

1991

CHATEAUX DE BARDMOOR

CONDOMINIUM OWNERS

ASSOCIATION INC.

Rules & Regulations

Bylaws

Articles of Incorporation

GENERAL RULES
FOR
CHATEAUX DE BARDMOOR CONDOMINIUM OWNERS ASSOCIATION, INC (COA)
Approved March 12, 1991

Condominium living customarily demands that individual lifestyle preferences of owners or tenants can be pursued or conducted only as long as they do not conflict with the lifestyles of other occupants in the same association. A high degree of cooperation is required in order to ensure the safety, comfort and privacy of occupants. Accordingly, the Board of Directors has set the following rules to govern the use of the common elements. If any rule is in conflict with the Declaration of Condominium or By-Laws the latter will prevail as they relate to Condominiums #1, 2, 3, 7, 8, 9 and 10, collectively referred to as the Condos.

A. Maintenance:

1. Other than nominal amounts pre-approved by the Board to be used at the discretion of each condominium representative on the Board, only the Board of COA may enter into contracts (and approve contracts) for the maintenance of common elements. Moreover, the maintenance contractors are hired to perform specific services, and will not respond to special requests by unit owners. Such requests must be directed to the Board in writing.
2. All repairs that may in any way alter the appearance of common elements, (as well as repairmen) must be approved beforehand by the Board.
3. All trees, shrubs, fences, roads, flowers, hedges, bushes and grass areas are considered common elements. Beyond contract maintenance, any unit owner wishing to alter in any material way the appearance of these common elements must submit a written request for Board approval, subject to all expenses being paid by the unit owner, except where such change is for the benefit of all owners in the Association.
4. No exterior wall, roof, driveway, patio or limited common element may be altered, painted or otherwise changed without a written request to, and approval of, the Board.
5. All work to be paid for by the unit owner will be done weekdays (except holidays) between 8:00 a.m. and 5:00 p.m., except in emergency.
6. In the event of an emergency, unit owners may deal directly with the maintenance contractor or other party, as provided below:
 - (a) Break in water pipe outside building or break in sprinkler system: weekday hours (8:00--4:30); 392-5750 nights, weekends, holidays: (1) 585-5993 (2) 393-3019

(b) Roof problem:

1. Warranty work or needed repair (non-emergency), call your Board representative (see attached list) during convenient hours.
2. Major leak or break at night or weekends, call company that installed roof. Your Board representative should have the name and number. Remember that most roof repair situations are not emergencies. Also, be reminded that roofs over limited common elements (unit additions) are the responsibility of the unit owner, not the Association.

(c) Interior plumbing: This is the responsibility of the unit owner. Work should be performed by licensed plumbers.

B. PETS: Pets can be a great source of comfort, and often make good companions for the owner. However, the Board recognizes that our common elements are not conducive to keeping pets, especially dogs and cats. Pets are already prohibited on the common elements, and our Association has no areas for dog "walking". Accordingly:

Feeding of pets, or stray animals, on the common elements is prohibited, since food attracts undesirable vermin. Please be reminded that you may not walk your dogs or allow cats or dogs to roam on common elements, including the recreation facility. The nearest public area for dog walking is the median on Bardmoor Boulevard, with the use of a "pooper scooper", as required by County ordinance.

C. ROADS AND PARKING: All roads in our Association's area are private, with easements that provide us with vehicular ingress, egress, or access to and from the public highway. Nothing in our documents suggests that these roads (Annwood, Brentwood, Candlewood, Ayrshire, Berkshire, Camshire) were designed for any purpose other than for such use by the Chateaux de Bardmoor villas, thus precluding unrestricted use by outside residents. Indeed, the roads are an integral part of our common elements (our front yard), and guidelines for their use should be designed to accommodate the safety, comfort and privacy of unit owners bordering those roads. While there are continuing efforts to prevent non-member condo associations from using our roads, including appropriate signs and policing, there is much we, as villa owners, can do to make the roads we own and maintain safe, make them last longer, and keep them passable and attractive.

1. In order to minimize traffic, owners are asked to use the exit/entrance closest to their units when accessing Bardmoor Boulevard or returning to their units from the Boulevard.
2. There will be no overnight parking on any of

the roads. Unit occupants should utilize unit garages, driveways or guest spaces for parking, day or night.

3. No recreational vehicles or commercial vehicles are permitted to park any time, day or night, on common elements, roads, driveways or in garages, except short-term parking by moving vans, maintenance or repairmen's vehicles. Recreational vehicles may use the recreation hall parking lot (east or west pads only) but not for more than one week, since the recreation hall parking area is for members and guests while using the facility, not for overnight or long-term parking for unit owners or renters, or house guests. No boats, trailers or inoperative vehicles may be parked at any time in garages, driveways, on roads or other common elements. Except as otherwise noted, parking on the common elements and in unit garages is limited to passenger cars, station wagons, golf carts and mini-vans.
4. There will be no skateboarding or roller-skating, push scooters or tricycles permitted on the roads. Playing games on the roads is prohibited.
5. The speed limit of 20 miles per hour will be posted and enforced.
6. Unit occupants who use the roads for walking or bicycling are asked to do so at hours and in ways that do not jeopardize others' rights to quiet occupancy, safety and privacy. In other words, apply the "Golden Rule" in the use of common elements.
7. Each unit owner has a duty to remind those who are not members of our umbrella Association that they have no special rights regarding the use of our roads or other common elements, particularly since we pay for repairs and replacement, and they do not.

D. BUILDINGS (Individual Units) AND MISCELLANEOUS:

1. Any sale, lease or transfer of ownership of a unit requires Board approval, and as further provided for in the Declaration of Condominium.
2. A unit may be used only as a personal residence, not for commercial purposes. Noise creating machinery in the pursuit of a hobby should be limited to week days from 9:00 a.m. to 5:00 p.m., Monday through Friday.
3. The purchase of a unit by a corporation will not be permitted, except as allowed in the Declaration.
4. Owners will allow the Board or agents and

