

BYLAWS, OF

LANTANA PINES HOMEOWNERS ASSOCIATION, INC.

A NON-PROFIT CORPORATION

Offices

1. The principal office of the corporation shall be 2900 Donnally Drive, Lantana, Florida, or such other place in Florida as the Board of Directors shall determine.

2. For the purpose of service of process, the corporation shall designate a registered agent, which designation may be changed from time to time, and his office shall be deemed an office of the corporation for the purpose of service of process.

Members' Meetings

3. All the meetings shall be held at the office of the corporation, or may be held at such place and time as shall be stated in a notice thereof.

4. An annual meeting of the members, commencing with the year 1982, shall be held on March 15 or such other date in March as the Board of Directors may designate, at which the members shall elect, by a majority vote, a Board of Directors, and transact such other business as may properly be brought before the meeting.

5. Written notice of the annual meeting shall be served upon or mailed by regular mail (without certification) to each member entitled to vote thereat, at such address as appears on the books of the corporation, at least thirty (30) days prior to the meeting and by the posting in a conspicuous place on the Properties, as defined in the Declaration of Covenants, Conditions and Restrictions, a notice of the meeting at least thirty (30) days prior to the meeting. Post office certificate of mailing shall be conclusive proof of mailing.

6. At least fourteen (14) days before every election of directors, a complete list of the members entitled to vote at such election, arranged numerically by units with the address for notice of each, shall be prepared by the secretary. Such list shall be open at the place where the election is to be held for said fourteen (14) days to the examination of any member, and shall be produced and kept at the time and place of election during the whole time thereof, and subject to the inspection of any member who may be present. Within sixty (60) days after members other than the Developer hold a majority of votes of the corporation, the Board shall call and give notice of the first annual

meeting even if such shall be earlier than that provided for in Paragraph 4 hereof.

7. Special meeting of the members, for any purpose or purposes, unless otherwise prescribed by statute or by the Articles of Incorporation, may be called by the President and shall be called by the President or Secretary at the request in writing of a majority of the Board of Directors, or at the request in writing of four (4) members. Such request shall state the purpose or purposes of the proposed meeting.

8. Written notice of a special meeting of members, stating the time, place and object of such meeting and the specific action to be taken thereat, shall be served upon or mailed to each member entitled to vote thereat at such address as appears on the books of the corporation, at least fourteen (14) days before such meeting.

9. Business transacted at all special meetings shall be confined to the objects and actions to be taken as stated in the notice.

10. Members representing fifty (50%) percent plus one (1) of the total number of votes of the corporation, present in person or represented by valid proxy, shall be requisite and shall constitute a quorum at all meetings of the members for the transaction of business except as otherwise provided by the Declaration of Covenants, Conditions and Restrictions or by the Articles of Incorporation. If, however, such quorum shall not be present, or represented at any meeting of the members, the members entitled to vote thereat, present in person or represented by proxy, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, and at such adjourned meeting members representing thirty-five (35%) percent of the total number of votes of the corporation shall constitute a quorum. At any such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting originally called.

11. When a quorum is present at any meeting, a majority of the votes cast by the members present in person or represented by proxy shall decide any question brought before such meeting, unless the question is one upon which by express provision of the Declaration of Covenants, Conditions and Restrictions, or of the Articles of Incorporation or of these Bylaws, a different vote is required, in which case such express provision shall govern and control the decision of such question.

12. At any meeting of the members, every member having the right to vote shall be entitled to vote in person, or by proxy appointed by an instrument in writing subscribed by such member.

13. Whenever the vote of members at a meeting is required or permitted by any provisions of statutes or the Declaration of Covenants, Conditions and Restrictions or of the Articles of Incorporation or of these Bylaws to be taken in connection with any corporation action, the meeting and the vote of members may be dispensed with, if (all) the members who would have been entitled to vote upon the action, if such meeting were held, shall consent in writing to such corporation action being taken.

Directors

14. The number of directors which shall constitute the whole board shall be not less than three (3) nor more than six (6). The initial Board of Directors and the manner of filling vacancies of the initial Board of Directors shall be as set forth in Article VIII of the Articles of Incorporation of the corporation and they shall serve as provided for therein until the first meeting when members other than the developer hold a majority of votes of the corporation or until their respective successors are chosen and shall qualify. The directors shall be elected at the annual meeting of the members, and each director shall be elected to serve until the next annual meeting of the members and/or until his successor shall be elected and shall qualify. Directors must be members or nominees of corporate members, except as otherwise provided for in the Articles of Incorporation.

