

To Mariner Boathouse Owners,

Please direct your attention to the middle of your ballot. A unique and important item was added to your ballot this year, which requires your support. By unanimous decision of your Board of Directors, the ballot includes an amendment item we are asking for a majority of the owners to support.

You have the chance to vote on an amendment for a substantial change that will affect every owner at the Mariner Boathouse.

This amendment involves a change to reduce the number maintenance weeks set aside each year, from two (2) weeks to one (1) week each year.

At the time most timeshare properties were established, regulations required a Developer to set aside one (1) week for maintenance each year as part of the timeshare plan. For unknown reasons, the Mariner Boathouse Developer set aside two (2) weeks each year for maintenance. The remaining weeks were sold by the Developer to owners like you. By setting aside two (2) maintenance weeks, the Mariner Boathouse Developer's timeshare plan limited his ability to sell fifty (50) weeks, although most timeshare plans sold fifty one (51).

To calculate the number of owner use weeks the Developer could sell, just multiply the number of units in a timeshare property by fifty one (51) weeks.

Multiplying the number of weeks at the Mariner Boathouse you end up with a total of 1100 owner use weeks (50x22). With this amendment the number of owner use weeks will increase to fifty one (51), or a total of 1122 owner use weeks. The benefit of increasing the number of weeks from 1100 to 1122 is that the responsibility of each owner will reduce.

How do we maintain the units?

While visiting the property this year you may have noticed that the Mariner Boathouse employs two maintenance persons. This practice was adopted last year and will continue to be a standard in the maintenance department. Our team is able to conduct routine and detailed maintenance during periods of the year, and during the regular maintenance week. We are confident through regular attention to the units that we will maintain the units in excellent condition.

What will happen to the 22 new units?

Once the amendment is approved by a majority vote of the owners, the law firm that reviewed the amendment will file the appropriate documents to change the units from maintenance to use weeks. The 22 units will be placed up for sale immediately to acquire 22 new owners!

Which set of maintenance weeks will be changed?

Of the two weeks, May and September, the May weeks will be changed to use weeks. May provides a greater opportunity for usage, since September is the slowest season of the year.

The ballot in your annual meeting package includes an opportunity for you to vote to approve the amendment to reduce the maintenance weeks to one week per year. Please support this amendment by voting in favor of the amendment.

PROPOSED AMENDMENT
DECLARATION OF CONDOMINIUM
OF
MARINER'S BOATHOUSE AND BEACH RESORT, A CONDOMINIUM

Additions indicated by underlining.
Deletions indicated by striking through.

Proposed Amendment: Article IX and Article X, Declaration of Condominium

IX.
MAINTENANCE FEE

All Owners of Unit Weeks shall pay a "Maintenance Fee." The Maintenance Fee shall include the following:

The Unit Week's share of Common Expenses, as set forth in Article VIII, above; Repair and upkeep for normal wear and tear (example – repainting interior walls); Repair and replacement of furniture, fixtures, appliances, carpeting and utensils; Casualty and/or liability insurance;; Utilities; Personal property, real estate, and any other applicable taxes not billed directly to the Owners o the Unit Weeks in the Unit;

Any other expenses incurred in the normal operations and maintenance of the Unit which cannot be attributed to a particular Unit Week Owner.

The Maintenance Fee shall be prorated among all Owners of Unit Weeks by applying a fraction, the numerator of which is the number of Unit Weeks owned by a specific Owner, the denominator of which is fifty (50) fifty-one (51), to the total of all such expenses. However, during any year in which Unit Week Number 52 contains fourteen (14) days rather than seven (7) days, the Maintenance Fee shall be prorated among all Owners of Unit Weeks in a specific unit by applying a fraction, the numerator of which is the number of unit weeks excluding the Unit Week Number 52, owned by a specific Owner, plus in the case of the Owner of Unit Week Number 52, the number two (2), the denominator of which is fifty one (51) fifty-two (52), to the total of al such expenses. Ad Valorem real estates taxes will be prorated, unless allocated by the taxing authority. The foregoing shall not apply to any Unit Week conveyed to the Association .

Inthe event the Board of Directors makes such a determination, then the Owners of Unit Weeks shall be separately assessed for taxes based upon the formula provided for herein for the proration of the Maintenance Fee, unless otherwise provided by the laws of the State of Florida.

