

BY-LAWS

OF

SAGA BAY SECTION TWO PROPERTY  
OWNERS ASSOCIATION, INC.,  
A Corporation Not for Profit under the  
Laws of the State of Florida

ARTICLE IDEFINITIONS

Section 1. "Association" shall mean and refer to the Saga Bay Section Two Property Owners Association, Inc., a non-profit corporation organized and existing under the laws of the State of Florida.

Section 2. The "Properties" shall mean and refer to:

All of the lots and tracts of SAGA BAY SECTION TWO, according to the plat thereof, recorded in Plat Book 95, Page 40, of the Public Records of Dade County, Florida, excepting and excluding Tract A thereof.

Section 3. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation or repayment of an indebtedness.

Section 4. "Member" shall mean and refer to all those owners who are members of the Association as provided in Article Three of the Articles of Incorporation of the Association.

ARTICLE IILOCATION

Section 1. The principal office of the Association shall be located at the residence address or business address, in Dade County, Florida, of the then President of the Association.

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REC 9232 at 279

ARTICLE III

MEMBERSHIP

Section 1. Membership of the Association is as set forth in Article Three of the Articles of Incorporation of the Association.

Section 2. The rights of membership are subject to the payment of annual and special assessments levied by the Association, the obligation of which assessment is imposed against each Owner of, and becomes a lien upon, the Properties against which such assessments are made as provided by Article VI of the Amended and Restated Declarations of Restrictions and Protective Covenants to which the Properties are subject; which as to SAGA BAY, SECTION TWO, are recorded in Official Records Book 9067 at Page 1507.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. The Board of Directors named in the Articles of Incorporation of the Association shall continue in office, and shall have the power to elect additional and successor directors, until the first annual Membership meeting is called by resolution of said Board.

Section 2. There shall be not less than three (3) nor more than nine (9) directors of the Association.

Section 3. The directors of the Association shall be elected at the annual meeting of the members as specified in the Articles of Incorporation. The election shall be decided by plurality vote. Directors must be either Members of the Association or employees or officers of Saga Development Corporation, a Florida corporation, its successors or assigns.

Section 4. Any director may be removed from office at any time with or without cause by the affirmative majority vote of the Association membership.

Section 5. The first meeting of the duly elected Board of Directors, for the purpose of organization, shall be held immediately after the annual meeting of members, provided the majority of the members of the Board elected be present. Any action taken at such

8232 # 280

meeting shall be by a majority of the whole Board. If the majority of the members of the Board elected shall not be present at that time, or if the directors shall fail to elect officers, the meeting of the Board to elect officers shall then be held within thirty days after the annual meeting of members, upon three days' notice in writing to each member of the Board elected, stating the time, place and object of such meeting.

Section 6. Regular meetings of the Board of Directors may be held any place or places within Dade County, Florida, on such days and at such hours as the Board of Directors may, by resolution, appoint.

Section 7. No notice shall be required to be given of any regular meeting of the Board of Directors.

Section 8. Special meetings of the Board of Directors may be called at any time by the President, the Vice-President, or by any two members of the Board and may be held any place or places within or without the State of Florida and at any time.

Section 9. Notice of each special meeting of the Board of Directors, stating the time, place and purpose or purposes thereof, shall be given by or on behalf of the President or by or on behalf of the Secretary or by or on behalf of any two members of the Board to each member of the Board not less than three days by mail or one day by telephone or telegraph. Special meetings of the Board may also be held at any place and time without notice by unanimous waiver of notice by all the directors.

Section 10 At any meeting of the Board of Directors, a quorum shall consist of three directors.

#### ARTICLE V

#### OFFICERS

Section 1 The Board of Directors shall elect by majority vote a President, a Vice-President, a Secretary and Treasurer, and such other officers as the Board of Directors may from time to time create by resolution, for one year terms. Any officer may be removed at any time by the affirmative vote of a majority of the Board of Directors at any duly called regular or special meeting of the Board. Any individual may be elected to more than one office,

OFF REC 8232 PG 281

except the same individual shall not hold the offices of President and Secretary. The President and Vice-President shall be directors. Other officers need not be directors or Members of the Association.

Section 2. The President shall be the chief executive officer of the Association. The President shall preside at all meetings of the members of the Association and of the Board of Directors. He shall have the general powers and duties of supervision and management of the Association which usually pertain to his office, and shall perform all such duties as are properly required of him by the Board of Directors. The Vice-President shall have such powers and perform such duties as usually pertain to such offices or as are properly required of him by the Board of Directors. In the absence or disability of the President, the Vice-President shall have such perform the duties and exercise the powers of the President. The Secretary shall issue notices of all meetings of the membership of the Association and the directors where notices of such meetings are required by law or in these By-Laws. He shall keep the minutes of the meeting of the membership and of the Board of Directors.