- employees of the Association, at reasonable times, to enter any unit for purposes of inspection, maintenance, repair or replacement of improvements within the unit or in case of emergency, or to determine compliance with rules of use set by the Board.
5. Unit owners may be required to provide the Board with a key to the unit for use in emergencies or for purposes cited in #4 above.
 6. Unit owners will display no sign, banner, emblems, advertisement or notice of any type on the common elements, or in the unit that is visible from outside the unit, including For Sale, Lease or similar signs, except as approved by the Board. Open house signs may be displayed for 4 hours. The Board reserves the right to establish guidelines for, and to approve, the size and placement of nameplates.
 7. One portable, removable American Flag may be displayed in a respectful way on a flag pole which may be affixed to the garage support column 5 feet from the ground, using a standard flag mounting angle fixture. Owners with existing non-conforming poles may keep them as is. The flag will measure not more than 3ft. X 5 ft.
 8. No clothing or laundry may be displayed on the common elements.
 9. No exterior antennas or aerials may be erected without Board approval.
 10. No gas appliances may be used inside or outside the units, except as provided in the Declaration of Condominiums.
 11. The COA condominiums have elected "over 55" status; thus, at least one occupant of each unit must be 55 years of age or over. No person under the age of 18 years may permanently reside in a unit. "Permanently" is defined as more than 30 days in any 12 month period.
 12. All garbage must be placed in tied plastic containers (bags) or other acceptable sealed containers and put out only on scheduled pick-up days. Recycling materials will be handled as directed from time to time.
 13. Owners and tenants will be responsible for any damage to the common elements caused by them, their guests or invitees.
 14. No owner will mortgage a unit without Board permission, except to a bank, federal savings and loan, life insurance company, credit union, or other mortgagee designated in the Declaration.
 15. No owner or tenant will permit anything to be done or kept in a unit which may adversely affect

- insurance rates for the unit or common elements, or which will obstruct or interfere with the rights of others, or to create unreasonable noise, commit or allow any nuisance, immoral or illegal act in a unit or on the common elements. Each unit shall also be maintained in a clean and sanitary manner.
16. No repairs may be made within a unit that in any way would affect the common elements unless repairs and repairmen are approved by the Board. Electrical and plumbing work in the units will be done by licensed plumbers and electricians.
 17. No garage sales are permitted.
 18. There shall be no solicitation in, or on, the roads of the common areas at any time.

It is believed that these rules governing common elements, individual units, roads and recreation areas are consistent with law, the Declarations of Condominium and the By-Laws (documents). Any conflicts in interpretation will be decided in a manner consistent with the documents. It is further understood that rules may change or rules may be added, or deleted from time to time by the Board. Owner input is encouraged. But, most important is the need to comply with the rules in order to enhance our property values and to improve the quality of life for our residents.

BOARD OF DIRECTORS

- ✓ President W.E. Townsend Chateaux De Bardmoor #8 397-1035
- V. President Ray Sabatella Chateaux De Bardmoor #2 397-5356
- Secretary Excel Queen Chateaux De Bardmoor #1 393-2217
347-3161(O)
- Director Lewis Larson Chateaux De Bardmoor #7 397-4608
- Director William Stubbs Chateaux De Bardmoor #3 393-7977
- Director David Potters Chateaux De Bardmoor #10 397-7725
- Director Jim Kennedy Chateaux De Bardmoor #9 398-5469

CHATEAUX DE BARDMOOR CONDOMINIUM OWNERS ASSOCIATION, INC.

RECREATION FACILITY RULES AND REGULATIONS

Approved March 12, 1991

It is essential to have reasonable rules governing the use of the recreation building and adjoining pool to ensure proper use and maintenance for the benefit of the members. Because the members of COA have elected "over 55" status under the Fair Housing Act of 1988, it is the policy of the COA to keep the facility readily accessible to the handicapped and our Senior Citizens; and programs sponsored by the COA, its activities committee or members, will be designed with the needs of Senior Citizens in mind. Such programs will be given priority consideration in terms of building use.

DEFINITIONS:

CHATEAUX DE BARDMOOR CONDOMINIUM OWNERS ASSOCIATION, INC. (COA) is the successor corporation to Chateaux de Bardmoor Condominium Associations #1,2,3,7,8,9 and 10 (the Condos) and the COA Board has the authority to establish rules governing use of the recreation center and pool.

MEMBERS are owners and authorized renters in the Condos and in Chateaux de Bardmoor #6 (#6). #6 is not a member of COA.

GUESTS are defined as house guests of owners or authorized renters residing in the Condos and #6, and as may be further defined by the COA from time to time.

NON-MEMBERS are those who may rent the recreation building, subject to approved use and payment of a rental fee established by the COA.

POOL RULES :

1. Only members, board approved groups, and invited guests may use the pool area.
2. The pool shall be open seven days a week, from 6 a.m. to 11 p.m.
3. Keys to access the pool area (one key per member unit) are available through the key custodian. A key deposit will be required, subject to refund upon return of the key. Keys may not be duplicated or loaned. (Refer to rules on key usage)
4. Access to the pool area may require appropriate identification--the form of which will be established from time to time by the COA.
5. No running, jumping, diving, loitering, littering, cooking, or unnecessary noise is permitted in the pool area. No loud playing of radios, TV or other similar devices is permitted.
6. No pets of any kind are permitted in the pool area.
7. Non-toilet-trained children may not use the pool, and all children under 15 years of age must be

- accompanied by an adult member at all times.
8. There will be no glass containers or food consumption allowed in the pool area.
 9. Users must shower before entering pool, removing sun tan or similar lotions.
 10. No objects (balls, floats, etc.) are permitted in the pool, only arm or waist floatation devices, or floats for handicapped persons.
 11. No furniture may be removed from the pool area.

RECREATION BUILDING RULES:

1. Permitted use of the Recreation Building (Building) will be established by the COA Board of Directors (Board), based upon the availability, on a first-come, first-serve basis. Permitted use may change from time to time.
2. The Building (Main hall and rooms) will be used primarily for COA approved functions.
3. The COA, Condos and #6 may use the building without charge for annual or special meetings of members and Board meetings.
4. Use of the Building for any functions organized by the COA, by the Building Activities Committee or a member shall be free of charge, as long as no participant fee is charged (other than a nominal fee to cover out-of-pocket expenses), and where at least 80% of the participants are members. However, a cleaning deposit may be required. Any presently scheduled member non-fee user will not permit additional non-member participants or replacements after March 1, 1991, subject to the 80% rule. Once conformity with the 80% rule is achieved, any event where non-member participation exceeds 20% will be subject to the fee schedule.
5. Any function sponsored by non-members will be subject to a rental fee and cleanup fee.
6. House guests of members may be invited to participate in member functions for which a rental fee is not charged, but guests may not be permanent or continuing participants at such events, subject to the 80% rule. When a rental fee is charged, guest limitations do not apply.
7. The COA may consider long-term leases to those offering services needed by members.
8. No cooking on the premises or in the building is permitted--only a warming of pre cooked food brought into the main hall will be allowed in the kitchen section only.
9. No gambling on premises will be permitted. This does not exclude member Bingo, subject to the sponsoring group meeting all legal requirements.
10. Regardless of the event, the sponsoring group (member or non-member) is responsible for cleaning up after the event. The COA may require a cleaning

