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STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared John Collins, well known to me to be the Vice President of the corporation named as Oceans West, Inc., in the foregoing Restatement of and Fourth Amendment to Declaration of Covenants and Restrictions, and that he acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true and corporate seal of said corporation.

WITNESS my hand and official seal in the State and County last aforesaid this 23RD day of December, 1985.

Shelley R. Daw

Notary Public, State of Florida at Large.

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. OCT. 10, 1987
BONDED THRU GENERAL INS. UND. ST. OF FLORIDA

CERTIFICATE

This is to certify that:

The foregoing Restatement of and Fourth Amendment to the Declaration of Covenants and Restrictions of Oceans West Planned Unit Development and Notice of Provisions of Oceans West Homeowners Association, Inc., has been duly adopted by the Developer.

Witnesses:

OCEANS WEST HOMEOWNERS ASSOCIATION, INC.

[Signature]

By: [Signature]
President

Shelley R. Daw

Attest: [Signature]

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared P. Dawson Henderson, well known to me to be

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the President of the corporation named ^{FLORIDA} Oceans West, Inc., in the foregoing Certificate of the Declaration of Covenants and Restrictions, and that they acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true and corporate seal of said corporation.

WITNESS my hand and official seal in the State and County last aforesaid this 23rd day of December, 1985.

Shelley E. Dow
Notary Public, State of Florida at
Large.
My commission expires: ROTARY PUBLIC STATE OF FLORIDA
BY COMMISSION EXP. OCT 16, 1987
BONDED THRU GENERAL DES. UND.

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CONSENT OF CONSTRUCTION LENDER

BANKERS TRUST COMPANY, a New York banking corporation, the owner and holder of a construction loan encumbering the land described as condominium Tract I in plat of Oceans West, A Planned Unit Development, as per map in Map Book 38, Pages 66 through 71, Public Records of Volusia County, Florida, hereby consents to the execution and recording of the Restatement of and Fourth Amendment to Declaration of Covenants and Restrictions of Oceans West Homeowners Association, Inc., and agrees that the lien of its mortgage, dated November 18, 1981, and recorded on November 19, 1981, in Official Records Book 2312, Pages 1754 through 1767, Public Records of Volusia County, as modified, shall be subordinate to the said Restatement and Fourth Amendment and is and shall be a lien upon all of the condominium parcels of Oceans West One, a Condominium, except those parcels which have been released from the lien of said loan, together with all of the appurtenances, including, but not limited to, the common elements appurtenant to the condominium parcels so encumbered and to the undivided shares of the common elements.

Nothing contained herein shall be deemed to or in any way limit or affect the mortgage held by Bankers Trust Company or the priority of the lien created thereby and the sole purpose of this Consent is to acknowledge its consent to said Amendment as hereinabove provided.

Executed this 9th day of JANUARY, 1986.

Signed, sealed and delivered in the presence of:

Robin Dwell

BANKERS TRUST COMPANY

By: Walter J. Haug
Its Vice President

Holores Sullivan

Attest: Laura S. Oamura
Its Associate

"CONSTRUCTION LENDER"
(Corporate Seal)

STATE OF NEW YORK
COUNTY OF NEW YORK

The foregoing Consent of Construction Lender was acknowledged before me by Walter J. Haug and Laura S. Oamura being the Vice President and Associate of Bankers Trust Company, a New York banking corporation, and they acknowledged that they executed the same on behalf of said corporation, this 9th day of January, 1986.

Barbara E. Dieter
Notary Public, State of New York
My Commission Expires:

BARBARA E. DIETER
Notary Public, State of New York
No. 31-473319
Qualified in New York County

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LEGAL DESCRIPTION OF PROPERTY

Part of Blocks "E" and "F", and part of vacated Lantana Street, McElroy's Belleview Subdivision as recorded in Map Book 11, Page 98, Public Records of Volusia County, Florida, and being more particularly described as follows:

BEGINNING at a point 1,111 ft. more or less west and 25 ft. north of the southeast corner of Section 27, Township 15 South, Range 33 East, being also a point on the easterly line of South Peninsula Drive, an 80-ft. street as presently established, run thence N 21° 48' 00" W along said easterly line a distance of 348.01 ft. to the point of curvature of a curve concave westerly; thence along said curve to the left having a radius of 2911.79 ft. and a central angle of 05° 34' 00", an arc distance of 282.90 ft. to the point of tangency thereof; thence continue along said easterly line of South Peninsula Drive N 27° 22' 00" W a distance of 2348.11 ft. to the north line of McElroy's Belleview; thence N 89° 33' 11" E along said north line a distance of 614.99 ft.; thence S 27° 22' 00" E, and parallel to the last call of South Peninsula Drive, a distance of 177.58 ft.; thence S 83° 47' 30" E, a distance of 60.01 ft.; thence S 27° 22' 00" E, and parallel to the last call of S. Peninsula Drive, a distance of 591.15 ft. to the point of curvature of a curve concave northeasterly; thence along said curve to the left, having a radius of 100 ft. and a central angle of 42° 04' 46", an arc distance of 73.44 ft. to the point of tangency thereof; thence S 69° 26' 46" E, a distance of 18.50 ft. to the point of curvature of a curve concave southwesterly; thence along said curve to the right, having a radius of 150 ft. and a central angle of 45° 00' 00", an arc distance of 117.81 ft. to the point of tangency thereof; thence S 24° 26' 46" E a distance of 361.45 ft. to the point of curvature of a curve concave northeasterly; thence along said curve to the left, having a radius of 100 ft. and a central angle of 45° 00' 00", an arc distance of 78.54 ft. to the point of tangency thereof; thence S 69° 26' 46" E a distance of 51.45 ft. to the point of curvature of a curve concave southwesterly; thence along said curve to the right having a radius of 150 ft. and a central angle of 45° 00', an arc distance of 117.81 ft. to the point of tangency thereof; thence S 24° 26' 46" E a distance of 32.87 ft.; thence S 65° 33' 14" W a distance of 293.00 ft.; thence S 24° 26' 46" E a distance of 650.00 ft.; thence N 65° 33' 14" E a distance of 86.67 ft.; thence S 24° 26' 46" E a distance of 460.00 ft. to the north line of a public park; thence along the northerly line of said public park the following courses and distances S 65° 31' 29" W, 400.00 ft.; S 20° 58' 46" E, 86.87 ft.; N 89° 20' 03" W, 146.40 ft. to the POINT OF BEGINNING, containing 37.01 acres, more or less.