X.
MAINTENANCE WEEKS IN UNITS
COMMITTED TO A TIME SHARE PLAN

The Developer has originally conveyed and the Association has accepted certain two (2) Unit Weeks in each Unit, one week in May and one week in September, to be used for maintenance purposes. By adoption of this amendment, the Owners authorize the Board to sell the May Unit Week in each Unit, such that there will only be one maintenance week per Unit which shall be during the month of September. In the event any one person, or other legal entity, becomes the holder of record title to all Unit Weeks in any one Unit, that person, or other legal entity, may cause the Association to convey said Unit Weeks in writing, of its desire that said Unit cease being a Unit Committed to a time share plan. The Association shall execute the necessary instruments to complete said conveyance no later than sixty (60) days after notice. All expenses of said conveyance, including state stamps and recording fees, shall be borne by the person, or other legal entity, desiring such conveyance.

ACTIVE:4451391_ 1

NOTICE OF SPECIAL OWNERS' MEETING

MARINER'S BOATHOUSE AND BEACH RESORT CONDOMINIUM ASSOCIATION, INC

TO ALL MEMBERS:

On _____, 2013, at _____: _____ M., at _____
_____' *Florida*, a Special Meeting of members will be held for the purpose set forth below
and such other business as will lawfully be conducted. The agenda for the meeting will be the
following:

- 1) Certifying Quorum - Call to Order
- 2) Proof of Notice of Meeting
- 3) New Business
 - (a) Vote on Proposed Amendment to Article IX and Article X of the Declaration of Condominium regarding maintenance weeks (copy attached)
- 4) Adjournment

A quorum must be present, in person or by proxy, at the meeting, in order for the business to be conducted. It is therefore VERY IMPORTANT that you either attend or provide a proxy.

Please note the following information about PROXIES: A Proxy is for the purpose of appointing another person to vote for you in the event that you might not be able to attend the meeting. It must be signed by the person entitled to vote. Where a Unit Week is owned jointly by a husband and wife, and if they have not designated one of them as a voting member, a proxy must be signed by both husband and wife where a third person is designated.

Please note the following about VOTING CERTIFICATES: A Voting Certificate is for the purpose of establishing who is authorized to vote for a Unit Week owned by more than one person or a corporation. If a Unit Week is owned by husband and wife, a voting certificate may, but need not be filed. If a husband and wife are both present at the meeting, are unable to agree as to their vote, and have not filed a Voting Certificate, their vote will not be counted. A Voting Certificate is not needed if the Unit Week is owned by only one person. A Voting Certificate is not a proxy and may not be used as such. A Voting Certificate must be signed by all of the Owners of the Unit Week or the appropriate corporate officers.

Again, please be sure to either attend the Special Meeting or submit a proxy. Thank you for your assistance in conducting the business of your Association.

DATED: _____, 2013.

BY ORDER OF THE BOARD OF DIRECTORS

Allen Brue, Secretary

This notice has been mailed to all unit owners at least fourteen (14) days in advance of the meeting referred to above and has been posted for fourteen (14) continuous days in advance of such meeting in a conspicuous location on the condominium property.

AFFIDAVIT OF MAILING AND POSTING OF NOTICE TO UNIT OWNERS

MARINER'S BOATHOUSE AND BEACH RESORT CONDOMINIUM ASSOCIATION, INC

I, the undersigned, Secretary of the Association whose name appears at the bottom of this affidavit do hereby swear and affirm that the notice of the special members' meeting held _____, 2013, at _____:_____, M., at _____, Florida, was timely mailed in accordance with Section 718.112 Florida Statutes. The notice (copy attached) was mailed on _____, 2013 to each unit owner at the address last furnished to the Association, as such address appears on the books of the Association. The notice was also posted in a conspicuous place on the condominium property.

Acknowledged this _____ day of _____ 2013.

*MARINER'S BOATHOUSE AND BEACH RESORT
CONDOMINIUM ASSOCIATION, INC*

BY: _____
Allen Brue, Secretary

STATE OF FLORIDA

COUNTY OF LEE

Sworn to (or affirmed) and subscribed before me this _____ day of _____ 2013, by *Allen Brue*, as Secretary of *Mariner's Boathouse and Beach Resort Condominium Association, Inc.*, a Florida Association. He is personally known to me or who has produced (type of identification) _____ as identification.

Notary Public

Printed Name: _____

My commission expires: _____

This document is not sent out with the Notice of Meeting and Proxy. This document is to be executed by the Secretary and placed in the permanent records of the Association.

VOTING CERTIFICATE

We, the undersigned owners of Unit Number _____, Unit Week(s) Number _____
m *Mariner's Boathouse and Beach Resort, A Condominium* do hereby designate
----- **as** our designee to cast votes on our behalf.

This document is filed with the Secretary in accordance with *Article II, Section 5* of the By-Laws. We understand that, if we do not already have one of these documents on file with the Association, we will not be able to vote at any meeting of the membership.

