

IMPERIAL SOUTHGATE CONDOMINIUM ASSN., INC.
SECTION #1 - P.O. Box 2216
LAKELAND, FLORIDA 33803

AMENDMENT TO BY-LAWS

THE UNDERSIGNED, FRANK T. COX, JR., being the President of the IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., Section #1, hereby certifies that by a two-thirds (2/3) vote of the members of the Association at a Special Meeting held on March 3, 1980, the By-Laws for the IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., Section #1, as heretofore recorded in Official Records Book 1435, at Page 436 et seq., public records of Polk County, Florida were amended in the following particulars:

Article IV, Section 10 (Board of Directors):

The Board of Directors shall have the authority to cause the removal from the condominium premises after ten (10) days notice by the Board of Directors to the owner of any type vehicle, which under the rules and regulations issued by the Condominium Association is prohibited. In the event the owner of the vehicle is not readily ascertainable, then notice to the Villa owner where the vehicle is parked shall be sufficient. The cost of removal of the vehicle shall be borne by the owner of the vehicle or the Villa owner where the vehicle is parked.

Prohibited vehicles shall consist of commercial vehicles of any kind, campers, boats or boat trailers, motorcycles, scooters, mopeds, and any vehicle without a current license tag or one which shall be immobilized for major car repairs.

No vehiclular repairs other than those to be considered of a minor or emergency nature shall be made on the premises.

THIS INSTRUMENT WAS PREPARED BY

*pd.
7.00*
R. James S. Welch
P.O. Box 1761
Lakeland, Fla. 33802

80 MAR 7 PM 12:11

5672

Article X (Fiscal Year) is amended to read:

The fiscal year of the corporation shall begin on the 1st day of March of each year and shall terminate on the last day of February of the following year.

Except as is expressly modified hereby, the aforementioned By-Laws are hereby ratified and confirmed.

IN WITNESS WHEREOF, the IMPERIAL SOUTHGATE CONDOMINIUM ASSN., INC., by it's duly authorized officers have hereunto affixed the corporation signature and seal this 3rd day of March, 1980.

IMPERIAL SOUTHGATE
CONDOMINIUM ASSN., INC.
SECTION #1

By Frank T. Cox
President

ATTEST
By Mary M. Cox
Secretary

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that this day, before me, an officer duly authorized and qualified to take acknowledgments, personally appeared, FRANK T. COX, JR., and MARY M. COX, President and Secretary respectively of IMPERIAL SOUTHGATE CONDOMINIUM ASSN., INC., Section #1, to me well known to be the persons described in and who executed the foregoing Amendment to By-Laws and acknowledged before me that they executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 3rd day of March, 1980.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES: May 7, 1982
at Lnr.
Jedco Insurance Agency

FILED, RECORDED AND
RECORD VERIFIED
E.D. "Bud" DIXON, Clk. Cir. Ct.
POLK COUNTY, FLA.
BY [Signature] D.G.

POLK 206750

MA492423

POLK OFF REC. 2138 PAGE 1891

IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSN., INC
SECTION #II - P. O. Box 5444
LAKELAND, FLORIDA 33807-5444

AMENDMENTS TO BY-LAWS

THE UNDERSIGNED, JAMES H. SMITH, being the President of the Imperial Soutghate Villas Condominium Association, Inc., Section #II, hereby certifies that by a two-thirds (2/3) vote of the members of the Association at a Special Meeting held on February 21, 1983, the By-Laws for the IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, INC., Section #II, as heretofore recorded in Official Records Book 1404, at Page 938 et seq., public records of Polk County, Florida were amended in the following particulars:

Article 1, Identification

1.1 The name of the Corporation shall be Imperial Southgate Villas Condominium Association (Section II), Inc. The corporation shall be referred to in this instrument as the Association.

1.2 The purpose of the Association is the determination of a number of individuals to live congenially in a nonprofit condominium of like ownership, and organized in Polk County, Florida, under the Statutes of the State of Florida, Chapter 718.

1.3 The principal office of the Association shall be located at the Villa of the current president of the Association until such time as a permanent office may be designated by the Board of Directors.

1983 MAR - 8 AM 10:00

RETURN TO: H. Martin Ledoux
Villa 46
Imperial Southgate, Lakeland, FL

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Article II - Members

2.1 Those persons or corporations who presently own or hereinafter acquire title in the Association shall be members.

2.3 When a member ceases to be an owner of a unit in the Association, for whatever reason, his/her membership shall be automatically terminated.