TOGETHER WITH easements for road right-of-way purposes over and across the following parcels more particularly described as follows:

Roadway Easement No. 1: Part of Blocks "E" and "F" and part of vacated Lantana Street, McElroy's Belleview Subdivision as recorded in Map Book 11, Page 98, Public Records of Volusia County, Florida, and being more particularly described as follows:

EXHIBIT A

to

Restatement of and Fourth Amendment to
Declaration of Covenants and Restrictions
of Green West Planned Unit Development

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From a point of reference, being 1,111 ft. more or less west and 25 ft. north of the southeast corner of Section 27, Township 15 South, Range 33 East, being also a point on the easterly line of South Peninsula Drive, an 80 ft. street as presently established, run thence S 89° 20' 03" E, along the northerly line of a public park, a distance of 146.40 ft.; thence N 20° 58' 46" W and along the westerly line of said public park a distance of 86.87 ft.; thence N 65° 31' 29" E and along the northerly line of said public park a distance of 400.00 ft.; thence N 24° 26' 46" W a distance of 420.00 ft. to the POINT OF BEGINNING; thence continue N 24° 26' 46" W a distance of 40.00 ft.; thence S 65° 33' 14" W a distance of 50.00 ft.; thence N 24° 26' 46" W a distance of 25.00 ft.; thence N 65° 33' 14" E a distance of 181.33 ft. to the point of curvature of a curve concave southwesterly; thence along said curve to the left, having a radius of 25.00 ft. and a central angle of 90° 00' 00", an arc distance of 39.27 ft. to the point of tangency thereof; thence N 24° 26' 46" W a distance of 600.00 ft.; thence N 65° 33' 14" E a distance of 50.00 ft.; thence S 24° 26' 46" E a distance of 212.76 ft. to a point on the westerly projected northerly line of Lantana Street; thence N 65° 33' 14" E and along said northerly line a distance of 125.00 ft. to the northwesterly corner of Lantana Street, being also the southwesterly corner of Block 'O', aforesaid McElroys Belleview Subdivision; thence S 24° 26' 46" E along the westerly line of Lantana Street a distance of 80.00 ft.; thence S 65° 33' 14" W and parallel with said northerly line of Lantana Street a distance of 125.00 ft.; thence S 24° 26' 46" E a distance of 332.24 ft. to the point of curvature of a curve concave southwesterly; thence along said curve to the right, having a radius of 75.00 ft. and a central angle of 15° 27' 57", chord distance of 20.18 ft., bearing S 16° 42' 48" E, an arc distance of 20.24 ft. to a point; thence S 65° 33' 14" W, parallel with said northerly line of Lantana Street, a distance of 3.55 ft. to a point on a curve concave southwesterly; thence southerly and to the left along said curve, having a radius of 75 ft. and a central angle of 66° 25' 19", chord distance of 82.16 ft., bearing S 32° 33' 14" W, an arc distance of 86.94 ft. to the point of tangency thereof; thence S 65° 33' 14" W, parallel with aforesaid northerly line of Lantana Street, a distance of 131.33 ft. to the POINT OF BEGINNING.

Roadway Easement No. 2: Part of Blocks "D" and "E", McElroy's Belleview Subdivision, as recorded in Map Book 11, Page 98, Public Records of Volusia County, Florida, more particularly described as follows:

From a point of reference, being the intersection of the westerly line of South Atlantic Avenue, an 80 ft. right-of-way, with the southerly line of Lantana Street, a 50 ft. right-of-way, both as shown on said plat of McElroy's Belleview, run thence westerly along said southerly line a distance of 300.00 ft. to a point; thence N 24° 26' 46" W, a distance of 295.63 ft. to the point of curvature of a curve concave southwesterly; thence northwesterly along said curve to the left, having a radius of 150.00 ft. and a central angle of 45° 00' 00", an arc distance of 117.81 ft. to the point of tangency thereof; thence N 69° 26' 46" W a distance of 51.45 ft. to the point of curvature of a curve concave northeasterly; thence northwesterly along said

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curve to the right, having a radius of 100.00 ft. and a central angle of $45^{\circ} 00' 00''$, an arc distance of 78.54 ft. to the point of tangency thereof; thence $N 24^{\circ} 26' 46'' W$, a distance of 361.45 ft. to the point of curvature of a curve concave southwesterly; thence northwesterly along said curve to the left, having a radius of 150.00 ft. and a central angle of $45^{\circ} 00' 00''$, an arc distance of 117.81 ft. to the point of tangency thereof; thence $N 69^{\circ} 26' 46'' W$, a distance of 18.50 ft. to the point of curvature of a curve concave northeasterly; thence northwesterly along said curve to the right, having a radius of 100.00 ft. and a central angle of $42^{\circ} 04' 46''$, an arc distance of 73.44 ft. to the point of tangency thereof; thence $N 27^{\circ} 22' 00'' W$, a distance of 306.66 ft. to the point of curvature of a curve concave southeasterly and the POINT OF BEGINNING; thence northerly along said curve to the right, having a radius of 75.00 ft. and a central angle of $116^{\circ} 55' 11''$, an arc distance of 153.05 ft. to the point of tangency thereof; thence $N 89^{\circ} 33' 11'' E$, a distance of 284.15 ft. forming the southerly line of a 70 ft. street, to the point of curvature of a curve concave northerly; thence easterly along said curve to the left, having a radius of 135.00 ft. and a central angle of $35^{\circ} 07' 14''$, an arc distance of 82.75 ft. to a point of reverse curvature; thence to the right and along said reversed curve, having a radius of 25.00 ft. and a central angle of $87^{\circ} 22' 22''$, an arc distance of 38.12 ft. to a point of tangency with the westerly line of South Atlantic Avenue, an 80 ft. street as presently established, said westerly line being a curve concave westerly; thence northerly along said westerly curved line, having a radius of 1287.71 ft., a central angle of $05^{\circ} 32' 55''$, and a chord of 124.65 ft., bearing $N 40^{\circ} 58' 08'' W$ to a point of tangency with a curve concave northwesterly; thence southerly and to the right along said curve, having a radius of 25.00 ft., a central angle of $114^{\circ} 53' 36''$, a chord bearing $S 13^{\circ} 42' 12'' W$, for an arc distance of 50.13 ft. to a point of compound curvature; thence to the right along said compounded curve concave northerly, having a radius of 65.00 ft., a central angle of $18^{\circ} 24' 11''$, for an arc distance of 20.88 ft. to the point of tangency thereof; thence $S 89^{\circ} 33' 11'' W$, forming the northerly line of aforementioned 70 ft. street, a distance of 294.31 ft. to the point of curvature of a curve concave southerly; thence westerly and to the left along said curve, having a radius of 125.00 ft., a central angle of $63^{\circ} 47' 22''$, for an arc distance of 139.17 ft.; thence $S 27^{\circ} 22' 00'' E$ a distance of 122.44 ft. to the POINT OF BEGINNING.