15. The directors may hold their meetings and keep the books of the corporation at the office of the corporation in Lantana, Florida, or at such other place as they may from time to time determine.

16. If the office of one or more directors becomes vacant by reason of death, resignation, retirement, disqualification, removal from office, or otherwise, a majority of the remaining directors, though less than a quorum, shall choose a successor or successors, who shall hold office of the unexpired term in respect to which such vacancy occurred. Vacancies in the initial Board of Directors shall be filled as provided for in the Articles of Incorporation.

17. Directors other than the initial members of the Board may be removed for cause by an affirmative vote of a majority of the members.

18. The property and business of the corporation shall be managed by its Board of Directors which may exercise all such powers of the corporation and do all such lawful acts and things as are not by statute or by the Articles of Incorporation or by these Bylaws or by the foregoing Declaration of Covenants, Conditions and Restrictions directed or required to be exercised or done by the members.

19. The salaries of all employees and agents of the corporation shall be fixed by the Board of Directors, excepting that the salaries for directors for services other than as such shall be fixed by the members, as provided in succeeding Paragraph 23.

Executive Committee

20. The Board of Directors may, by resolution passed by a majority of the whole board, designate an executive committee to consist of one or more of the directors of the corporation, which, to the extent provided in said resolution, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it, provided the said resolution shall so provide.

21. The executive committee shall keep regular minutes of its proceedings and report the same to the board when required.

Compensation of Directors

22. Directors, as such, shall not receive any salary for their services, provided that nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefor. The salaries for directors for services other than as such shall be fixed by the members.

Meetings of the Board

23. The initial Board of Directors and the initial officers shall be as set forth in the Articles of Incorporation and shall hold office until the first meeting when members other than the developer hold a majority of votes in the corporation as provided in the Articles of Incorporation or unless sooner replaced. Any Association member may attend any meeting of the Board.

24. Regular meetings of the board may be held without notice at such time and place as shall be determined from time to time by the board, except that notice of such meetings shall be given to Association members by posting notice of such in a conspicuous place forty-eight (48) hours in advance of such a meeting.

25. Special meetings of the board may be called by the President on three (3) days' notice to each director, either personally or by mail or by telegram. Special meetings shall be

called by the President or Secretary in like manner and on like notice on the written request of two (2) directors. Notice of any and all meetings of the board may be waived by appropriate written waiver.

26. At all meetings of the board a majority of the directors shall be necessary and sufficient to constitute a quorum for the transaction of business and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute or by the Articles of Incorporation or by these Bylaws. If a quorum shall not be present at any meeting of directors, the directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

Notices

27. Whenever under the provisions of the statutes or of the Articles of Incorporation or of these Bylaws, notice is required to be given to any director or member, it shall not be construed to mean personal notice, but such notice may be given in writing, by mail, depositing the same in a post office or letter box, in a postage-paid sealed wrapper, addressed to such director or member at such address as appears on the books of the corporation, and such notice shall be deemed given at the time when the same shall be thus mailed.

28. Whenever any notice is required to be given under the provisions of the statutes or of the Articles of Incorporation, or of these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

Officers

29. The officers of the corporation shall be chosen by the directors and shall be a president, a vice president, a secretary and a treasurer. The Board of Directors may also choose additional vice presidents, and one or more assistant secretaries, and assistant treasurers. No person can serve simultaneously as both president and secretary.

30. The Board of Directors at its first meeting after each annual meeting of members shall choose a president, and one or more vice presidents, a secretary and treasurer, none of whom, excepting the president, need be a member of the board.

31. The Board of Directors may appoint such other officers and agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and

perform such duties as shall be determined from time to time by the board.

32. The officers of the corporation shall hold office until their successors are chosen and qualify in their stead. Any officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of a majority of the whole Board of Directors. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by the Board of Directors. The initial officers and the manner of filling vacancies of the initial officers shall be as set forth in Article VII of the Articles of Incorporation of the corporation and they shall serve as provided for therein.

The President

33. The president shall be the chief executive officer of the corporation; he shall preside at all meetings of the members and directors, shall be ex-officio member of all standing committees, shall have general and active management of the business of the corporation, and shall see that all orders and resolutions of the board are carried into effect.

34. The President shall execute all documents and contracts requiring a seal, under the seal of the corporation, except where the same are required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation.