2.4 The share of a member in the funds and assets of the Association cannot be assigned, pledged to another as security without transferring possession or title, or transferred in any manner except as an appurtenance to his/her unit.

Article XI - Dues, Fees, Charges, Assessments.

11.4 A preset fee of up to \$50.00 may be charged by the Association in connection with any transfer, sale, lease, sublease, or approval to cover the Association's expenditures and services in regard thereto.

Except as is expressly modified hereby, the aforementioned By-Laws are hereby ratified and confirmed.

IN WITNESS WHEREOF, The IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSN., INC by its duly authorized officers have hereunto affixed the forporation signature and seal this 7th day of March, 1983.

IMPERIAL SOUTHGATE VILLAS
CONDOMINIUM ASSN., INC. SECTION II

By James H. Smith
President

ATTEST:

By H. Martin Ledoux
Secretary

STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that this day, before me, an officer duly authorized and qualified to take acknowledgements, personally appeared, JAMES H. SMITH and H. MARTIN LEDOUX. President and Secretary respectively of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSN., INC., Section #II, to me well known to be the persons described in and who executed the foregoing Amendments to By-Laws and acknowledged before me that they executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 7th day of March, 1983.

Muriel A. Lyon
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES: 10-30-84

FILED, RECORDED AND
RECORD VERIFIED
E.D. 'Bud' DIXON, Clk. Clr. Cl.
POLK COUNTY, FLA.
BY B D.C.

POLK492423

IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC.

SECTION #1

P. O. BOX 6444

LAKELAND, FLORIDA 33807-6444

AMENDMENT TO BY-LAWS

01/24/89

DEPT 15 9.00
DEPT 91 1.50
1607 #
CHECKS 10.50
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THE UNDERSIGNED, ALICE H. TIDWELL, being the President of the IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., Section #1, hereby certifies that by a two-thirds (2/3) vote of the members of the Association at the Annual Meeting held on January 9, 1989, the By-Laws for the IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., Section #1, as heretofore recorded in Official Records Book 1435, at Page 436 et seq., public records of Polk County, Florida were amended in the following particulars:

Article II, Section 1 - MEMBERS:

Initial and Subsequent Members. Those persons or Corporations who presently own or hereafter acquire title to Units in Section #1 of IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the "CONDOMINIUM", shall be members.

Article III, Section 1 - MEETING OF MEMBERS:

Annual Meeting. An Annual Meeting of the members shall be held at a place in Polk County, Florida as designated by the Board of Directors during the third week of January of each year, beginning with year 1990 at the hour of 7:00 p.m., for the purpose of electing Directors and for the transaction of such other business as may come before the Meeting. If the day fixed for the Annual Meeting shall be a legal holiday in the State of Florida, such Meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any Annual Meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a Special Meeting of the members as soon thereafter as conveniently may be.

1989 JAN 24 PM 3:40

008123

Mrs. Alice H. Tidwell
Villa 132
Imperial Southgate
Lakeland, FL 33803

1050

-2-

Except as is expressly modified hereby, the aforementioned By-Laws are hereby ratified and confirmed.

IN WITNESS WHEREOF, the IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., by its duly authorized officers have hereunto affixed the corporation signature and seal this 24th day of January, 1989.

IMPERIAL SOUTHGATE CONDOMINIUM
ASSOCIATION, INC., SECTION #1

By: Alice H. Tidwell
Alice H. Tidwell, President

ATTEST:

Norma B. Fouts
Norma B. Fouts, Secretary

STATE OF FLORIDA

COUNTY OF POLK

Sworn to and subscribed before me this 24th day of January, 1989 by
Alice H. Tidwell, President and Norma B. Fouts, Secretary.

B. Jeb Morris
NOTARY PUBLIC, State of Florida at Large
My Commission Expires:

Notary Public, State Of Florida At Large
My Commission Expires June 21, 1991

FILED, RECORDED AND
RECORD VERIFIED
E. D. "Bud" DIXON, Clk. Cr. Ct.
POLK COUNTY, FLA.
BY TAC D.G.

IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC.
Section 1 - P. O. Box 6444
Lakeland, Florida 33807-6444

AMENDMENT TO BY-LAWS

THE UNDERSIGNED, LANIS B. WADDELL, being President of the Imperial Southgate Condominium Association, Inc., Section No. 1, hereby certifies that by two-thirds vote of the members of the association at a special meeting held on January 15th, 1991, the By-Laws for the Imperial Southgate Condominium Association, Inc., Section 1, as it is heretofore recorded in Official Records Book 1435, at Page 436, seq., Public Records of Polk County, Florida, was amended in the following manner:

ARTICLE XI.
DUES, FEES, CHARGES, ASSESSMENTS

Section 1: Dues and Assessments. The Board of Directors may determine from time to time the dues, charges, fees or assessments to be paid by the members. Said dues, charges, fees and assessments are to be levied in an amount and manner so as to provide the Corporation with sufficient funds to meet the obligations of the Corporation and furnish the facilities and services to the Units of the Condominium which the Corporation is obliged to furnish, all on a non-profit basis and each Unit to bear only its pro-rata share of same, as provided in the Declaration of Condominium. The services and facilities that the association is to furnish for the benefit of the Condominium, in addition to those services and facilities hereinafter added by vote of the members and subject to subsequent deletion of services or facilities pursuant to vote of the members, shall be: to maintain the common elements of the Condominium including lawns, grounds, roads, walkways and street lighting; provide garbage and trash removal for the Condominium and all units thereof; to provide fire and extended coverage insurance to the value thereof on the common elements and each unit; to provide public liability insurance on the common elements; to provide professional management; to provide a central television antennae distribution service to each unit; to pay on behalf of each unit each unit's monthly fees to The Villa Club; to provide water and sewer service for the benefit of each unit; to provide existing fire protection so long as available at existing rates.

Section 2: Default. When any member shall be in default of the fees due, charges or assessments levied pursuant to Section 1, of this Article, he shall be subject to the liability for collection of same provided under the Condominium Act of the State of Florida, together with all costs of collection, including a reasonable Attorney's fee.

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p. 3

Except as it is expressly modified hereby, the aforementioned By-Law is hereby ratified and confirmed.

IN WITNESS WHEREOF THE IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., Section 1, by its duly authorized officers, have hereunto affixed the corporation signature and seal, this 28th day of January, 1991.

IMPERIAL SOUTHGATE CONDOMINIUM
ASSOCIATION, INC., SECTION 1

By Lanis B. Waddell
Lanis B. Waddell, President

Attest: Norma B. Fouts
Norma B. Fouts, Secretary

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this date before me, an officer duly authorized and qualified to take acknowledgements, personally appeared LANIS B. WADDELL, President of Imperial Southgate Condominium Association, Inc., Section 1, to me well known to be the person described in and who executed the foregoing Amendment to the By-Law of Imperial Southgate Condominium Association, Inc., Section 1, and severally acknowledged the execution thereof to be their free act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal at BARTOW, in the County and State last aforesaid, this 28th day of January, 1991.

B. Debra Morris
NOTARY PUBLIC

My Commission Expires:

Notary Public, State Of Florida At Large
My Commission Expires June 21, 1991

REPT 1.5 9.00
REPT 2.1 1.50
REPT 1.0 4.00
CASH 14.50
90294

FILED, RECORDED, AND
RECORD VERIFIED
E. D. "Bud" DIXON, CLK. CR. CL.
POLK COUNTY, FLA.
BY [Signature] D.C.

2935 1542
POLK OFF. REC. PAGE

IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION

SECTION I

P. O. Box 6444 - Lakeland, FL 33807-6444

RECORDED 03/20/2002 04:22 PM
RICHARD M. WEISS CLERK OF COURT
POLK COUNTY
DEPUTY CLERK E Costa

AMENDMENT TO THE BY-LAWS

ARTICLE XI

DUES, FEES, CHARGES, ASSESSMENTS

Section 1: Dues and Assessments. The Board of Directors may determine from time to time the dues, charges, fees or assessments to be paid by the members. Said dues, charges, fees and assessments are to be levied in an amount and manner so as to provide the Corporation with sufficient funds to meet the obligations of the corporation and furnish the facilities and services to the Units of the Condominium which the Corporation is obliged to furnish, all on a non-profit basis and each Unit to bear only its pro-rata share of same, as provided in the declaration of Condominium. The services and facilities that the Associations is to furnish for the benefit of the Condominium, in addition to those services and facilities hereinafter added by vote of the members and subject to subsequent deletion of services or facilities pursuant to vote of the members, shall be: To maintain the common elements of the Condominium including lawns, grounds, roads, walkways and street lighting; provide garbage and trash removal for the Condominium and all Units thereof; to provide fire and extended coverage insurance to the value thereof on the common elements and each Unit; to provide public liability insurance on the common elements; to provide professional management; to provide a central television antennae distribution service to each Unit; to pay on behalf of each Unit each Unit's monthly fees to The Villa Club; to provide water and sewer service for the benefit of each unit; to provide existing fire protection so long as available at existing rates.