- deposit in advance to ensure proper cleaning of the premises. All chairs, tables, furniture, equipment, etc., will be put back in proper storage areas or as directed by COA.
11. Rental of any part of the building does not include rental of the pool area.
 12. Shoes and shirts are required in the Building at all times. Wet bathing suits are not allowed, except in the pool area.
 13. Keys to the Building for events may be obtained from the key custodian. Keys must be returned promptly after the function. Keys may not be duplicated or loaned. A deposit will be required to ensure return. (Refer to Recreation Hall key use rules)
 14. Reservations may be made by calling 392-5235 between 9 a.m. and 2 p.m., weekdays, Tuesday through Friday. (This is the telephone number for Kirk of the Lake Church, a tenant who has agreed to take calls for reservations until further notice). The Recreation Hall phone is 399-8123.
 15. The Building will close daily by 11:00 p.m.
 16. The recreation center is a valuable asset to the members and is expensive to maintain. Therefore all those who use the facility must avoid any actions that may damage the premises or compromise its appearance or impair the safety and health of member users. Accordingly, no smoking will be permitted in the Building. No alcoholic beverages may be consumed, except at functions authorized by the COA, and in accordance with State, or local Municipal Regulations. No loitering, littering or loud noise will be permitted on Building property. No pets are permitted.
 17. Because the Building has no appropriate facility for youth activities, no youth program or function will be permitted. Any child under 15 on the premises must be accompanied by an adult.
 18. The playing of music or transmission of sound at any event within the Building will cease not later than 11:00 p.m. Such music or sound must be at levels consistent with the neighborhood and with prevailing ordinances.
 19. It is understood that renting part of the Building does not prohibit the simultaneous rental of other parts, nor does it prevent simultaneous use of the unrented portions by members.
 20. Maximum occupancy of any room as established by the authorities must be strictly adhered to, and all doors to the main room will be unlocked during functions.
 21. The Board reserves the right to require liability or appropriate insurance in connection with any function, whether or not a rental fee is charged.
 22. User fees may change from time to time without notice.

BY-LAWS
OF
CHATEAUX DE BARDMOOR, INC., NO. 1
A Florida non-stock, non-profit
membership corporation

ARTICLE I
GENERAL

Section 1. The Name: The name of the corporation shall be CHATEAUX DE BARDMOOR CONDOMINIUM OWNERS ASSOCIATION, INC. and all subsequent references to the entity for operation, maintenance and repair of this condominium as well as other corporation entities merging into this corporation shall be CHATEAUX DE BARDMOOR CONDOMINIUM OWNERS ASSOCIATION, INC.

[As amended 12/29/90; As recorded 1/2/91.]

Section 2. Principal Office: The principal office of the corporation shall be at 8345 Bardmoor Boulevard, Largo, Pinellas County, State of Florida 33540, or at such other place as may be subsequently designated by the Board of Directors.

Section 3. Definition: As used herein, the term "Corporation" shall be the equivalent of "association" as defined in the Declaration of Condominium of CHATEAUX DE BARDMOOR INC., NO. 1 a Condominium, and all other words as used herein shall have the same definitions as attributed to them in said Declaration of Condominium.

Section 4. Identity: That in addition to the within By-Laws being the By-Laws of CHATEAUX DE BARDMOOR, INC., NO. 1 these By-Laws are established pursuant to Section II of the Florida Condominium Act, Chapter 63-35, Florida Statutes, 1963, and are hereby annexed to and made a part of the Declaration of Condominium of CHATEAUX DE BARDMOOR, INC., NO. 1.

ARTICLE II
DIRECTORS

Section 1. Directors The number of directors who shall constitute the whole board shall be not less than five (5) nor more than nine (9) as chosen by the members from time to time. Each condominium operated by the Association shall be entitled to have one (1) member of the Board of Directors elected on an at-large basis, unless at the time of election no member of the Association from a particular condominium is able or willing to serve on the Board. Cumulative voting for directors shall be allowed.

[Amended 12/29/91; Recorded 1/2/91.]

Section 2. Vacancy and Replacement: If the office of any director or 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, at a special meeting of directors duly called for this purpose, shall choose a successor or successors, who shall

E X H I B I T "C"

Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

hold office for the unexpired term in respect to which such vacancy occurred.

Section 3. Removal: Directors may be removed for cause by an affirmative vote of a majority of the members. No director shall continue to serve on the board, if during his term of office his membership in the corporation shall be terminated for any reason whatsoever.

Section 4. First Board of Directors: The first board of Directors effective as of the date of the merger of the corporations electing to merge with this corporation shall consist of the presidents of the formerly existing separate corporations. Upon recordation of the appropriate amendments of corporate documents in the Official Records of Pinellas County, the existing board of directors shall be replaced by the presidents of those corporation whose members, along with the members of this corporation, have consented to merge with this corporation.

[As amended 12/29/91; As recorded 1/2/91.]

Section 5. Powers: The property and business of the corporation shall be managed by the board of directors, who may exercise all corporate powers not specifically prohibited by statute, the certificate of incorporation, or the Declaration to which these By-Laws are attached. The powers of the board of directors shall specifically include, but not be limited to, the following items:

A. To make and collect assessments and establish the time within which payment of same are due.

B. To use and expend the assessments collected; to maintain, care for and preserve the units and condominium property, except those portions thereof which are required to be maintained, cared for and preserved by the unit owners.

C. To purchase the necessary equipment and tools required in the maintenance, care and preservation referred to above.

D. To enter into and upon the units when necessary and at as little inconvenience to the owner as possible in connection with such maintenance, care and preservation.

E. To insure and keep insured said condominium property in the manner set forth in the Declaration against loss from fire and/or other casualty, and the unit owners against public liability, and to purchase such other insurance as the board of directors may deem advisable.

F. To collect delinquent assessments by suit or otherwise, abate nuisances and enjoin or seek damages from the unit owners for violations of these By-Laws and the terms and conditions of the Declaration.

*Law Offices
Parker, Battaglia and Ross
3835 Central Avenue
P.O. Box 12078
St. Petersburg, Florida 33733*

G. To employ and/or contract with, if deemed desirable, a maintenance service contractor and/or an apartment house manager who shall maintain, service and/or manage the buildings and related facilities, and to delegate to such contractor or manager such powers as may be necessary in connection with the operation of the buildings. To employ workmen, janitors and gardeners and to purchase supplies and equipment, to enter into contracts in connection with any of the foregoing items or for other services deemed desirable, and generally to have the powers of an apartment house manager in connection with the matters hereinbefore set forth.

H. To make reasonable rules and regulations for the occupancy of the condominium parcels.

Section 6. Compensation: Directors or officers, as such, shall receive no salary for their services.

Section 7. Meetings:

A. The first meeting of each board newly elected by the members shall be held immediately upon adjournment of the meeting at which they were elected, provided a quorum shall then be present, or as soon thereafter as may be practicable. The annual meeting of the Board of Directors shall be held at the same place as the general members' meeting, and immediately after the adjournment of same.

B. No notice of a Board of Directors meeting shall be required if the Directors meet by unanimous written consent. The directors may, by resolution duly adopted, establish regular monthly, quarter-annual or semi-annual meetings. If such resolution is adopted, no notice of such regular meetings of the board of directors shall be required.