[Legal Description of property and easements conforms to the plat entitled "Oceans West, A Planned Unit Development, Amended Plat," Daytona Beach Shores, County of Volusia, State of Florida, as recorded in Map Book 39, Pages 6 through 11, inclusive, of the Public Records of Volusia County, Florida.]

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
OCEANS WEST HOMEOWNERS ASSOCIATION, INC.
(A non-Profit Florida Corporation)

These are the Amended and Restated Articles of Incorporation of Oceans West Homeowners Association, Inc., whose original articles of incorporation were filed with the Department of State on May 27, 1981. These Amended and Restated Articles of Incorporation were duly adopted by all of the directors and all of the members of the corporation on December 17, 1985. Any amendments included herein have been adopted pursuant to F.S. Section 617.0201(4). Other than such amendments, which are indicated, these Articles only restate and integrate and do not further amend the provisions of the corporation's Articles of Incorporation. These Articles omit matters of purely historical interest.

ARTICLE I [Amended]
Name and Location

Section 1. The name of this corporation shall be OCEANS WEST HOMEOWNERS ASSOCIATION, INC., a non-profit corporation, and the principal office shall be at 2990 South Atlantic Avenue, Daytona Beach Shores, Florida.

ARTICLE II [Amended]
Purposes

Section 1. The purposes for which this corporation is formed are as follows:

A. To perform all of the acts and duties as are normally performed by a homeowners association, as to the property presently or hereafter subjected to the terms of the Declaration of Covenants and Restrictions, Oceans West Planned Unit Development, and Notice of Provisions of Oceans West Homeowners Association, Inc., (herein referred to as "Declaration of Covenants and Restrictions") and as to property which may be purchased or leased by the corporation and such acts and duties shall include, but are not limited to the following:

(1). To establish and collect assessments from the members directly, or through the various condominium or other associations of living unit owners operating condominiums or property subject to the lien rights of the Oceans West Homeowners Association, Inc., for the purposes of operating, maintaining, repairing, improving and administering said property including mortgage payments on property purchased by the corporation and rental payments on property leased by the corporation, and each member's interest in that property and to collect and enforce liens for assessments and all other liens, by suit if necessary.

(2). To provide from the proceeds of the assessments and any other income for the operations, administration, maintenance, repair, improvements, replacements, rental, taxes, mortgage payments, of the golf course and other recreational amenities and other facilities constructed in the common areas, and property owned or leased by the corporation, if any. To provide insurance and utilities for said property, as authorized or directed by the board of directors.

EXHIBIT B

to

Restatement of and Fourth Amendment to

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B. To carry out the obligations and duties required of the corporation and to accept the benefits and privileges conferred upon it by the Declaration.

C. To accomplish the foregoing purposes, the corporation shall have all corporate powers permitted under Florida law.

Section 2. No part of the income of this corporation shall be distributed to its members, directors or officers.

Section 3. The corporation shall have a lien on all living units located on property subject to the lien rights of the Association to guarantee the payment of all charges and the performance of all covenants under the terms and conditions of these Articles of Incorporation, the By-Laws and the Declaration provided, however, that said lien shall be subordinate and inferior to any recorded institutional first mortgage.

ARTICLE III [Amended]

Qualification of Members and Manner of Their Admission

Section 1. All persons owning a vested present interest evidenced by the recordation of a proper instrument in the public records of Volusia County, Florida, in the fee title to any one of the 990 authorized living units located on property subject to the lien rights of the Association shall automatically become members upon acquisition of the ownership interest and their membership shall automatically terminate when they no longer own such interest, subject to the provisions of section 4 of this article.

Section 2. Owners of each of the 990 authorized living units shall collectively be entitled to one (1) vote for each such unit owned and shall by certificate in writing signed by all of the owners of that unit and filed with the Secretary of this corporation designate one (1) individual to cast such vote. The developer shall have one (1) vote for each of the 990 authorized living units which have not been titled out to owners other than developer whether the units be built or not.

Section 3. There shall never be more than 990 voting members at any one time and each may cast one vote, except that any unit owned by this corporation shall not be entitled to a vote.

Section 4. Until such time as 80% of the 990 authorized living units, that is a total of 792 living units, have been sold and titled out to unit owners other than the developer or at an earlier time at the election of the developer if so provided in the by-Laws, the subscribers to these Articles of Incorporation shall constitute all of the members of the corporation. Upon the resignation, death or disqualification of one or more of said members a successor or successors shall be appointed by the remaining member or members. At such time as 80% of the 990 living units have been sold and titled out to unit owners other than the developer or at an earlier time at the election of the developer the subscribers may resign and shall no longer be members unless they qualify by becoming a living unit owner as herein provided.

ARTICLE IV

Duration

Section 1. This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

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ARTICLE V

Names and Residences of Subscribers

Section 1. The names and residences of the subscribers are as follows:

<u>Name</u>	<u>Address</u>
R. Don Henderson	1570 Poplar Drive Ormond Beach, Florida 32074
Edward R. Clark	4 Tenny Drive Daytona Beach, Florida 32018
Pamela C. Huggins	410 Arbor Grande Dr., Apt Q-8 South Daytona, Florida 32019

ARTICLE VI [Amended]

Management and Time of Election

Section 1. The affairs and property of this corporation shall be managed and governed by a Board of Directors composed of a minimum of three (3) and not more than fifteen (15) members. The number of Directors shall be increased from three (3) to fifteen (15) as provided in Article IV, Section 1 of the By-Laws.

Section 2. Directors shall be elected by the voting members and appointed by the developer in accordance with the By-Laws at the regular annual meeting of the membership of the corporation to be held as set forth in the By-Laws.