The Association is responsible for any underground plumbing problem(s) on COMMON GROUNDS (excluding the utility room area) caused by original construction defect and/or any natural agent, i.e. tree root intrusion, sinkholes or pipe breakage. The Association will be responsible for the cost of repair only after the above said cause(s) has been established by a licensed plumber. It will be the owner's responsibility to secure the services of a licensed plumber. The plumber must confirm the cause(s) in writing, along with the estimated charge for repair, to the Board of Directors. Under no circumstances will the Association be responsible for plumbing repairs made due to the villa owner/occupant's negligence.

Section 2: Default. When any member shall be in default of the fees due, charges or assessments levied pursuant to Section 1, of this Article, he shall be subject to the liability for collection of same provided under the Condominium Act of the State of Florida, together with all the costs of collection, including a reasonable Attorney's fee.

Except as it is expressly modified hereby, the aforementioned By-Law is hereby ratified and confirmed.

IN WITNESS WHEREOF THE IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, INC., Section I, by its duly authorized officers have hereunto affixed the corporation signature and seal, this 20th day of March, 2002.

IMPERIAL SOUTHGATE CONDOMINIUM
ASSOCIATION, INC., Section I

By: Ruth A. Nerdinger
Ruth A. Nerdinger, President

ATTEST:

By: Joan Peters
Joan Peters, Vice President

WITNESS my hand and official seal in the County and State of Polk, FL, as aforesaid this 20 day of March 2002.



This instrument prepared by and return to:
William T. Link, Esq.
REED & MAWHINNEY, P.L.
1611 Harden Blvd.
Lakeland, FL 33803
863.687.1771



INSTR # 2014103627
BK 9271 Pgs 407-418 PG(s)12
RECORDED 06/16/2014 04:09:57 PM
STACY H. BUTTERFIELD,
CLERK OF COURT POLK COUNTY
RECORDING FEES \$103.50
RECORDED BY ambezieg

**AMENDED AND RESTATED
BYLAWS OF
IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I**

WHEREAS, IMPERIAL SOUTHGATE VILLA CONDOMINIUM ASSOCIATION, SECTION I ("Association"), adopted those certain bylaws as attached to that certain Declaration of Covenants, Conditions and Restrictions recorded in Official Records Book 1336, Page 346, Public Records of Polk County, Florida, on February 5, 1971 ("Original Bylaws");

WHEREAS, the Original Bylaws have been amended from time to time;

WHEREAS, the Original Bylaws may be altered, amended or repealed and new bylaws may be adopted by a two-thirds (2/3rds) vote of the members present and voting at a regular Annual Meeting or a Special Meeting called for that purpose, if at least fifteen (15) days written notice is given in advance of such meeting, of intention to alter, amend or repeal, or to adopt new bylaws at such meeting in accordance with the amendment procedure and requirements set forth in Article XIII, of the Original Bylaws;

WHEREAS, this Amended and Restated Bylaws shall be effective as of the date set forth herein and shall relate specifically back to the date of Original Bylaws;

WHEREAS, the members of the Association desire to amend and restate in its entirety the Original Bylaws for the reasons and purposes as set forth herein, and desire and agree to be bound by this Amended and Restated Bylaws;

WHEREAS, the members of the Association acknowledge and agree that the proposed changes to the Original Bylaws are so extensive that to have this Amended and Restated Bylaws contain the full text of the Original Bylaws with new words inserted in the text underlined and words to be deleted from the text lined through would hinder, rather than assist, the understanding of the proposed changes;

NOW THEREFORE, IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I amends and restates, in its entirety, the Bylaws of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I as follows:

**NOTATION: THESE BYLAWS CONTAIN SUBSTANTIAL REWORDING
OF THE ORIGINAL BYLAWS. SEE THE ORIGINAL BYLAWS, AS
AMENDED FROM TIME TO TIME, FOR PRESENT TEXT.**

Article 1
Name

This corporation shall be known as IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, a Florida corporation not for profit as set forth in Articles of Incorporation filed with the Secretary of State (hereinafter called the "Articles").

Article II
Offices

The principal address of the Association shall be the address of the then president of the Association as reflected on Florida Secretary of State, Division of Corporations website. The mailing address of the Association shall be P.O. Box 6444, Lakeland, Florida, 33807. The Association may also have offices at such other place both within and without the State of Florida as the Board of Directors may from time to time determine or the business of the Association may require.