C. Special meetings of the board may be called by the President on five (5) days notice to each director. Special meetings shall be called by the President or Secretary in a like manner and on like notice on the written request of three (3) directors.

D. 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 quorum shall be the act of the board of directors, except as may be otherwise specifically provided by statute or by the certificate of incorporation or by these By-Laws. If a quorum shall not be present in 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.

*Law Office
Parker, Rattaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

Section 8. Order of Business: The order of business at all meetings of the board shall be as follows:

- A. Roll call.
- B. Reading of minutes of last meeting.
- C. Consideration of communications.
- D. Resignations and elections.
- E. Report of officers and employees.
- F. Reports of committees.
- G. Unfinished business.
- H. Original resolutions and new business.
- I. Adjournment.

Section 9. Annual Statement: The board will present, not less often than at the annual meetings, and when called for by a vote of the members, at any special meeting of the members, a full and clear statement of the business and conditions of the corporation.

ARTICLE III
OFFICERS

Section 1. Executive Officers: The executive officers of the corporation shall be a President, Vice President, Treasurer and Secretary, all of whom shall be elected annually by said board. Any two of the said officers may be united in one person, except that the President shall not also be the Secretary or an Assistant Secretary of the Corporation. If the Board so determines, there may be more than one Vice President.

Section 2. Appointive Officers: The board of directors may appoint such other officers and agents as it may deem necessary, who shall hold office during the pleasure of the board of directors and have such authority and perform such duties as from time to time may be prescribed by said board.

Section 3. Election: The board of directors at its first meeting after each annual meeting of general members shall elect a President, a Secretary and a Treasurer, none of whom, except the President, need be a member of the board.

Section 4. Term: The officers of the corporation shall hold office until their successors are chosen and qualify in their stead, and any officer elected or appointed by the Board of

Law Offices
Parker, Rattaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

directors may be removed, for cause, at any time by the affirmative vote of a majority of the whole board of directors.

Section 5. The President:

A. 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.

B. He shall execute bonds, mortgages and other contracts requiring a seal, under the seal by the corporation, except where the same is 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 other officers or agents of the corporation.

Section 6. The Secretary:

A. The Secretary shall keep the minutes of the member meetings and of the board of directors' meetings in one or more books provided for that purpose.

B. He shall see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law.

C. He shall be custodian of the corporate records and of the seal of the corporation and shall see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these By-Laws.

D. He shall keep a register of the post office addresses of each member, which shall be furnished to the Secretary by such member.

E. In general, he shall perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the board of directors.

Section 7. The Vice President: The Vice President shall be vested with all the powers and required to perform all the duties of the President in his absence, and such other duties as may be prescribed by the board of directors.

Section 8. The Treasurer:

A. The Treasurer shall keep full and accurate accounts

*Law Office
Parker, Ruttaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

of receipts and disbursements in books belonging to the corporation, and shall deposit all monies 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, the Articles of Incorporation or these By-Laws.

B. He shall disburse the funds of the corporation as ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and directors, at the regular meetings of the Board, or whenever they may require it, an account of all his transactions, as Treasurer and of the financial condition of the Corporation.

C. He may be required to give the Corporation a bond in a sum and with one or more sureties satisfactory to the Board, for the faithful performance of the duties of the office, and the restoration to the Corporation, in case of his death, resignation or removal from office, of all books, papers, vouchers, money or other property of whatever kind in his possession belonging to the Corporation.

Section 9. Vacancies: If the office of any Director, or of the President, Vice President, Secretary or Treasurer, or one or more, becomes vacant by reason of death, resignation, disqualification or otherwise, the remaining Directors, by a majority vote of the whole Board of Directors provided for in these By-Laws may choose a successor or successors who shall hold office for the unexpired term.

Section 10. Resignations: Any Director or other Officer may resign his office at any time, such resignation to be made in writing, and to take effect from the time of its receipt by the Corporation, unless some time be fixed in the resignation, and then from that date. The Acceptance of a resignation shall not be required to make it effective.

ARTICLE IV MEMBERSHIP

Section 1. There shall be no stock certificates issued by this Corporation. There shall be no more than sixty (60) members of the Corporation.

Section 2. Transfers of membership shall be made only on the books of the Corporation and notice of acceptance of such transferee as a member of the Corporation shall be given in writing to such transferee by the President and Secretary of the Corporation. Transferor, in such instance, shall automatically no longer be a member of the Corporation. Membership in the Corporation may be transferred only as an incident to the transfer of the transferor's condominium parcel and his undivided

Law Office
Parker, Battaglia and Ross
3335 Central Avenue
Pal Office Box 12078
St Petersburg, Florida 33733

interest in the common elements of the condominium, and such transfers shall be subject to the procedures set forth in the Declaration.

Section 3. Voting Members: That member designated by the owner or owners, as recorded in the public records of Pinellas County, Florida, of a vested present interest in a single condominium parcel owning the majority interest in such single condominium parcel, the designation of whom shall be by statement filed with the Secretary of the Association, in writing, signed under oath, and who shall continue to cast the vote for all such owners of interests in a single condominium parcel until such time as another person is properly designated as the voting member by those persons or entities owning the majority interests in such single condominium parcel by a similar written, sworn statement filed with the Secretary.

An owner or owners of a single condominium parcel shall collectively be entitled to one (1) vote, which vote shall be cast by the voting member.

There shall not be more than sixty (60) voting members, at any one time and each may cast one (1) vote. A person or entity owning more than one (1) condominium parcel may be designated as a voting member for each such condominium parcel which he owns. Failure by all owners of any single condominium parcel to file the aforementioned written, sworn statement with the Secretary prior to a members' meeting will result in depriving such owner of a single condominium parcel of a vote at such meeting.

Note: The number of voting members will be determined by the number of units in your association.

A membership may be owned by more than one owner, provided that a membership shall be held in the same manner as title to the unit. In the event ownership is in more than one person all of the owners of such membership shall be entitled collectively to only one (1) vote or ballot in the management of the affairs of the Corporation in accordance with the Declaration of Condominium and the vote may not be divided between plural owners of a single membership.

Section 4. In the event the owner of a condominium parcel is not a natural person, the subject entity shall designate a natural person who shall be entitled to occupy the condominium parcel, and such natural person shall be a member of the Corporation, subject to the procedure set forth in the Declaration.

ARTICLE V MEETINGS OF MEMBERSHIP

Section 1. Place: All meetings of the corporate membership shall be held at the office of the Corporation or such other place as may be stated in the notice.

Law Office
Parker, Rattaglia and Ross
3835 Central Avenue
Pal Office Box 12078
St. Petersburg, Florida 33733

Section 2. Annual Meeting: The annual meeting of the members shall be held on the first Monday of December unless sooner callable in accordance with the provisions of Article III of the Articles of Incorporation.