Section 3. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board of Directors as set forth in the By-Laws to be held within ten days following the annual meeting of the membership. The Board of Directors shall elect from among the members a President, Vice President, Secretary and Treasurer and such other officers and agents as it shall deem desirable.

ARTICLE VII [Omitted]

Names of Officers

ARTICLE VIII [Omitted]

Board of Directors

ARTICLE IX

By-Laws

Section 1. The initial By-Laws of this corporation may be adopted by the subscribers hereto or their successors and may be altered, amended or rescinded by recording such modification in the public records of Volusia County, Florida, signed by all of the subscribers to these Articles of Incorporation or their successors as provided in Article III, Section 4, and if said subscribers shall no longer be qualified as members, then by the vote of a majority of the owners of living units, including the developer, as described in Article III, Section 2 of these Articles at any annual meeting or at a special meeting called for that purpose and such alteration, amendment or rescission has been approved in writing by all owners and holders of all mortgages or liens on any units.

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ARTICLE X

Amendment of Articles of Incorporation

Section 1. All of the subscribers to these Articles of Incorporation or their successors as provided in Article III, Section 4, as all of the members of the corporation, may amend the Articles of Incorporation provided that at such time as said subscribers no longer qualify as members, then by the vote of a majority of the owners of living units, including the developer, as defined in Article III, Section 2 of these Articles at any annual meeting or at a special meeting called for that purpose and such amendment has been approved in writing by all owners and holders of all mortgages or liens on any units.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Amended and Restated Articles of Incorporation this 18th day of December 1985.

/s/ R. Don Henderson
President

/s/ Pamela C. Ruggins
Secretary

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to administer oaths and take acknowledgments, personally appeared R. Don Henderson and Pamela C. Ruggins, to me known to be the persons described in and who executed the foregoing Amendment and Restatement of Articles of Incorporation and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid, this 18th day of December, 1985.

/s/ Glenn R. Padgett
Notary Public, State of Florida at Large.
My commission expires:

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AMENDED AND RESTATED

BY-LAWS

OF

OCEANS WEST HOMEOWNERS ASSOCIATION, INC.

(A Corporation Not For Profit
under the laws of the State of Florida)

ARTICLE I

Section 1. - Identity. These are the By-Laws of Oceans West Homeowners Association, Inc., called Association in these By-Laws, a corporation not for profit under the laws of the State of Florida. The Articles of Incorporation of the Association were filed in the office of the Secretary of State, State of Florida. The Association has been organized for the purpose of administering a homeowners association which is identified by the name Ocean West Homeowners Association whose mailing address is 2990 South Atlantic Avenue, Daytona Beach Shores, Florida, upon lands in Volusia County, Florida described on Exhibit A attached hereto. There may be units outside the confines of the property described in Exhibit A subject to the lien rights of the Association and granted the right to use the common areas of the Planned Unit Development.

Section 2. The office of the Association shall be 2990 South Atlantic Avenue, Daytona Beach Shores, Florida, or at such other address as may from time to time be designated by the Board of Directors.

Section 3. The fiscal year of the Association shall be the calendar year.

Section 4. The seal of the corporation shall bear the name of the corporation, the word "Florida", the words "Corporation not for profit" and the year of incorporation, an impression of which is as follows:

(impression of seal)

ARTICLE II

Membership, Voting, Majority of Owners, Quorum, Proxies

Section 1. - Membership. The owners of each Unit, subject to the lien rights of the Association and granted the right to use the common areas, whether inside or outside of the boundaries of the property on Schedule A, shall automatically be members of the Association as provided in the Declaration.

EXHIBIT C

to

Restatement of and Fourth Amendment to
Declaration of Covenants and Restrictions
of Oceans West Planned Unit Development

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Section 2. - Voting. Voting shall be based on unit ownership as provided for in the Articles of Incorporation and Declaration and each member shall be entitled to one vote, except that where a unit is owned by the Association no vote shall be allowed for such unit. There shall be a total of 990 votes. The Developer shall be entitled to cast the vote for each unit whether constructed or not which has not been sold and titled out to a buyer. If a unit is owned by one person, his right to vote shall be established by the record title to his unit. If a unit is owned by more than one person, or is under lease, the person entitled to cast the vote for the unit shall be designated by a certificate signed by all of the record owners of the unit and filed with the Secretary of the Association. If a unit is owned by a corporation, the person entitled to cast the vote for the unit shall be designated by a certificate signed by the President or Vice President and attested by the Secretary or Assistant Secretary of the corporation and filed with the Secretary of the Association. Such certificates shall be valid until revoked or, until superseded by a subsequent certificate or until a change in the ownership of the unit concerned. A certificate designating the person entitled to cast the vote of a unit may be revoked by any owner of a unit. If such a certificate is not on file, the vote of such owners shall not be considered in determining the requirement for a quorum nor for any other purpose.

Section 3. - Majority of Owners. As used in these By-Laws, the term "Majority of Owners", shall mean those owners including Developer holding a majority of the votes in accordance with the votes as assigned in the Articles of Incorporation and Declaration.

Section 4. - Quorum. Except as otherwise provided in these By-Laws, the presence in person or by proxy of a "Majority of Owners" as defined in Section 3 of this Article shall constitute a quorum.

Section 5. - Proxies. Votes may be cast in person or by proxy. A proxy may be made by any person entitled to vote and shall be valid only for the particular meeting designated in the proxy. A proxy must be filed with the Secretary before the appointed time of the meeting, or before the time to which the meeting is adjourned.

ARTICLE III

Administration

Section 1. - Association Responsibilities. The owners of the units, and the Developer being all of the members of this non-profit corporation, will constitute the Association of Owners (hereinafter referred to as "Association") who will have the responsibility of administering the development, approving the annual budget, establishing and collecting monthly assessments and arranging for the management of the project.

Section 2. - Place of Meetings. Meetings of the Association shall be held

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such suitable place convenient to the owners as may be designated by the Board of Directors.

Section 3. - Annual Meeting. The annual members meeting of the Association shall be held at 8:00 o'clock P.M. on the first Tuesday in November in each year, for the purpose of electing directors and transacting any other business authorized to be transacted by the members. Unit owners meet at least once in each calendar year and such meeting shall be the annual meeting.

Section 4. - Special Meetings. It shall be the duty of the President to call a special meeting of the owners as directed by resolution of the Board of Directors or upon a petition signed by twenty-five (25%) percent of the owners and having been presented to the Secretary. The notice of any special meeting shall state the time and place of such meeting and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice unless by consent of four-fifths of the votes present, either in person or by proxy.