Article III
Definitions

Section 1. "Association" shall mean and refer to IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the master Declaration and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Elements" shall mean and refer to the meaning assigned to such term in the Declaration.

Section 4. "Unit" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Elements and dedicated areas within the development. The units are currently known as Units 701- 778 Barber Circle, inclusive.

Section 5. "Owner" shall mean and refer to the record Owner, whether one or more persons or entities, of the fee simple title to any Unit which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of any obligation.

Section 6. "Declaration" shall mean and refer to that certain Declaration of Covenants, Conditions and Restrictions recorded in Official Records Book 1336, Page 346, Public Records of Polk County, Florida, on February 5, 1971, as amended and restated from time to time.

Section 7. "Member" shall mean and refer to an Owner of a Unit which is subject to assessment by the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment.

Article IV

Meetings of Members

Section 1. Annual Meetings. An annual meeting of the Members shall be held at a place in Polk County, Florida as designated by the Board of Directors during the third week of January of each year, beginning with year 1990, at a time and location to be determined by the Board of Directors, for the purpose of determining the number of Directors, electing Directors, and for the transaction of such other business as may come before the Association. The annual Meeting shall not be set on a legal holiday in the State of Florida. If the election of Directors shall not be held as designated herein for any Annual Meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a Special Meeting of the Members as soon thereafter as conveniently may be scheduled.

Section 2. Special Meetings. Special meetings of the Members may be called at any time by the president or by the Board of Directors, a majority of the Board of Directors, or upon written request of the Members who are entitled to vote one-half (1/2) of all the votes of the Membership.

Section 3. Notice of Meetings. Written or printed notice stating the place, date, and time of any meeting of the Members shall be delivered, either personally or by mail, to each Member entitled to vote at such meeting at least 48 continuous hours before the meeting except in an emergency. In the case of a special meeting, when required by statute, or when required by these Bylaws, the purpose or purposes of which the meeting is called shall be included with the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail, addressed to the Member at his or her address at it appears on the records of the Association, with postage thereon prepaid.

Section 4. Informal Action by Members. Any action requested by law to be taken at a meeting of the Members, or any action which may be taken at a meeting of members, without a meeting of the Members, may be taken upon the written consent of such action signed by the number of Members required to approve such action.

Section 5. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast a majority of the votes of the Membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time without notice other than announcement at the meeting until a quorum as aforesaid shall be present or represented.

Section 6. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary at or before such meeting. Every proxy shall be revocable. No proxy shall be valid more than eleven (11) months from the date of its execution unless otherwise.

Section 7. Voting By Mail. Where Directors or Officers are to be elected by Members, such election may be conducted by mail in such a manner as the Board of Directors shall determine.

Article V
Board of Directors

Section 1. General Powers and Number. The affairs of this Association shall be managed by a Board of Directors. Each Director must be a Member of the Association. The number of Directors shall always be an odd number no less than three (3).

Section 2. Tenure. The Directors in office at the time of the adoption of these Bylaws (or their successors in the event of the removal or disability of one or all of said Directors) shall hold office until the next Annual Meeting of the Members and until his or her successor shall have been elected and qualified, or until removed by a majority of the Members.

Section 3. Removal. Any Director may be removed from the board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining Members of the board and shall serve for the unexpired term of his or her predecessor.

Section 4. Compensation. No Director shall receive compensation for any service rendered to the Association. However, any Director may be reimbursed for actual expenses in the performance of duties.

Section 5. Action taken without a meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

Section 6. Meetings: The Board of Directors shall meet no less frequently than two (2) times per year. One such meeting shall be held immediately after, and at the same place as, the annual meeting of Members for the purpose of electing officers and other business. Regular meetings of the Board of Directors shall be held at such time and place as is provided by appropriate resolution of the Board of Directors approved by a majority of the Directors. Special meetings of the Board of Directors shall be held when called by the President or any two (2) or more Directors. A meeting of the Board of Directors occurs whenever a quorum of the Board of Directors gathers to conduct Association business. A majority of the Directors will constitute a quorum at any meeting of the Board of Directors.

Notice of meetings of the Board of Directors will be given by mail, telephone, or in person to each Member at least forty eight (48) hours before the meeting, except in case of an emergency that requires immediate action. Meetings may be called with shorter notice if agreeable to all Directors or in case of emergency. Notice of all meetings of the Board of Directors must be posted on the bulletin boards or similar public posting space designated by the Association at least forty-eight (48) hours in advance of a meeting, if any, or alternatively by written notice mailed or hand-delivered to each Member of the Association at least forty eight (48) hours before the meeting except in an emergency, in which case prior notice to Members is not required.

