also post a draft of the proposed amendments on its website so that the members can simply go to the website and download the amendments without any additional work or charge to the Association.

The members should be invited to attend the Board meeting and should be advised that the attorney will be present to answer any owner legal questions regarding the amendments. This may all be accomplished in one letter. This will provide the Association an opportunity to receive owner comments and hopefully identify any proposed amendments that may prove to be controversial. The Association will then have the opportunity to request I further revise the proposed amendments to address any owner concerns or comments.

Once the Association is satisfied that it has a draft of proposed amendments that will be acceptable to its owners, the Association should then call a special membership meeting and provide the owners the opportunity to vote on the proposed amendments. I typically recommend that such a special membership meeting called upon at least 30 days' advance notice to provide the owners sufficient time to fully review and digest the proposed amendments. When the Association mails the notice and agenda of the special membership meeting and the limited proxy to its members, the Association will also be required by law to mail the final draft of the proposed amendments to all members. Since many owners will be voting on the proposed

Orchid Cove Condominium Association, Inc.
c/o Ms. Judith Littell, Manager
April 8, 2019
Page 2 of 3

amendments by limited proxy, the proposed amendments cannot be changed from the floor of the membership meeting as that would invalidate the votes cast by proxy based upon the wording of the proposed amendments that was mailed to the owners.

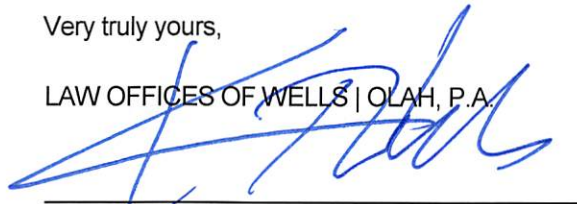
It has been my experience that the more the Association rushes such a substantial project the less likely the members are to accept the proposed changes. Conversely, the more the Association involves the membership in the process, especially early on, the more likely the amendments are to be approved by the required membership vote.

After reviewing this letter, if you or another Association representative has any questions or comments concerning this process, please let me know. If the Association would like for me to begin my work on revising the condominium documents, please provide the requested changes from the Association and I will commence work immediately. If the Association has no specific requested changes, please let me know that and I will begin drafting the proposed amendments.

In the meantime, if you or another Association representative has any questions or comments regarding this or any other matter, please let me know.

Very truly yours,

LAW OFFICES OF WELLS | OLAH, P.A.



Kevin T. Wells, Esq.

kwells@kevinwellspa.com

KTW/elp