Section 5. - Notice of Meetings. It shall be the duty of the Secretary to mail to each unit owner and to post at a conspicuous place on the common property a notice of each annual or special meeting, stating the purpose thereof as well as the time and place where it is to be held, at least fourteen (14) days prior to such meeting. The post office certificate of mailing shall be retained as proof of such mailing. Unit owners may waive notice of meetings in writing prior to, at or after said meeting, which waiver shall be filed as part of the minutes of the meeting.

Section 6. - Adjourned Meetings. If any meeting of owners cannot be organized because a quorum has not attended, the owners who are present, either by proxy or in person, may adjourn the meeting to a time not more than seventy-two (72) hours from the time the original meeting was called.

Section 7. - Order of Business. At annual members' meetings and as far as practical at other members' meetings, the order of business shall be:

- a. Election of chairman of meeting
- b. Calling of the roll and certifying of proxies
- c. Proof of notice of meeting or waiver of notice
- d. Reading and disposal of any unapproved minutes
- e. Reports of officers
- f. Reports of committees
- g. Election of directors
- h. Unfinished business
- i. New business
- j. Adjournment.

Section 8. - Parliamentary Rules. Roberts Rules of Order (latest edition) shall govern the conduct of Association and Board of Directors meetings when

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not in conflict with the Declaration, Articles of Incorporation or these By-Laws.

Section 9. - Indemnification of Directors and Officers. The Association shall indemnify any and all persons who may serve or who have served at any time as Directors or officers, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlements (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them, or any of them, by reason of having been Directors or officers, or a Director or officer of the Association, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance, or malfeasance, in the performance of his duties. Such indemnification shall be in addition to any rights to which those indemnified may be entitled under any law, by-law, agreement, vote of members, or otherwise.

ARTICLE IV

Board of Directors

Section 1. - Number and Qualifications. The initial Board of Directors consists of three (3) persons however, within four (4) months after 743 living units, that is seventy-five (75) percent of the 990 units have been sold and titled out to unit owners other than Developer, or twelve (12) years after the first unit has been sold and closed to a unit owner other than Developer, which ever shall first occur, the number of directors shall be automatically increased to fifteen (15) all of whom, except those directors designated by the Developer in accordance with these By-Laws, must be owners of living units subject to the lien rights of the Association. The Association shall call a meeting of the unit owners giving not less than 30 days nor more than 40 days notice and at such time nine (9) directors, allocated as equally as possible among each condominium or subdivision which is controlled by unit owners other than the Developer on the basis of the number of living units in he condominium or subdivision, and the balance of the nine (9) nominated by petition as hereinafter provided, shall be elected by unit owners as hereinafter provided and six (6) directors shall be appointed by Developer. Candidates for director shall be nominated by the Board of Directors of the various condominium or subdivision association governing the development tracts. The Developer shall by notice in writing designate six (6) directors who need not be unit owners. Within four (4) months after 891 living units, that is ninety (90%) percent of the 990 living units have been sold and closed to unit owners other than Developer, the Association shall call a meeting of all unit owners and at such meeting the unit owners shall elect all fifteen (15) directors. As previously stated in these Bylaws the Developer may at an earlier date elect to have its six (6) directors resign and request a meeting of the unit owners to elect all fifteen (15) directors.

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Section 2. - Election. After 891 units have been sold and titled out the election of directors shall be conducted in the following manner:

- a. Election of directors shall be held at the annual members' meeting, except special elections as above provided.
- b. Candidates shall be nominated by the Board of Directors of each condominium as set forth above and three (3) candidates shall be nominated at large by petition signed by the person authorized to cast the vote for 25 units. Additional nominations may be made from the floor.
- c. The election shall be by ballot (unless dispensed by unanimous consent) and by a plurality of the votes cast, each person voting being entitled to cast his votes for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting.
- d. Except as to vacancies provided by removal of directors by members, vacancies in the Board of Directors occurring between annual meetings of members shall be filled by the remaining directors.

Section 3. - Term. The term of each director's service shall extend until the next annual meeting of the members and subsequently until his successor is duly elected and qualified or until he is removed in the manner elsewhere provided.

Section 4. - Powers and Duties. The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not by law or by these By-Laws directed to be exercised and done by the owners.

Section 5. - Other Duties. In addition to the duties imposed by these By-Laws or by the resolutions of the Association, the Board of Directors shall be responsible for the following:

- a. Shall comply with all the terms and conditions of the Declaration.
- b. Care and upkeep of the common areas and facilities.
- c. Collection of monthly assessments from the owners. The Association may bill each condominium association monthly the total for all of its unit members.
- d. Employ, dismiss, and control the personnel necessary for the maintenance and operation of the project, the common areas and facilities.

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Section 6. - Vacancies. Vacancies in the Board of Directors caused by any reason other than the removal of a director by a vote of the owners as herein provided shall be filled by the vote of the majority of the remaining directors, the successor shall be an owner in the condominium or subdivision which nominated the one replaced, except directors elected at large, and each person so elected shall be a director until a successor is elected at the next annual meeting of the Association.

Section 7. - Removal of Directors. At the annual or any special meeting of the members duly called for that purpose; or by agreement in writing, any one or more of the Directors may be removed with or without cause by a majority vote of all unit owners attending such meeting and a successor may then and there be elected to fill the vacancy thus created. Any Director whose removal has been proposed shall be given an opportunity to be heard at the meeting. A meeting to remove a member or members of the Board of Directors may be called by ten (10%) percent of the unit owners giving notice of the meeting as required for a meeting of unit owners and such notice shall state the purpose of the meeting.

Section 8. - Organization Meeting. The first meeting of a newly elected Board of Directors shall be held within ten (10) days of election at such place as shall be fixed by the directors at the meeting at which such directors were elected, and no notice shall be necessary to the newly elected directors in order legally to constitute such meeting, providing a majority of the whole Board shall be present.

Section 9. - Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the directors, but at least four (4) such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each director, personally or by mail, telephone or telegraph, at least three (3) days prior to the time set for such meeting.

Section 10. - Special Meetings. Special meetings of the Board of Directors may be called by the President on three (3) days notice to each director, given personally or by mail, telephone or telegraph, which notice shall state the meeting time, place (as hereinabove provided) and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of at least three (3) directors.