Regular annual meetings subsequent to 1990 shall be held on a date and at a time and place as shall be set by the Board of Directors in the month of December each year. The Board of Directors shall give at least 14 days' notice of any annual meeting.

[Amended 12/5/89; Recorded 12/6/89]

Section 3. Membership List: At least ten (10) days before every election of directors, a complete list of members entitled to vote at said election, arranged numerically by apartment units, with the residence of each, shall be prepared by the Secretary, and such list shall be produced and kept for said ten (10) days and throughout the election at the office of the corporation and shall be open to examination by any member throughout such time.

Section 4. Special Meetings:

A. Special meetings of the members for any purpose or purposes, unless otherwise prescribed by statute or by the certificate 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 ten (10) members. Such request shall state purpose or purposes of the proposed meeting.

B. Written notice of a special meeting of members stating the time, place and object thereof shall be served upon or mailed to each member entitled to vote thereat, at such addresses as appear on the books of the corporation, at least five (5) days before such meeting.

C. Business transacted at all special meetings shall be confined to the objects stated in the notice thereof.

Section 5. Right to Vote: At any meeting of the members every member having the right to vote shall be entitled to vote in person or by proxy. Such proxy shall only be valid for such meeting or subsequent adjourned meetings thereof.

Section 6. Vote Required to Transact Business: When a quorum is present at any meeting, the majority of the vote of the members present in person or represented by written proxy shall decide any question brought before the meeting, unless the question is one upon which, by express provision of the Florida Statutes, the Declaration, the certificate of incorporation, or of these By-Laws, a different vote is required, in which case such express provision shall govern and control the decision of such question.

*Law Office
Parkyn Rattaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

SECTION 7. Quorum: Fifty-one percent (51%) of the total number of members of the corporation present in person or represented by written proxy, shall be requisite to and shall constitute a quorum at all meetings of the members for the transaction of business, except as otherwise provided by statute, by the certificate of incorporation, or by these By-Laws. 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 written proxy, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented. At 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.

Section 8. Waiver and Consent: Whenever the vote of members at a meeting is required or permitted by any provision of the statutes or the certificate of incorporation or these By-Laws to be taken in connection with any action of the corporation, the meeting and vote of members may be dispensed with if all the members who would have been entitled to vote upon the action of such meeting is such meeting were held shall consent in writing to such action being taken.

ARTICLE VI NOTICE

Section 1. Definition: Whenever under the provision of the Statutes or of the Certificate of Incorporation or of these By-Laws, 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, by depositing the same in a post office or letter box in a post-paid, sealed wrapper addressed as appears on the books of the Corporation.

Section 2. Service of Notice - Waiver: Whenever any notice is required to be given under the provisions of the Statutes or the Certificate of Incorporation or of these By-Laws, 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 the equivalent thereof.

ARTICLE VII FINANCES

Section 1. Fiscal Year: The fiscal year shall begin the first day of January each year. The Board of Directors is expressly authorized to change this fiscal year at any time for the convenience of the Corporation.

Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

Section 2. Checks: All checks or demands for money and notes of the Corporation shall be signed by any two of the following officers: President, Secretary or Treasurer, or by such officer or officers or such other person or persons as the Board of Directors may from time to time designate.

ARTICLE VIII
SEAL

The seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of its organization and the words "non-profit". Said seal may be used by causing it or a facsimile thereof to be impressed, affixed, reproduced or otherwise.

ARTICLE IX
ESCROW ACCOUNT FOR REAL PROPERTY TAXES

The Association shall have the option of allowing its individual members to account for the real property taxes on their condominium parcels by making payment therefor direct to the tax collector in and for Pinellas County, Florida; OR, in the alternative, the Association shall provide for an escrow account for real property taxes in the following manner:

There shall be established by the Treasurer in a local federal savings and loan association and maintained, a savings deposit account for the purpose of accumulating sufficient funds to pay individual real property taxes assessed for each condominium parcel.

On the first day of each and every month each condominium parcel owner may deposit with the Treasurer, a sum that is determined by the Association to be calculated upon a monthly basis for real property taxes for the year 1969, and on the 20th day of November of each year, the Treasurer shall re-calculate the said sums based upon the estimated or known yearly real property tax assessments in order to establish substantially correct escrow sums for the subsequent year.

The Treasurer shall at all times maintain a current register containing, among other things, the name of each owner, together with his amount of escrow deposit paid in to the Association by said owner.

Upon owner's receipt of the real property tax bill, he shall present same to the Treasurer for payment. Upon presentation, the Treasurer shall inform the owner of any tax deficiency in order to pay said taxes and in the event of a deficiency, the owner shall deposit forthwith said deficiency sum with the Treasurer. The Treasurer shall, within three (3) days of presentation, cause a draft to be issued from the account in the

Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

amount of the tax bill payment to the taxing authority. In the event of an overage accumulated deposit of escrow funds by any owner, the Treasurer, upon owner's request, shall cause a draft to be issued from said account payable to the owner and deliver same to the owner, provided that overages may be claimed only during the months of November and December, and after said owner's current real property tax bill has been paid in full.

In the event a condominium parcel owner does not present for payment a tax bill, or evidence a paid-in-full real property tax bill for his parcel on or before March 15th of each year, then the Treasurer shall, without notice, cause a draft to be issued from said account in the sum of the tax bill, if said owner has paid a like sum into escrow, and pay said sum to the taxing authorities for and on behalf of said owner. In the event said owner does not have sufficient escrow funds on hand to pay said taxes, the Treasurer shall issue an assessment against said owner for any deficiency amount, which assessment shall be payable within three (3) days of notification of same, and shall constitute and be considered a special assessment pursuant to and enforceable under the terms, conditions and covenants of the Declaration of Condominium and these By-Laws.

The requirement for payment of escrow deposit as hereinabove stated shall be considered a special assessment levied upon the individual condominium parcel owner which shall be enforceable upon the same terms and conditions wherein the owner's default was for non-payment of any assessment required to be paid pursuant to the Declaration of Condominium.

Any interest earned on said escrow savings account shall be considered common surplus and be distributed in accordance with the Declaration of Condominium to those who have contributed to said escrow.

Any condominium parcel owner required to establish a separate escrow tax account by an institutional mortgagee holding a mortgage upon his parcel shall not be required to deposit to escrow funds as hereinabove set forth, provided the Treasurer is in receipt of a letter from said institution to the effect that said tax escrow account is being maintained in accordance with said institution's rules and regulations.

Each condominium unit owner shall be entitled to any benefits realized from homestead exemption for purposes of any state and county real property taxes pro-rata to his ownership of the said common elements as more particularly set forth in the Declaration of Condominium, only in the event the condominium parcel owner qualifies for said homestead exemption. However, whichever option the Association approves by a 51% vote of its membership shall be controlling on all members.