The Vice Presidents

35. The vice presidents in the order of their seniority shall, in the absence or disability of the president, perform the duties and exercise the powers of the president, and shall perform such other duties as the Board of Directors shall prescribe.

The Secretary, Treasurer and Assistants

36. The secretary shall attend all sessions of the Board and all meetings of the members and record all votes and the minutes of all proceedings in a book to be kept for that purpose and shall perform like duties for the standing committees when required. He shall give, or cause to be given, notice of all meetings of the members and special meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or president, under whose supervision he shall be. He shall keep in safe custody the seal of the corporation and, when authorized by the board, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his signature or by the signature of the treasurer or an assistant secretary.

37. Assistant secretaries in order of their seniority shall, in the absence or disability of the secretary, perform the duties and exercise the powers of the secretary and shall perform such other duties as the board shall prescribe.

38. The treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation and shall deposit all moneys and other valuable effects in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors.

39. The treasurer shall disburse the funds of the corporation as may be ordered by the board, taking proper vouchers for such disbursements, and shall render to the president and directors, at the regular meeting of the board, or whenever they may require it, an account of all of his transactions as treasurer and of the financial condition of the corporation.

40. If required by the Board of Directors, the treasurer shall give the corporation a bond, the premium therefor to be paid by the corporation, in such sum and with such surety or sureties as shall be satisfactory to the board for the faithful performance of the duties of his office and for the restoration to the corporation, in case of his death, resignation, retirement or removal from office, of all his books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the corporation.

41. Assistant treasurers in the order of their seniority shall, in the absence or disability of the treasurer, perform the duties, exercise the powers and assume the obligations of the treasurer and shall perform such other duties as the Board of Directors shall prescribe.

Directors' Annual Statement

42. The Board of Directors shall present at each annual meeting, and when called for by the vote of the members at any special meeting of the members, a full and clear statement of the business and condition of the corporation. The annual statements shall include profit and loss statements and balance sheets prepared in accordance with sound business and accounting practice and copies thereof shall be furnished to each of the members.

Checks

43. All checks or demands for money and notes of the corporation shall be signed by such officer or officers or such other person or persons as the Board of Directors may from time to time designate.

Fiscal Year

44. - The corporation shall operate upon the calendar year beginning on the 1st day of January and ending on the 31st day of December of each year. The Board of Directors is expressly authorized to change from a calendar year basis to that of a fiscal year whenever deemed expedient for the best interests of the corporation.

Seal

45. The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization and the words "Corporation Not For Profit". Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

Membership

46. Every person or entity who is a record owner of a fee, or undivided fee, interest in a unit located in a constituent development, as defined in the Declaration of Covenants, Conditions and Restrictions, shall be a member in the corporation, provided, however, that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a member.

Transfer of Membership

47. Membership in the corporation shall be transferred as and only as an incident to the transfer of a Lot or Living Unit.

Assessments

48. The Board of Directors shall, from time to time, fix and determine the sum or sums necessary and adequate for the continued ownership, operation and maintenance of the Common Area and the maintenance of the Properties as provided by the Declaration including its operating expenses, the payment for any items of betterments, and the establishment of appropriate reserve funds as the Board shall deem proper. That sum or sums shall include provision for property taxes and assessments, insurance premiums for fire, windstorm and extended coverage, insurance on the Association's property and improvements thereof in accordance with the Declaration of Covenants, Conditions and Restrictions, which may include a deductible provision, premiums for adequate public liability insurance as specified in the Declaration of Covenants, Conditions and Restrictions, legal and accounting fees, management fees, operating expenses, maintenance repairs and replacements, charges for utilities and water, cleaning and janitorial service, any expenses and liabilities incurred by the

corporation in connection with the indemnification of officers and directors provided for herein and in and about the enforcement of its rights or duties against the members or others, and the creation of reasonable contingency or reserve requirements for the protection of the members.

Regular assessments shall be paid on a quarterly basis. The standard of assessments for the first year of operation (or pro rata part thereof) shall be as set forth in a projected operating budget (certified) by the Developer to be the then existing projected operating budget of the Association. Said assessment shall be computed then and thereafter in the manner set forth in the Declaration of Covenants, Conditions and Restrictions. When the assessment is fixed by the Board of Directors, it shall be retroactive to the first day of that fiscal year and the members will be credited against any accrued assessment charged for that year with the sums they have theretofore paid in that year. Assessment charges once fixed shall continue until changed by the Board of Directors hereunder and shall be due and payable without notice or demand no later than the fifth (5th) day of each January, April, July and October. With respect to changed assessments and/or demands for retroactive arrearages, notice in writing must be given to each of the members and payment will be due and payable without further or other notice within ten (10) days of the posting of such a notice as hereinabove provided for the service of notices.