Section 11. - Waiver of Notice. Before, at or after any meeting of the Board of Directors, any director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a director at any meeting of the Board shall be a waiver of notice by him of the time and place thereof. If all the directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

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Section 12. - Board of Directors' Quorum. At all meetings of the Board of Directors, a majority of the directors shall constitute a quorum for the transaction of business, and the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If, at any meeting of the Board of Directors, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

Section 13. - Notice of Board of Directors Meetings to Unit Owners. Notwithstanding any other provision of these By-Laws, all meetings of the Board of Directors shall be open to all unit owners and notices of meetings shall be posted at a conspicuous place on the condominium property forty-eight (48) hours in advance of the meeting for the attention of unit owners except in an emergency.

Section 14. - Fiduciary Relationship. The directors of the Association shall have a fiduciary relationship to the unit owners.

ARTICLE V

Officers

Section 1. - Designation. The principal officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, all of whom shall be elected by the Board of Directors and all of whom shall be members of the Board of Directors. The directors may appoint an assistant treasurer, and an assistant secretary, and such other officers as in their judgment may be necessary. The officers of the Association shall have a fiduciary relationship to the unit owners.

Section 2. - Election of Officers. The officers of the Association shall be elected annually by the Board of Directors of the organizational meeting of each new Board, and shall hold office at the pleasure of the Board.

Section 3. - Removal of Officers. Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such purpose.

Section 4. - President. The President shall be the chief executive officer of the Association. He shall preside at all meetings of the Association and of the Board of Directors. He shall have all of the general powers and duties which are usually vested in the office of the president of an association including, but not limited to, the power to appoint committees from among the owners, from time to time as he may, in his discretion, decide is appropriate to assist in the conduct of the affairs of the Association.

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Section 5. - Vice President. The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Directors shall appoint some other member of the Board to so do on an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Directors.

Section 6. - Secretary. The Secretary shall keep in a book in a businesslike manner the minutes of all meetings of the Board of Directors of and the minutes of all meetings of the Association all of which minutes shall be available for inspection by unit owners and Board members at all reasonable times; such minutes shall be retained for a period of not less than seven (7) years; he shall have charge of such books and papers as the Board of Directors may direct; and he shall, in general, perform all of the duties incident to the office of Secretary.

Section 7. - Treasurer. The Treasurer shall have responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association in accordance with good accounting practices which shall be open to unit owners or their authorized representatives at reasonable times and written summaries of which shall be supplied at least annually to unit owners or their authorized representatives. Such accounting records shall include a record of all receipts and expenditures, an account for each unit which shall designate the name and address of the unit owners, the amount of each assessment, the dates and amounts in which the assessments come due, the amounts paid upon the account and the balance due. He shall be responsible for the deposit of all monies and other valuable effects in the name, and to the credit, of the Association in such depositories as may from time to time be designated by the Board of Directors.

Section 8. - Fidelity Bonding. Officers or employees of the Association who control or disburse funds of the Association may at the discretion of the Board of Directors be covered by a fidelity bond in such amount as the Board of Directors may determine is adequate to safeguard the funds of the Association.

ARTICLE VI

Fiscal Management

The provisions for fiscal management of the Association set forth in the Declaration and Articles of Incorporation shall be supplemented by the following provisions:

Section 1. - Accounts. The receipts and expenditures of the Association shall be credited and charged to accounts under classification as shall be appropriate, all of which expenditures shall be common expenses.

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Section 2. - Budget. The Board of Directors shall adopt a budget for each calendar year. A copy of the proposed annual budget of common expenses shall be mailed to the unit owners not less than thirty (30) days prior to the meeting at which the budget will be considered. The unit owners shall be given written notice of the time and place at which the meeting of the Board of Directors to consider the budget shall be held, and such meeting shall be open to the unit owners.

Section 3. - Assessments. Assessments against the unit owners for their shares of the items of the budget shall be made for the calendar year annually in advance on or before December 10 preceding the year for which the assessments are made. Such assessment shall be payable in twelve (12) equal monthly installments on the 1st day of each month commencing on January 1 of the year for which the assessment is made. Such assessment may be billed to the condominium association for all units paying assessments in that condominium monthly, quarterly or annually. If an annual assessment is not made as required, an assessment shall be presumed to have been made in the amount of the last prior assessment and monthly installments on such assessment shall be due upon each installment payment date until changed by an amended assessment. In the event the annual assessment proves to be insufficient, the budget and assessments may be amended by the Board of Directors. Assessments shall be paid monthly, quarterly or annually and in amounts no less than are required to provide funds in advance for payment of all of the anticipated current operating expenses and for all of the unpaid operating expenses previously incurred. Any funds remaining at the end of the year or at the direction of the Board of Directors may be applied to reduce the assessment for the following year.

Section 4. - Acceleration of Assessment Installments Upon Default. If a unit owner shall be in default in the payment of an installment upon an assessment, the Board of Directors may accelerate the remaining installments of the assessment upon notice to the unit owner, and then the unpaid balance of the assessment shall come due upon the date stated in the notice, but not less than ten (10) days after delivery of the notice to the unit owner, or not less than twenty (20) days after the mailing of such notice to him by registered or certified mail, whichever shall first occur.

Section 5. - Assessments for Emergencies. Assessments for common expenses of emergencies that cannot be paid from the annual assessments for common expenses shall be made only after notice of the need for such is given to the unit owners. After such notice and upon approval in writing by persons entitled to cast more than one-half of the votes of the unit owners, the assessment shall become effective, and it shall be due after thirty (30) days' notice in such manner as the Board of Directors of the Association may require in the notice of assessment.

Section 6. - Additional Assessments. Additional assessments may be made, upon affirmative vote of a majority of the unit owners, to establish reserves for capital improvements. Such funds are to be earmarked for specific capital improvements and are to be considered as contributions of capital.

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Section 7. - Legal Action, Requirement to Notify Unit Owners. In any legal action in which the Association may be exposed to liability in excess of insurance coverage protecting it and the unit owners, the Association shall give notice of the exposure within a reasonable time to all unit owners who may be exposed to the liability and they shall have the right to intervene and defend. A copy of each insurance policy obtained by the Association shall be made available for inspection by unit owners at reasonable times.

ARTICLE VII

Obligations of the Owners

Section 1. - Assessments. Owners are obligated to pay the assessments imposed by this Association against their respective units to meet all project communal expenses, whether billed direct by this association or through the condominium, association and billed as part of its assessment.