*Law Offices
Parker, Battaglia and Pass
3835 Central Avenue
P.O. Box 12078
St. Petersburg, Florida 33733*

ARTICLE X
HOUSE RULES

In addition to the other provisions of these By-Laws, the following house rules and regulations, together with such additional rules and regulations as may hereafter be adopted by the Board of Directors, shall govern the use of the condominium units located in the property and the conduct of all residents thereof.

A. The condominium units shall be used only for residential purposes.

B. Owners shall not use or permit the use of their premises in any manner which would be disturbing or be a nuisance to other owners or in such a way as to be injurious to the reputation of the property.

C. The use of the condominium units shall be consistent with existing law, these restrictions and so long as such use does not constitute a nuisance.

D. The condominium units may not be used for business or for any commercial use whatsoever.

E. All owners shall comply with the age restriction requirements contained in the Declaration of Condominium.

[As amended 3/8/89; Recorded 3/9/89.]

That a new Sub-Paragraph H be added to the House Rules, Article X, Page 12 as follows:

"Owners of golf carts shall not permit children who do not possess a motor vehicle driver's permit to operate golf carts on the streets."

[As amended 5/5/80; Recorded 6/17/80.]

F. Common elements shall not be obstructed, littered, defaced or misused in any manner.

G. No structural changes or alterations shall be made in any unit, except upon approval of the Board of Directors.

ARTICLE XI
DEFAULT

A. In the event an owner of a condominium parcel does not pay any sums, charges, or assessments required to be paid to the corporation within thirty (30) days from the due date, the corporation, acting on its own behalf or through its board of directors or manager acting on behalf of the corporation, may foreclose the lien encumbering the condominium parcel created by non-payment of the required monies in the same fashion as mortgage liens are foreclosed. The Corporation shall be entitled to the appointment of a Receiver if it so requires. The Corporation shall have the right to bid in the condominium parcel at a foreclosure sale and to acquire, hold, mortgage and convey the same. In lieu of foreclosing its lien, the corporation may, through its board of directors, or manager acting in behalf of the corporation, or in its own behalf, bring suit to recover a money judgment for sums, charges or assessments required to be

Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

paid to the corporation without waiving its lien securing same. In any action either to foreclose its lien or to recover a money judgment brought by or on behalf of the corporation against a condominium parcel owner, the losing defendant shall pay the costs thereof, together with a reasonable attorney's fee.

If an action of foreclosure is brought against the owner of a condominium parcel for the non-payment of monies due the corporation and, as a result thereof, the interest of the said owner in and to the condominium parcel is sold, then, at the time of such sale, the condominium parcel owner's membership shall be cancelled and membership shall be issued to the purchaser at the foreclosure sale.

If the corporation becomes the owner of a condominium parcel by reason of foreclosure, it shall offer said unit for sale and at such time as a sale is consummated, it shall deduct from such proceeds all sums of money due it for monthly assessments and charges, all costs incurred in the bringing of the foreclosure suit, including reasonable attorney's fees, and any and all expenses incurred in the re-sale of the condominium parcel which shall include, but not be limited to, advertising expenses, real estate brokerage fees and expenses necessary for the repairing and refurbishing of the condominium parcel in question. All monies remaining after deducting the foregoing items of expense shall be returned to the former owner of the condominium parcel in question.

B. In the event of violation of the provisions of the enabling Declaration, corporate charter or restrictions and By-Laws, as the same are now or may hereafter be constituted, the corporation, on its own behalf, may bring appropriate action to enjoin such violation or to enforce the provisions of the documents just hereinabove enumerated, or sue for damages or take all such courses of action at the same time, or for such other legal remedy it may deem appropriate.

In the event of such legal action brought against a condominium parcel owner, the losing defendant shall pay the plaintiff's reasonable attorney's fee and court costs. Each owner of a condominium parcel, for himself, his heirs, successors and assigns, agrees to the foregoing provisions relating to default and abatement of nuisance, regardless of the harshness of the remedy available to the corporation, and regardless of the availability of the other equally adequate legal procedures. It is the intent of all owners of condominium parcels to give to the corporation a method and procedure which will enable it at all times to operate on a business-like basis, to collect those monies due and owing it from owners of condominium parcels and to preserve each owner's right to enjoy his condominium unit free from unreasonable restraint and nuisance.

*Law Offices
Parker, Rattaglin and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

ARTICLE XII
REGISTERS

Section 1. The Secretary of the corporation shall maintain a register in the corporate office showing the names and addresses of members.

That Article XII - Registers, Section 2, read:
Any application for the transfer of membership or for a conveyance of interest in a condominium parcel or a lease of a condominium parcel shall be accompanied by an application fee in the amount of Fifty Dollars (\$50.00) to cover the cost of contacting the references given by the applicant and such other costs of investigation that may be incurred by the Board of Directors.

[As amended 10/26/82; As recorded 11/3/82]

Section 3. The corporation shall maintain a suitable register for the recording of pledged or mortgaged condominium parcels. Any pledgee or mortgagee of a condominium parcel may, but is not obligated to, notify the corporation in writing of the pledge or mortgage. In the event notice of default is given any member, under an applicable provision of the By-Laws, the articles of incorporation, or the Declaration, a copy of such notice shall be mailed to the registered pledgee or mortgagee.

ARTICLE XIII
SURRENDER

In the event of the legal termination of a membership and of the occupancy rights thereunder, the member or any other person or persons in possession by or through the right of the member, shall promptly quit and surrender the owned unit to the corporation in good repair, ordinary wear and tear and damage by fire or other casualty excepted, and the corporation shall have the right to re-enter and to repossess the owned unit. The member for himself and any successor in interest, by operation of law or otherwise, hereby waives any and all notice and demand for possession if such be required by the laws of Pinellas County, State of Florida, or the United States of America.

ARTICLE XIV
AMENDMENTS OF BY-LAWS

The By-Laws of the corporation may be altered, amended or repealed, unless specifically prohibited herein, at any regular or special meeting of the members of a three-fourths (3/4) vote of all members of the corporation, unless a contrary vote is required pursuant to the articles of incorporation, and provided that notice of said membership meeting has been given in accordance with these By-Laws and that the notice as aforesaid contained a full statement of the proposed amendment. No modification or amendment to the By-Laws shall be valid unless set forth or annexed to a duly recorded amendment to the Declaration of Condominium.

Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Dist Office Box 12078
St Petersburg, Florida 33733

ARTICLE XV
CONSTRUCTION

Wherever the masculine singular form of the pronoun is used in these By-Laws, it shall be construed to mean the masculine, feminine or neuter, singular or plural, whenever the context so requires.

Should any of the covenants herein imposed be void or be or become unenforceable at law, or in equity, the remaining provisions of this instrument shall, nevertheless, be and remain in full force and effect.