All meetings of the Board of Directors are open to all Members of the Association except for meetings between the Board of Directors and its attorney with respect to proposed or pending litigation where the contents of the discussion are governed by attorney-client privilege. Members attending a meeting of the Board of Directors shall have the right, in accordance with and subject to the restrictions and limitations set forth in the Florida Statutes, to speak at such meeting. Additionally, the Board of Directors shall have the right to adopt reasonable rules of etiquette and procedure, including without limitation rules for Members exercising the right to speak at such meetings.

All decisions or votes of the Board of Directors will be by majority of votes cast. Directors may not abstain from voting unless a conflict of interest exists. If a Director otherwise refuses to vote, the Director's vote will be recorded in the direction of the majority of the votes cast and if the vote is equally split, such Director's vote will be recorded against the action to be taken.

Article VI

Powers and duties of the Board of Directors

Section 1. Powers: the Board of Directors shall have power to:

(a) adopt, publish, and enforce administrative rules and regulations governing the operations of the Association as well as rules and regulations governing the use of the Common Elements and dedicated areas, and the personal conduct of the Member and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and right to use the recreational facilities of a Member in accordance with the Florida Statutes, the Articles, these Bylaws, and the Declaration;

(c) levy and collect fines for failure to pay assessments or violation of the rules and regulations outlined in the Declaration, these Bylaws, or other rules and regulations promulgated by the Board of Directors under the powers granted by the Declaration and these Bylaws;

(d) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the Members by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

(e) accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Association.

(f) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

(g) enter into management agreements or employ a manager, an independent contractor, or such other employees as they may deem necessary, and to prescribe their duties.

Section 2. Duties. it shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members or at any special

meeting when such statement is requested in writing by one-fourth (1/4) of the Members who are entitled to vote at such meeting;

(b) supervise all offices, agents and employees of this Association, and to see that their duties are properly performed;

(c) as more fully provided in the Declaration

(1) fix the amount of the annual assessment (which is to be paid quarterly) no later than the date of the annual meeting;

(2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period, and may but is under no obligation to send written notice in advance of each quarterly payment due date, and;

(3) file a claim of lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the Owner personally obligated to pay the same.

(d) issue or cause an appropriate officer to issue upon demand by any person a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure, pay for and maintain adequate liability and hazard insurance on real and personal property owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded as it may deem appropriate;

(g) cause the Common Elements and dedicated areas to be maintained.

Article VII

Officers

Section 1. Enumeration of officers. The officers of this Association shall be a president, vice president, secretary, and treasurer, who shall at all times be Members of the Board of Directors, and such other officers as the board may from time to time by resolution create.

Section 2. Election of officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. the officers of this Association shall be elected annually by the Directors and each shall hold office for one (1) year unless he shall sooner resign or shall be removed, or otherwise disqualified to serve.

Section 4. Special appointments. The board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority and perform such duties as the board may, from time to time, determine. If required by the Board

of Directors any such special appointments, including, without limitation, assistant treasurers and assistant secretaries shall give bonds for the faithful discharge of their duties in such sums and with such surety or sureties as the Board of Directors shall determine.

Section 5. Resignation and removal. Any officer may be removed from office with or without cause by the board. Any officer may resign at any time giving written notice to the Board of Directors, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 7. Concurrent offices. Any two or more offices may be held by the same person except the offices of President and Secretary.

Section 8. Compensation. Officers of the Association shall not receive any compensation for acting as such, but nothing herein contained shall be construed to preclude any officer from serving the Association in any other capacity and receiving compensation therefor.

Section 9. Duties. The duties of the officers are as follows:

(a) President. The president shall be the principal executive officer of the Association and shall in general supervise and control all of the business and affairs of the Association. He shall preside at all meetings of the Members and of the Board of Directors and shall execute any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors authorizes to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Association; countersign all checks, drafts or order for the payment of money, notes or other evidence of indebtedness issued in the name of the Association and, in general, he shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors from time to time.

(b) Vice President. The vice president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required by the Board of Directors (or in the event there be more than one vice president, the vice presidents in the order of the election or appointment). Any vice president shall also perform such other duties as, from time to time, may be assigned by the president or the Board of Directors.