Section 2. - Use of Common Areas and Facilities. An owner shall not place or cause to be placed in common areas and facilities, obstructions or objects of any kind.

Section 3. - Rules of Conduct. The Board of Directors of the Association may adopt Rules and Regulations governing the conduct of unit owners in accordance with the provisions of these By-Laws.

ARTICLE VIII

Rules and Regulations, Committees

Section 1. - Adoption. The Board of Directors of the Association shall have the power by a two-thirds vote of all of the members of the Board of Directors, to adopt Rules and Regulations for the operation of the golf course, for the use of Association property and governing the conduct of the unit owners.

Section 2. - Committees. The Board of Directors of the Association shall have the power, by a two-thirds vote of all of the members of the Board of Directors, to adopt rules and regulations establishing committees for the following purposes:

- a. Budget
- b. Golf course
- c. Parking and traffic control
- d. Such other purposes as the Board of Directors may establish

The Board of Directors may establish by resolution the purpose of each committee, outline its mission and its authority, and determine the number of members to serve on the committees and their qualifications and appoint the members of such committees who shall serve at the pleasure of the Board of Directors.

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ARTICLE IX

Enforcement

Section 1. - Review Committee. The committee whose duty it is to enforce the terms and provisions of the Declaration and the Articles of Incorporation of Oceans West Homeowners Association, Inc., these By-Laws and the Rules and Regulations adopted by the Board of Directors, is hereby created and established to be known as the Oceans West Homeowners Association Review Committee.

a. Composition. The Oceans West Homeowners Association Review Committee shall consist of five (5) members, all of whom shall be unit owners and at least one (1) of whom shall be a member of the Board of Directors of the Association. The members of the committee shall be appointed by the Board of Directors and shall serve for a term of one (1) year and thereafter until their successor is appointed. The committee shall elect from its own Chairman and its own Secretary who shall keep minutes of all proceedings of the committee.

b. Duty to Investigate. It shall be the duty of the committee to investigate any alleged violation of the terms and provisions of the Declaration, the Articles of Incorporation of Oceans West Homeowners Association, Inc., these By-Laws and the Rules and Regulations adopted by the Board of Directors of the Association. Alleged violations may be brought to the committee by a complaint in writing signed by a unit owner and referred to the committee by the Board of Directors, or the committee may act upon its own motion.

c. Written Complaint. An action under this Section may be initiated upon the filing of a written complaint by any member of the Association or by any officer or member of the Board of Directors with the Board. The complaint shall constitute a written statement of charges which shall set forth in ordinary and concise language the acts or omissions with which the respondent is charged, to the end that the respondent will be able to prepare his defense. The complaint shall specify the specific provisions of the Declaration, Articles of Incorporation, By-Laws or Rules and Regulations which the respondent is alleged to have violated, but shall not consist merely of charges phrased in the language of such provisions without supporting facts.

d. Service of Complaint. Upon the filing of the complaint, the Board shall serve a copy thereof on the respondent by any of the following means: (1) personal delivery or (2) by registered or certified mail, return receipt requested, and addressed to respondent, at the address appearing on the books of the Association. Service by mailing or posting shall be deemed delivered and effective two (2) days after such posting and mailing in a regular depository of the United States mail. The complaint shall be accompanied with a post card or other written form

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entitled "Notice of Defense" which, when signed by the respondent, or on behalf of respondent, will constitute a notice of defense hereunder. No order adversely affecting the rights of the respondent shall be made in any case, unless the respondent shall have been served as provided herein. The matter shall then be referred to the Review Committee for hearing.

e. Notice of Hearing. Along with service of complaint, the committee shall serve a Notice of Hearing, as provided herein, on all parties at least ten (10) days prior to the hearing. The notice to the respondent shall be substantially in the following form but may include other information:

*You are hereby notified that a hearing will be held before the Oceans West Homeowners Association Review Committee at, _____, on the _____ day of _____, 19____, at the hour of _____ upon the charges made in the complaint served upon you. You may be present at the hearing, may but need not be represented by counsel, may have a court reporter present at the hearing, may present any relevant evidence and you will be given full opportunity to cross-examine all witnesses testifying against you. You are entitled to compel the attendance of witnesses and the production of books, documents or other items by applying to the Board of Directors of the Association.

If any of the parties can, within twenty-four (24) hours, show good cause as to why they cannot attend the hearing on the set date and indicate times and dates on which they would be available the committee may reset the time and date of hearing and promptly deliver notice of the new hearing date.

f. Notice of Defense. Service of complaint and Notice of hearing shall be accompanied by a Notice of Defense.

The Notice of Defense shall state the respondent may:

- (1) Attend a hearing before the committee as hereinafter provided;
- (2) Object to a complaint upon the grounds that it does not state acts or omissions upon which the committee may proceed;
- (3) Object to the form of the complaint on the grounds that it is so indefinite or uncertain that the respondent cannot identify the violating behavior or

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prepare his defense; or

- (4) Admit to the complaint in whole or in part. In such event the committee shall meet to determine appropriate action or penalty, if any. Any objections to the form or substance of the complaint shall be considered by the committee within ten (10) days of their receipt. The committee shall make its determination and notify all parties within said ten (10) day period. If the complaint is insufficient, the complaining party shall have seven (7) days within which to amend the complaint to make it sufficient. The same procedure as set forth above shall be followed with respect to any amended or supplemental complaint. If it is determined by the committee that the complaint is still insufficient, then the matter shall be dismissed by the committee.

g. Cease and Desist Orders. The committee may, at its own discretion, issue a cease and desist order, along with the complaint statement to respondent and Notice of Defense, such cease and desist order to be substantially in the following form:

"The Oceans West Homeowners Association Review Committee has received the attached complaint."

"The committee hereby requests that you CEASE AND DESIST such acts or actions until such time, if any, as a ruling of the committee or court of law permits."