It is understood between the members and the corporation that an assessment fixed hereunder is based upon the projection and estimate of the Board of Directors and may be in excess of or less than the sums required to meet the cash requirements of the Association, in which event the Board of Directors by appropriate action taken at a meeting may increase or diminish the amount of said assessment and make such adjustments respecting the reserves as in their discretion is proper, including the assessment of each member of its proportionate share of any deficiency or the distribution to each member of its proportionate share of any excess of sums paid beyond the requirements of the Properties or its reasonable reserves as fixed by the Board of Directors.

The budget shall be determined by the Board of Directors no later than the first week of the fourth month of the fiscal year.

On or before thirty (30) days prior to the meeting of the board at which a budget for the Association is to be considered for adoption by the Board of Directors, a copy thereof shall be mailed to all members of the Association together with a notice of the meeting at which the budget will be considered which notice shall state the time and the place of the meeting and that it is open to all members of the Association. The proposed annual budget shall be detailed and shall show the amounts

budgeted by account and expense classification. If, at that meeting, a proposed budget is adopted requiring an assessment against the members in any fiscal year of any amount exceeding one hundred and five (105%) percent of the assessment levied for the prior year a special meeting of the members shall be held upon not less than ten (10) days' written notice to all members but within thirty days of the date of the meeting of the Board adopting such budget. At the special meeting the members may consider and enact a revision of the budget or recall any or all members of the Board of Directors and elect their successors. The Board of Directors may, in any event, propose a budget to the members at a meeting of the members or in writing and if that budget shall be approved by the membership at the special meeting aforesaid or by a majority of their whole number in writing, such budget shall not thereafter be re-examined by the unit owners in the manner hereinabove set forth.

In determining whether an assessment exceeds one hundred and five (105%) percent of the assessment in the prior year, there shall be excluded from such computation any provision for reasonable reserves made by the Board of Directors for repair or replacement or for anticipated expenses by the Association which are not expected to be incurred on a regular or annual basis nor shall such calculation include any amounts for betterments of the Common Area.

Special assessments, should they be required, shall be levied and paid in the same manner as heretofore provided for regular assessments.

Any excess assessments received by the Association in any year shall be retained by the Association specifically for the account prorata of the members and applied to reduce the next year's assessment.

Default Under Assessments

49. In the event of a default by a member in the payment of any assessment payable by him, the Corporation shall have all rights and remedies provided by law including those given by the Declaration of Covenants, Conditions and Restrictions and the liability of the member shall include liability for a reasonable attorney's fee and for court costs incurred by the corporation incident to the collection of such assessment.

Books and Records

50. The corporation shall maintain accounting records according to good accounting practices and said records shall be open to inspection by members at reasonable times. Such records shall include:

(a) The record of all receipts and expenditures.

(b) An account for each member which shall designate the name and address of the member, the amount of each assessment, the dates and amounts in which the assessment comes due, the amounts paid upon the account and the balance due.

(c) A register for the names of any mortgage holders or lien holders on units who have requested in writing that they be registered and to whom the corporation will give notice of default in case of nonpayment of assessments. No responsibility by the corporation is assumed with respect to said register except that it will give notice of default to any registered mortgagee or lienor therein, if so requested by said mortgagee or lienor.

The secretary of this corporation shall act as the transfer agent to record all transfers and/or registrations in the aforescribed books.

Authority of Owner

51. No member, except as an officer of this corporation, shall have any authority to act for the corporation or bind it.

Amendments of Bylaws or Articles of Incorporation

52. The Bylaws of said corporation and/or the Articles of Incorporation may be amended, altered, rescinded, or added to by resolution adopted by a two-thirds (2/3) vote of the Board of Directors of this corporation at any duly called meeting of said board and by a two-thirds (2/3) vote of the members present at any duly convened meeting of the members; provided, however, that no such meeting shall be deemed competent to consider or amend, alter, rescind or add to these Bylaws or said Articles of Incorporation unless prior written notice of said meeting specifying the proposed change has been given to all directors and members at least ten (10) days prior to the meeting or said notice is appropriately waived by written waiver. Any member of this corporation or any member of the board of this corporation may propose an amendment to these Bylaws or to the Articles of Incorporation to the board and the membership. Provided further, that as long as the initial Board of Directors holds office, any changes in the Bylaws and/or the Articles of Incorporation may be made by a two-thirds (2/3) vote of the Board of Directors of the corporation.