(c) Secretary. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board of Directors and of the Members; keep appropriate current records showing the Members of the Association together with their addresses. The secretary shall also perform such other duties as, from time to time, may be assigned by the president or the Board of Directors.

(d) Treasurer. The treasurer shall have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for monies due and payable to the Association from any source whatever, and deposit all such monies in the name of the Association in such banks, trust companies or other depositories as shall be selected in accordance with these Bylaws; sign all checks, drafts or order for the payment of money, notes or other evidence of indebtedness issued in the name of the Association, and in general perform all duties incident to the office of Treasurer and other such duties and from time to time may be assigned to him by the president or Board of Directors. The treasurer, if required by the Board of Directors, shall be given a bond for the faithful discharge of his duties to such sum and with such surety or sureties as the Board of Directors shall determine.

Article VIII **Committees**

Section 1. Creation and function of Director Committees. The Board of Directors may, by resolution passed by a majority of the whole board, designate committees, each to consist of one (1) or more other Members (who may, but need not, be Directors) of the Association. Committees shall have such functions and may exercise the powers of the Board of Directors as can be lawfully delegated and to the extent provided in the resolution or resolutions creating such committee or committees; provided, however, that such delegation of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

Section 2. Creation of Other Committees. Other committees not having or exercising the authority of the Board of Directors in the management of the Association may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be Members of the Association and the president shall appoint the members thereof.

Section 3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the Members of the Association and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee by the person or persons authorized to appoint such member or unless such member shall cease to qualify as a member thereof or resigns.

Section 4. Chairman. One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members of such committee.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointment.

Section 6. Committee Meetings. Regular meetings of committees may be held without notice at such time and at such place as shall from time to time be determined by such committee, and special meetings of the committees may be called by any Member thereof upon two (2) days' notice to each of the other members of such committee, given either personally or in the manner provided in these Bylaws (pertaining to notice for Directors' meetings).

Section 7. Quorum of Committees: At all meetings of the Committees, a majority of the committee's membership in office shall constitute a quorum for the transactions of business.

Section 8. Rules and Minutes of Committees. Each committee may adopt rules for its own government not inconsistent with these Bylaws or with the rules adopted by the Board of Directors. Committees shall keep regular minutes of their proceedings and report the same to the Board of Directors when requested by the Board of Directors.

Article IX **Books and Records**

The Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Members, Board of Directors, and committees having any authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the Members entitled to vote. All books and records of the Association may be inspected by a Member, or a Member's agent or attorney, for any proper purpose at any reasonable time.

Article X **Fiscal Year**

The fiscal year of the Association shall begin on January 1 and end on the last day of December.

Article XI **Rules of Order**

Robert's rules of order shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

Article XII **Amendments and Conflicts**

Section 1. Amendment. These Bylaws may be amended, at a regular or special meeting of the Members called for that purpose, if at least fifteen (15) days written notice is given in advance of such special meeting, of intention to alter, amend or repeal, or to adopt new bylaws at such meeting, by a vote of a two-thirds (2/3rds) of a quorum of Members present in person or by proxy.

Section 2. Conflict. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Bylaws shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

Article XIII **Assessments**

Section 1. Assessments. The Board of Directors may determine from time to time the dues, charges, fees or assessments to be paid by the Members. Said dues, charges, fees, and assessments are to be levied in an amount and manner so as to provide the Association with sufficient funds to meet the obligations of the Association and furnish the facilities and services which the Association is obligated to furnish, all on a non-profit basis and each Unit is to bear

only its pro-rata share of the same, as further provided in the Declaration. The services and facilities to be furnished by the Association for the benefit of the Members, in addition to those services and facilities hereinafter added by vote of the Members and subject to the subsequent deletion of services or facilities pursuant to a vote of the Members, shall be: maintain the Common Elements, including, lawns, grounds, roads, street lighting; provide garbage and trash removal; provide fire and extended coverage insurance to the value of the Common Elements of each Unit; provide public liability insurance on the Common Elements and each Unit; provide professional management; provide a central television antennae distribution service to each Unit; pay on behalf of each Unit each Unit's monthly fees to The Villa Club; provide water and sewer service for the benefit of each Unit; and provide existing fire protection so long as available at existing rates.

Notwithstanding anything to the contrary contained herein, the Association is responsible for any underground plumbing problems on common grounds (excluding the utility room area) caused by original construction defect and/or any natural agent, i.e. tree root intrusion, sinkholes or pipe breakage. The Association will be responsible for the cost of repair only after the cause has been established by a licensed plumber paid by the owner and approved by the Association. Said plumber must confirm the causes in writing, along with the estimated charge for repair to the Board of Directors. Under no circumstances will the Association be responsible for plumbing repairs required due to an Owner's (or its tenant's occupant's, or visitor's) negligence.