"Failure to comply with this request may result in penalty greater than that which would be imposed for a single violation."

h. Amended or Supplemental Complaints. At any time prior to the hearing date, the committee may file or permit the filing of an amended or supplemental complaint. All parties shall be notified thereof in the manner herein provided. If the amended or supplemental complaint presents new charges, the committee shall afford the respondent a reasonable opportunity to prepare his defense thereto.

i. Discovery. Upon written request to the other party, made prior to the hearing and within fifteen (15) days after service of the complaint by the committee or within ten (10) days after service of any amended or supplemental complaint, either party is entitled to (1) obtain the names and addresses of witnesses to the extent known to the other party, and (2) inspect and make a copy of any statements, writing and investigative reports relevant to the subject matter of the hearing. Nothing in this section, however, shall authorize the inspection or

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copying of any writing or thing which is privileged from disclosure by law or otherwise made confidential or protected as the attorney's work product. Any party claiming his request of discovery has not been complied with shall submit a petition to compel discovery with the committee. The committee shall make a determination and issue a written order setting forth the matters or parts thereof which the petitioner is entitled to discover.

j. Notarized Statements. At any time ten (10) or more days prior to a hearing or a continued hearing, any party shall mail or deliver to the opposing party a copy of any sworn statement which that party proposes to introduce in evidence, together with a notice as provided below. Unless the opposing party, within seven (7) days after such mailing or delivery, mails or delivers to the proponent a request to cross-examine the statements' author, his right to cross-examine such author is not afforded after request is made as herein provided; the statement may be introduced in evidence, but shall be given only the same effect as hearsay evidence.

k. Constraints on the Committee. It shall be incumbent upon each member of the committee to make a determination as to whether he is able to function in a disinterested and objective manner in consideration of the case before it. Any member incapable of such objective consideration of the case shall disclose such to the committee and remove himself from the proceedings and have it so recorded in the minutes.

In any event, the respondent may challenge any member of the committee for cause, where a fair and impartial hearing cannot be afforded, at any time prior to the taking of evidence and testimony at the hearing. In the event of such a challenge, the committee shall meet to determine the sufficiency of the challenge. If a majority of the committee sustains the challenge, the President shall appoint a member to replace the challenged member of the committee.

1. Hearing.

- (1) Whenever the committee has commenced to hear the matter and a member of the committee is forced to withdraw prior to a final determination, the remaining members shall continue to hear the case and the President shall replace the withdrawing member. Oral evidence shall be taken only on oath or affirmation administered by an officer of the Association.
- (2) Each party shall have these rights: to call and examine witnesses; to introduce exhibits; to cross-examine opposing witnesses; and to rebut the evidence against him. Even if the respondent does not testify on his own behalf, he may

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still be called and examined as if under ~~cross~~ cross-examination.

- (3) The hearing need not be conducted according to technical rules relating to evidence and witnesses. Generally, any relevant evidence shall be admitted if it is the sort of evidence on which responsible persons are accustomed to rely in the conduct of serious affairs, regardless of the existence of any common law or statutory rule which might make improper the admission of such evidence over objection in civil actions. Hearsay evidence may be used for the purpose of supplementing or explaining other evidence, but shall not be sufficient in itself to support a finding.
- (4) The chairman of the committee shall serve as hearing officer and preside over the hearing. At the beginning of the hearing, the hearing officer shall explain the rules and procedures by which the hearing is to be conducted. Generally, each principal is entitled to make an opening statement, starting with the complainant. Then each party is entitled to produce evidence, witnesses and testimony and to cross-examine the witnesses and opposing party. Then each party is entitled to make a closing statement. Any party may waive the rights to exercise any part of this process, and the committee is entitled to exercise its discretion as to the specific manner in which the hearing will be conducted, so long as the above rights are protected.
- (m) Authorized Action. At the conclusion of testimony, the committee shall deliberate the evidence. By a vote of its members, the committee shall determine whether the allegations as presented constitute a violation. If the committee concludes that a violation has taken place, it may have the following elections:
- (1) Reprimand.
 - (2) Levying a fine in such amount as may be reasonable under the circumstances.
 - (3) Authorize the initiation of appropriate action.
- (n) Fines as Common Expense. Fines levied by the committee pursuant to this Article IX shall be considered a common expense of the member, leviable by the committee against the unit and collectible in the same manner as any other common expense of the Association.
- (o) Appeals. In the event either party is aggrieved by the decision

or actions of the committee, procedural final, the aggrieved 5-45 party may appeal the decision or action within ten (10) days of the action to the Board of Directors who shall review the matter on the record and render a decision within thirty (30) days from the receipt of the record of the hearing.

ARTICLE X

Amendments

Section 1. - By-Laws. These By-Laws may be amended from time to time by resolution adopted at any regular or special meeting of the unit owners of the Association called in accordance with the By-Laws at which a quorum is present, such adoption to be by the affirmative vote of two-thirds of the total number of votes to which the unit owners present and voting shall be entitled, but not more than a majority of the total number of votes authorized. Such amendment shall be duly recorded.

ARTICLE XI

Compliance

Section 1. - Conflict with Declaration. In the event these By-Laws in any way conflict with the provisions of the Declaration, it is hereby agreed and accepted that the provisions of the Declaration will control.

The foregoing were adopted as the By-Laws of Oceans West Homeowners Association, Inc., at its membership meeting held the 1st day of June, 1981, amended June 17, 1983, and December 19, 1985, and restated to include all amendments.

This 23rd day of December, 1985

Pamela C. Higgins (SEAL)
Pamela C. Higgins, Secretary

CONSENT AND JOINDER OF MORTGAGEE

ANGLO IRISH BANK CORPORATION PLC with offices at Stephen Court, 18/21 St. Stephen's Green, Dublin, Ireland, mortgagee under that certain Construction Mortgage and Security Agreement dated February 12, 2004, and recorded at Official Records Book 5260, page 622, of Volusia County, Florida, hereby consents and joins in the foregoing Declaration of Condominium, Oceans Grand ("Declaration"), and subordinates its mortgage lien encumbering all or any part of the Property as described in the foregoing Declaration.

IN WITNESS WHEREOF, this Consent and Joinder is executed by the undersigned this 17th day of February, 2006.

ANGLO IRISH BANK CORPORATION PLC

Witnesses:

[Signature]

Printed Name: SHANE MOONE

[Signature]

Printed Name: Zac Deese-Laurent

STATE OF FLORIDA Massachusetts^{SC}
COUNTY OF VOLUSIA Suffolk^{SC}

By: [Signature]

Printed Name: RYAN DEBIN

Title: Vice President

The foregoing CONSENT AND JOINDER OF MORTGAGEE was acknowledged before me this 17th day of February, 2006, by RYAN DEBIN, Vice President of Anglo Irish Bank Corporation plc, who did not take an oath, and was personally known to me.

[Signature]
Notary Public of the State of ~~Florida~~ Massachusetts^{SC}
Stephen T. Smith
February 16, 2007