Construction

53. Wherever the masculine singular form of the pronoun is used in these Bylaws, it shall be construed to mean

masculine or feminine, singular or plural, wherever the context so requires, and shall include and apply to a corporation.

Use

54. The property and facilities of the corporation shall at all times be restricted in use to the housing and related needs of the lawful occupants of the Living Units and their guests.

Validity of Bylaws

55. If any Bylaw or part thereof shall be adjudged invalid, the same shall not affect the validity of any other Bylaw or part thereof.

Rules and Regulations

56. The Board of Directors may from time to time adopt rules and regulations for the operation of the Properties and all members shall abide thereby; provided, however, that said rules and regulations shall be equally applicable to all members similarly situated and uniform in their application and effect.

Indemnification

57. Every director and every officer of the Association shall be indemnified by the Association against any and all expenses, and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred except when a director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled, and such director or officer shall be entitled to any indemnification authorized by any provision of the laws of the State of Florida for corporations generally and for nonprofit corporations.

Management Agreement

58. The Board of Directors may enter into a Management Agreement for the operation, maintenance and management of the affairs of the Association.

Fidelity Bonds

59. All officers and directors of the Association who control or disburse Association funds shall be bonded in an amount not less than twenty-five (25) percent of the Association's last annual budget. The cost of the bond shall be a common expense.

LANTANA PINES HOMEOWNERS
ASSOCIATION, INC.

(CORPORATE SEAL)

By _____
Its President

Attest:

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF LANTANA PINES

ARTICLES OF INCORPORATION AND BY-LAWS OF LANTANA PINES HOMEOWNERS ASSOCIATION, INC.

NOV 21 11 34 AM '86

WHEREAS, the Declaration of Covenants, Conditions and Restrictions of LANTANA PINES has been duly recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 3924 at Page 84; and

WHEREAS, Article IV of said Declaration provides for LANTANA PINES HOMEOWNERS ASSOCIATION, INC., as the entity responsible for the operation and maintenance of the common areas of LANTANA PINES and for the enforcement of the homeowner documents; and

WHEREAS, said Association must act in accordance with the terms and provisions of the Articles of Incorporation and By-Laws of the Association; and

WHEREAS, said Articles of Incorporation and By-Laws are not currently recorded in the Public Records of Palm Beach County, Florida, serving as notice of the requirements contained therein to all owners of record or potential purchasers at LANTANA PINES; and

WHEREAS, it is the desire of the Board of Directors of LANTANA PINES HOMEOWNERS ASSOCIATION, INC., to make the Articles of Incorporation and By-Laws a part of the Public Records of Palm Beach County, Florida, for the purpose of serving notice of the requirements contained therein to all owners of record or potential purchasers at LANTANA PINES.

NOW, THEREFORE, be it resolved that the Board of Directors of LANTANA PINES HOMEOWNERS ASSOCIATION, INC., does hereby certify that the attached Articles of Incorporation and By-Laws are a true and correct copy of the Articles of Incorporation and By-Laws of the Association and does hereby cause same to be recorded in the Public Records of Palm Beach County, Florida.

WITNESS my signature this 27 day of October, 1986, at Lantana, Palm Beach County, Florida.

LANTANA PINES HOMEOWNERS ASSOCIATION, INC.

7.60

Witness [Signature]
Witness [Signature]

By: [Signature] (SEAL)
President
Attest: [Signature] (SEAL)
Secretary

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

I HEREBY CERTIFY that on this day before me personally appeared MURREL E. BLOUNT and CHARLES H. VAINYMEN, the President and Secretary, respectively, of the foregoing corporation, known to me personally to be such, and they severally acknowledged to me that the said certificate is the free and voluntary act and deed of them, and each of them, each for himself and not for the other, and that the facts therein stated are truly set forth.

Dated at Lantana, Palm Beach County, Florida, this 27 day of October, 1986.

RETURN TO: ✓
This instrument prepared by:
SHARON A. WEBER, ESQ.
BECKER, POLIAKOFF & STREITFELD, P.A.
REFLECTIONS BUILDING
450 AUSTRALIAN AVENUE SOUTH, SUITE 720
WEST PALM BEACH, FLORIDA 33401

[Signature]
Notary Public, State of Florida
at Large