Section 2. Default. When any Member shall be in default of the fees, dues, charges, or assessments levied pursuant to Section 1 of this Article, such Member shall be subject to the liability for collection of same as provided under the Condominium Act of the State of Florida, together with all costs of collection, including reasonable attorneys' fees. The Association will refer all defaults to an attorney for collection if such default is not cured within sixty (60) days thereof.

Article XIV **Corporate Seal**

The Association shall have a seal in circular form having within its circumference the name of the Association and the words "Corporate Seal for 1970".

Article XV **GENDER CLAUSE**

The gender (or lack of gender) of all words used in these Bylaws includes the masculine, feminine, and neuter

SIGNATURE PAGE FOLLOWS

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The foregoing Bylaws were duly adopted as the Amended and Restated Bylaws of **IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I**, a corporation not for profit, operating as a condominium association under the laws of the State of Florida, at a meeting of the Members of the Association held on April 29, 2014.

**IMPERIAL SOUTHGATE VILLAS
CONDOMINIUM ASSOCIATION,
SECTION I**

By: Jayne Parthree
Name: Jayne Parthree
Title: President

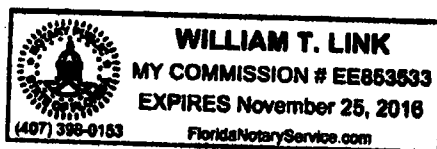
**IMPERIAL SOUTHGATE VILLAS
CONDOMINIUM ASSOCIATION,
SECTION I**

By: Stacy Smith
Name: Stacy Smith
Title: Secretary

**STATE OF FLORIDA
COUNTY OF POLK**

Before me, a Notary Public duly authorized to take acknowledgments, personally appeared Jayne Parthree as current President of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION SECTION I, a Florida corporation not for profit, and Stacy Smith as current Secretary of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, a Florida corporation not for profit, to me known to be the persons described as subscribers in and who executed the foregoing amended and restated bylaws of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION SECTION I, a Florida corporation not for profit.

WITNESS my hand and official seal in the County and State aforesaid, this 7th day of May, 2014.



William T. Link
NOTARY PUBLIC

**CERTIFICATE OF IMPERIAL SOUTHGATE VILLAS CONDOMINIUM
ASSOCIATION, SECTION I, AMENDED AND RESTATED BYLAWS**

This is to certify that at a duly called meeting of the Members of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, a Florida not for profit corporation, held on April 29, 2014 in accordance with the applicable governing documents of the Association, the IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, duly adopted the Amended and Restated Bylaws that this certificate is attached, in accordance with Article XIII of the Bylaws by a vote of two-thirds (2/3rds) vote of the Members present and voting at such regular annual meeting or special meeting called for the purpose of adopting these Amended and Restated Bylaws and for which fifteen (15) days prior written notice was provided to Members.

IN WITNESS WHEREOF, IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, a Florida not for profit corporation, has caused this instrument to be executed effective as of the 7th day of May, 2014.

Witnesses:

Anna L. Reed

Witness #1 as to both

Anna L. Reed
Printed Name of Witness #1

Linda Marichal

Witness #2 as to both

Linda Marichal
Printed Name of Witness #2

**IMPERIAL SOUTHGATE VILLAS
CONDOMINIUM ASSOCIATION,
SECTION I**

By: Jayne E Parthree

Name: Jayne Parthree

Title: President

Attest:

By: Stacy Smith

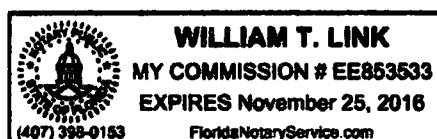
Name: Stacy Smith

Title: Secretary

**STATE OF FLORIDA
COUNTY OF POLK**

Before me, a Notary Public duly authorized to take acknowledgments, personally appeared Jayne Parthree as current President of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION SECTION I, a Florida corporation not for profit, and Stacy Smith as current Secretary of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, SECTION I, a Florida corporation not for profit, to me known to be the persons described as subscribers in and who executed the foregoing amended and restated bylaws of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION SECTION I, a Florida corporation not for profit.

WITNESS my hand and official seal in the County and State aforesaid, this 7th day of May, 2014.



William T. Link
NOTARY PUBLIC