Law Offices
Parkes, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

State of Florida

D.R. 3070 PAGE 545

Secretary of State



I, Tom Adams, Secretary of State of the State of Florida,
Do Hereby Certify That the following is a true and correct copy of

Certificate of Incorporation
of

CHATEAUX DE BARDMOOR, INC., NO. 1, a condominium

a corporation not for profit organized and existing under the Laws of the
State of Florida, filed on the 15th day of April
A.D., 1969 as shown by the records of this office.

Given under my hand and the Great Seal of the
State of Florida, at Tallahassee, the Capital,
this the 22nd day of April
A.D. 19 69.

A handwritten signature in cursive script, appearing to read "Tom Adams".

Secretary of State

ARTICLES OF INCORPORATION

We, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation not for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge and file in the office of the Secretary of State, of the State of Florida, the following Articles of Incorporation:

I.

The name of the corporation shall be:

CHATEAUX DE BARDMOOR CONDOMINIUM OWNERS ASSOCIATION, INC.

[As amended 12/29/90; As recorded 1/2/91.]

II.

The purpose for which the corporation is organized shall be to buy, sell, lease or sub-lease, and to acquire, maintain, or operate as fee owner or as owner of a leasehold interest, or solely to maintain or operate without any interest in real property, certain multi-unit residential buildings and the land upon which said buildings shall be situated, in Pinellas County, Florida, a condominium, which multi-unit residential buildings shall be known as CHATEAUX DE BARDMOOR NO. 1, a condominium, the land on which said buildings shall be situated being legally described as follows:

From the Northwest corner of the Southwest 1/4 of the Northwest 1/4 of Section 24, Township 30 South, Range 15 East, Pinellas County, Florida, run South 0° 18' 04" West along the West line of said Section 415.07 feet to the centerline of Bardmoor Boulevard; thence South 88° 38' 12" East along the center line of Bardmoor

*Law Offices
Parkes, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

Boulevard 1884.00 feet; thence North 1° 21' 48" East 123.00 feet for a Point of Beginning #1, thence continue North 1° 21' 48" East 292.00 feet, thence South 88° 38' 12" East 822.18 feet to the Northeast corner of the South-east 1/4 of the Northwest 1/4 of said Section 24; thence South 89° 06' 58" East 195.45 feet, thence South 1° 21' 48" West 113.68 feet, thence North 88° 38' 12" West 499.62 feet, thence South 1° 21' 48" West 268.00 feet to the North Right of Way line of Bardmoor Boulevard; thence North 88° 38' 12" West 286.00 feet, thence North 1° 21' 48" East 88.00 feet, thence North 88° 38' 12" West 232.00 feet to the Point of Beginning, and also the following description:

From the Northwest corner of the Southwest 1/4 of the Northwest 1/4 of Section 24, Township 30 South, Range 15 East, Pinellas County, Florida, run South 0° 18' 04" West along the West line of said Section 415.07 feet to the centerline of Bardmoor Boulevard; thence South 88° 38' 12" East along the centerline of Bardmoor Boulevard 1884.00 feet, thence South 1° 21' 48" West 35.00 feet to the South Right of Way line of Bardmoor Boulevard for a Point of Beginning #2, thence South 88° 38' 12" East 264.00 feet, thence South 1° 21' 48" West 88.00 feet, thence South 88° 38' 12" East 230.00 feet, thence North 1° 21' 48" East 88.00 feet, thence South 88° 38' 12" East 24.00 feet, thence South 1° 21' 48" West 88.00 feet, thence South 88° 38' 12" East 243.00 feet, thence North 1° 21' 48" East 88.00 feet, thence South 88° 38' 12" East 256.62 feet, thence South 1° 21' 48" West 199.76 feet, to the North line of Crestridge Subdivision, Fourth Addition, as recorded in Plat Book 51, page 71, Pinellas County Records; thence along the North line of Crestridge Subdivision, Fourth Addition by the following three courses; North 88° 46' 09" West 698.64 feet, thence South 82° 38' 09" West 60.46 feet, thence North 88° 46' 09" West 100.00 feet to the Northwest corner of Crestridge Subdivision, Fourth Addition, thence North 88° 42' 10" West 159.21 feet, thence North 1° 21' 48" East 210.97 feet to the Point of Beginning.

And subject to such easements that may be noted for utilities and drainage which are dedicated for the use of Bardmoor Village Maintenance Co., Inc., a Florida Corporation, for such use as may be required and for the use of the telephone, power and gas companies, as they may require.

And to erect such additional buildings and structures on said real estate as the corporation may deem best, and to transact all business necessary and proper, in connection with the

*Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Pal Office Box 12078
St. Petersburg, Florida 33733*

operation of said property for the mutual benefit of its members; to operate said property for the sole use and benefit of its members, without attempting to make any profit or other gains for the corporation, and to perform any other act for the well-being of member residents, without partiality or undue inconvenience as between member residents; and to perform any other act in maintaining an atmosphere of congeniality and high standard of the physical appearance of the buildings, to formulate By-Laws, rules or regulations, and to provide for the enforcement thereof. The Corporation shall also have such other power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by Chapter 617, Florida Statutes, entitled Corporations Not For Profit.

Furthermore, the corporation shall have the authority to serve as the successor corporation for the operation, administration, maintenance and repair of other condominiums located within the Bardmoor development whose members have approved a merger of the corporations into this corporation. Upon approval of the Plan of Merger, Articles of Merger and appropriate filing thereof with the Secretary of State, this corporation shall serve as the operating entity as described in the Articles of Merger.

[As approved 12/29/90; As recorded 1/2/91.]

III.

BARDMOOR REALTY CO., an Ohio corporation authorized to do business in the State of Florida, hereinafter referred to as the Developer, shall make and declare a certain Declaration of Condominium submitting the property described herein to condominium ownership under the restrictions, reservations, covenants, conditions and easements set out therein, which shall be applicable to said property and all interests therein, to-wit:

(a) Legal description as more fully set forth in Article II herein.

(b) All improvements erected or installed on said land, including fifteen (15) buildings containing sixty (60) condominium

*Law Offices
Parker, Battaglia and Pless
3835 Central Avenue
Fort Office Box 12078
Arlington, Florida 33414*

units and related facilities.

Initially, such three (3) persons as the Developer may name shall be the members of the corporation who shall be the sole voting members of the corporation until such time as the Developer has conveyed fifty-six (56) condominium units to the individual grantees, as said condominium units are defined in the Declaration of Condominium, or for a period of five (5) years after completion of improvements upon the property hereinabove described in Article II, whichever event shall occur first. Thereafter, such three (3) persons so named shall cease to be members of the corporation, unless they are either the Developer or a grantee of the Developer, and the individuals to whom the condominium units have been conveyed shall be voting members of the corporation. The By-Laws of the corporation may not change or alter this Article.