We also understand that this document shall be valid until we decide to revoke it.

All Owners of the Unit Week or the Appropriate Corporate Officers Must Sign Below:

Dated this _____ day of _____, 2013.

NOTE: This form is not a proxy and should not be used as such.

If a Unit Week is owned by more than one (1) person, the person entitled cast the vote for the Unit Week shall be designated in a certificate, signed by all of the record Owners of the Unit Week. If a Unit Week is owned by a corporation or other entity, the officer or employee thereof entitled to cast the vote, shall be designated in a Certificate signed by the President or Vice President and attested by the Secretary or Assistant Secretary of the corporation or other appropriate representative. If a Unit Week is owned by husband and wife, a voting certificate may, but need not be filed. If a husband and wife are both present at the meeting, are unable to agree as to their vote, and have not filed a Voting Certificate, their vote will not be counted.

Unit Owners that already have a voting certificate on file do not have to file another one unless they wish to change their designated voting representative.

SPECIAL MEETING BALLOT

MARINER'S BOATHOUSE AND BEACH RESORT CONDOMINIUM ASSOCIATION, INC.

_____, 2013

1. Vote on Proposed Amendment to Article IX and Article X of the Declaration of Condominium regarding maintenance weeks. (The Board recommends voting "In Favor" of Proposed Amendment.)

_____ **INFAVOR OF**
PROPOSED AMENDMENT

_____ **OPPOSED TO**
PROPOSED AMENDMENT

Owner(s) or Designated Voter Sign Here:

By: _____

Print Name: _____

Date: _____

By: _____

Print Name: _____

Date: _____

Unit Number _____

Unit Week(s) Number _____

- * Ballot is not to be sent with notice of meeting. Ballot should be used for owners attending the meeting in person. Please make enough copies for distribution at meeting.

LIMITED PROXY

The undersigned, owner(s) or designated voter of Unit Number _____, Unit Week(s) Number _____ in *Mariner's Boathouse and Beach Resort, A Condominium* appoints (Check one)

- _____ a) *Allen Brue*, Secretary of the Association, on behalf of the Board of Directors, or
_____ b) (if you check b, write in the name of your proxy.)

as my proxyholder* to attend the meeting of the members of *Mariner's Boathouse and Beach Resort Condominium Association, Inc.*, to be held _____, 2013, at _____ : _____ .M., at _____
_____ Florida. The proxyholder named above has the authority to vote and act for me to the same extent that I would if personally present, with power of substitution, except that my proxyholder's authority is limited as indicated below:

GENERAL POWERS (You may choose to grant general powers, limited powers or both. Check "General Powers" if you want your proxyholder to vote on other issues which might come up at the meeting and for which a limited proxy is not required).

_____ authorize and instruct my proxy to use his or her best judgment on all other matters which properly come before the meeting and for which a general power may be used.

LIMITED POWERS (FOR YOUR VOTE TO BE COUNTED ON THE FOLLOWING ISSUES, YOU MUST INDICATE YOUR PREFERENCE IN THE BLANK(S) PROVIDED BELOW). I SPECIFICALLY AUTHORIZE AND INSTRUCT MY PROXYHOLDER TO CAST MY VOTE IN REFERENCE TO THE FOLLOWING MATTERS AS INDICATED BELOW:

- 1. Vote on Proposed Amendment to Article IX and Article X of the Declaration of Condomini\Jrti. regarding maintenance weeks. (The Board recommends voting "In Favor" of Proposed Amendment.)

_____ INFAVOR OF _____ OPPOSED TO
PROPOSED AMENDMENT PROPOSED AMENDMENT

Owner(s) or Designated Voter Sign Here:

By: _____

Print Name: _____

Date: _____

By: _____

PrintName: _____

Date: _____

*Failure to check either (a) or (b), or, if (b) is checked, failure to write in the name of the proxy, shall be deemed an appointment of the Secretary/President of the Association as your proxyholder.

THIS PROXY IS REVOCABLE BY THE UNIT OWNER AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT. IN NO EVENT IS THE PROXY VALID FOR MORE THAN NINETY (90) DAYS FROM THE DATE OF THE ORIGINAL MEETING FOR WHICH IT WAS GIVEN.

OWNER: DO NOT COMPLETE THIS SECTION. This section is to be filled in by the person to whom you have given your proxy (i.e., your proxyholder), in the event that he/she can not attend the meeting or otherwise wishes to substitute another person to vote your proxy.

SUBSTITUTION OF PROXY

The undersigned, appointed as proxy above, does hereby designate _____ to substitute for me in the proxy set forth above.

Dated: _____, 2013.

PROXYHOLDER