Section 3. The Treasurer shall have the care and custody of all the monies and securities of the Association. He shall enter on the books of the Association, to be kept by him for that purpose, full and accurate accounts of all monies received by him and paid by him on account of the Association. He shall sign such instruments as require his signature. He shall perform all such duties as usually pertain to his office or as are properly required of him by the Board of Directors.

Section 4. Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting.

#### ARTICLE VI

##### MEETINGS OF MEMBERS

Section 1. THE regular annual meeting of the members shall be held each year beginning on the date adopted pursuant to Article IV, Section 1, hereof, at such time and place as shall be determined by the Board of Directors.

9232 282

Section 2. Special meetings of the members for any purpose may be called at any time by the President, the Vice-President, or by any two or more members of the Board of Directors, or upon written request of the Members who have a right to vote one-fourth of all the votes of the entire membership, or who have a right to vote one-fourth of the votes of the Class A membership.

Section 3. Notice may be given to the Member either personally or by sending a copy of the notice through the mail, postage thereon fully prepaid, to his address appearing on the records of the Association, or otherwise known to the Association. Each member may register his address with the Secretary, and thereafter notices of meetings shall be mailed to him at such address. Notice of any meeting, regular or special, shall be mailed at least six days in advance of the meeting and shall set forth the general nature of the business to be transacted, provided however that if any business of any meeting shall involve any action governed by the Articles of Incorporation or by the Amended and Restated Declarations of Covenants and Restrictions, referred to in Article III, Section 2, hereof, applicable to the Properties, notice of such meeting shall be given or sent as therein provided.

Section 4. The presence at the meeting of members entitled to cast ten votes shall constitute a quorum for any action governed by these By-Laws.

#### ARTICLE VII

##### ENVIRONMENTAL CONTROL BOARD

Section 1. The Board of Directors shall appoint an Environmental Control Board for the purpose of assisting the Association in the enforcement of the Amended and Restated Declarations of Restrictions and Protective Covenants referred to in Article III, Section 2, hereof.

Section 2. The Environmental Control Board shall consist of not less than three (3) persons, who need not be Members of the Association.

Section 3. The names of the persons who are to compose the Environmental Control Board until the first annual meeting of the

REC 9232 # 283

Board of Directors and thereafter until successors are appointed are:

L.E. CASTETTER  
COLIN F. LUMB  
EUGENE N. SUTTIM

ARTICLE VIII

BOOKS AND PAPERS

Section 1. The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to the inspection of any member of the Association.

ARTICLE IX


AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting: 1) of the members, by a vote of a majority of members present in person or by proxy, or 2) of the Board of Directors, provided that the notice to the directors of the meeting disclosed the information that the amendment of the By-Laws was to be considered; provided, however, as to amendments of these By-Laws by either method, the provisions which are governed by the Articles of Incorporation of this Association may not be amended except as provided in the Articles of Incorporation or applicable law; and provided further that any matters stated herein to be or which are in fact governed by the Amended and Restated Declaration of Covenants and Restrictions referred to herein may not be amended except as provided in such Declaration.

Section 2. In case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Amended and Restated Declaration of Covenants and Restrictions referred to in Article III, Section 2, and these By-Laws, the Amended and Restated Declaration of Covenants and Restrictions shall control.


-7-  
RE 9232 NO 284

WE HEREBY CERTIFY that the foregoing By-Laws of SAGA BAY  
SECTION TWO PROPERTY OWNERS ASSOCIATION, INC., a corporation not  
for profit under the law of the State of Florida, were duly  
adopted by the Board of Directors of said Association in a meeting  
held for such purposes on the 29<sup>th</sup> day of January, 1976.

  
L.E. CASTETTER, President

  
LINDA W. PETERSEN, Secretary

This Document prepared by Mr. Colin F. Lumb, Treasurer  
of Saga Development Corporation, 20100 S.W. 85th Avenue  
Miami, Florida 33189.



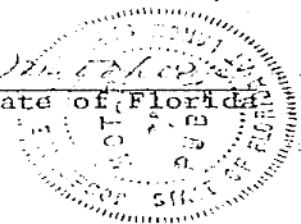
REC 9232 PG 285

STATE OF FLORIDA )  
COUNTY OF DADE ) SS.:

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, L.E. CASTETTER and LINDA W. PETERSEN, to me well known and known to me to be the subscribers described in and who executed the foregoing By-Laws, and they each acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 20th day of January, 1976.

*Joseph H. Hatcher*  
Notary Public, State of Florida  
at Large



My Commission Expires \_\_\_\_\_

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES AUGUST 17, 1977  
BONDED THRU GENERAL INS. UNDERWRITERS

RECORDED IN OFFICIAL RECORDS BOOK  
OF DADE COUNTY, FLORIDA.  
RECORD VERIFIED  
**RICHARD P. BRINKER,**  
CLERK CIRCUIT COURT