IV.

The term for which this corporation shall exist shall be perpetual.

V.

The names and post office addresses of the subscribers to these Articles of Incorporation are as follows:

Carl G. Parker	8345 Bardmoor Boulevard Largo, Florida 33540
Anthony S. Battaglia	8345 Bardmoor Boulevard Largo, Florida 33540
Howard P. Ross	8345 Bardmoor Boulevard Largo, Florida 33540

*Law Offices
Parker, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

VI.

The affairs of the corporation shall be managed by a President, Vice President, Secretary and Treasurer. The officers of the corporation shall be elected annually by the Board of Directors of the corporation in accordance with the provisions provided therefor in the By-Laws of the corporation.

VII.

The business of the corporation shall be conducted by a Board of Directors which shall consist of not less than five (5) members, as the same shall be provided for by the By-Laws of the corporation. The members of the Board of Directors shall be elected annually by the majority vote of the members of the corporation. The names and addresses of the first Board of Directors and officers, who shall serve as Directors and officers until the first election of Directors and officers, are as follows:

Carl G. Parker	8345 Bardmoor Boulevard Largo, Florida 33540 President and Director
Anthony S. Battaglia	8345 Bardmoor Boulevard Largo, Florida 33540 Vice President and Director
Howard P. Ross	8345 Bardmoor Boulevard Largo, Florida 33540 Secretary and Director
Jean L. Willson	8345 Bardmoor Boulevard Largo, Florida 33540 Treasurer and Director
Virginia M. Ailstock	8345 Bardmoor Boulevard Largo, Florida 33540 Director

*Law Office
Parker, Battaglia and Ross
3835 Central Avenue
First Office Floor 12078
St. Petersburg, Florida 33733*

VIII.

The By-Laws of the corporation are to be made, altered or rescinded by a three-fourths (3/4ths) vote of the members of this corporation.

IX.

Amendments to the Articles of Incorporation may be proposed by the Board of Directors or by a majority vote of the members of this Corporation, provided, however, that no such amendments to the Articles of Incorporation shall be effective unless adopted pursuant to Article XI hereinafter.

X.

Section 1. No officer, Director or member shall be personally liable for any debt or other obligation of the corporation, except as provided in the Declaration of Condominium.

Section 2. Each member shall be restricted to one (1) vote, except in all elections for Directors, each member shall have the right of cumulative voting; that is to say, each member shall have the right to vote, in person or by proxy, for as many persons as there are Directors to be elected, or to distribute them on the same principle among as many candidates as he shall see fit.

Section 3. A membership may be owned by more than one owner, provided that membership shall be held in the same manner as title to the unit. In the event ownership is in more than one (1) person all of the owners of such membership shall be entitled collectively to only one (1) vote or ballot in the

management of the affairs of the corporation in accordance with the Declaration of Condominium, and the vote may not be divided between the plural owners of a single condominium.

Section 4. The members of this corporation shall be subject to assessment for the costs and expenses of the corporation in operating the multi-unit buildings, in accordance with the Declaration of Condominium, these Articles of Incorporation, and the By-Laws of the corporation. The By-Laws of the corporation may not change or alter this Section 4, Article X.

Section 5. The corporation shall not be operated for profit, no dividends shall be paid, and no part of the income of the corporation shall be distributed to its members, Directors or officers.

Section 6. The members of the corporation, individually, are responsible for all maintenance and repair within and about their condominium unit.

Section 7. Any matter or controversy or dispute between members or between a member and the corporation shall be settled by arbitration in accordance with the rules as therefor provided by the American Arbitration Association and the Statutes of the State of Florida.

Section 8. The members of this corporation shall be subject to all of the terms, conditions, restrictions and covenants contained in the Declaration of Condominium, these Articles of Incorporation, and the By-Laws of the corporation.

*Law Offices
Parker, Rattaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733*

XI.

These Articles of Incorporation of the corporation may not be amended, altered, modified, changed or rescinded by a vote of less than three-fourths (3/4ths) of the then present members of the corporation, which may be accomplished at any regular or special meeting of the corporation, provided that written notice of the proposed change shall have been mailed to each member of the corporation, ten (10) days prior to said meeting of the corporation, provided, however, that no such alteration, amendment, modification, change or rescission of Article II hereinabove, and Sections 4, 5, 6 and 8 of Article X, may be made without the unanimous approval of the then members of the corporation, together with the written unanimous approval of all mortgagees holding a valid, enforceable first mortgage lien against any condominium unit, provided such mortgagees are institutional mortgagees, such as a bank, savings and loan association or insurance company authorized to transact business in the State of Florida.

XII.

This corporation shall provide and may contract for recreational facilities to be used by the condominium unit owners for recreational and social purposes.

XIII.

In the event this corporation shall become dormant, inactive and fail to perform its duties and carry out its contractual covenants and conditions as set forth herein, together with

*Law Office
Parker, Rutledge and Ross
5855 Central Avenue
Dial Office Box 12078
St. Petersburg, Florida 33733*

those matters required to be performed of this corporation in accordance with the Declaration of Condominium, and all matters in connection therewith, including, but not limited to, the provisions of the Maintenance Agreement as it may pertain to this corporation, then the said corporation shall revert back to the original incorporators or their designated attorney-in-fact for purposes of reactivating said corporation by electing new officers and Directors of this condominium as provided for in the Articles of Incorporation and By-Laws of this condominium.

XIV.

The principal place of business of this corporation shall be located at 8345 Bardmoor Boulevard, Largo, Pinellas County, Florida, 33540, or at such other place or places as may be designated from time to time.

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 16th day of April, 1969.

Carl G. Parker L.S.
Carl G. Parker

Anthony S. Battaglia L.S.
Anthony S. Battaglia

Howard P. Ross L.S.
Howard P. Ross

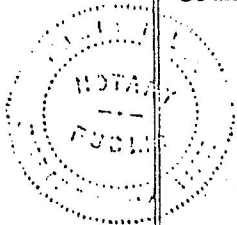
STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared
CARL G. PARKER, ANTHONY S. BATTAGLIA and HOWARD P. ROSS, to me

Law Office
Parker, Battaglia and Ross
3835 Central Avenue
Post Office Box 12078
St. Petersburg, Florida 33733

well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and have severally acknowledged before me that they executed the same freely and voluntarily and for the purposes therein mentioned.

WITNESS my hand and official seal at St. Petersburg, Pinellas County, State of Florida, this 16th day of April, 1969.



[Signature]
Notary Public

My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA at LARGE
MY COMMISSION EXPIRES JULY 22, 1970
BONDED THROUGH FRED W. DIESTELHORST

*Law Offices
Parker, Battaglia and Pura
33555 Central Avenue
Dade County, Fla. 33178
St. Petersburg, Florida 33733*