

AMENDMENT TO THE BY-LAWS

OF

TIMBER CREEK CONDOMINIUMS ASSOCIATION, INC.

422323

The following Amendments and Restated "Exhibit J to Declaration of Condominium of Timber Creek Condominiums No. One and Two Revised By-Laws of Timber Creek Condominiums Association, Inc." as recorded in the Public Records of Manatee County, Florida, in Official Record Book 928 pages 1965 to 1976 inclusive and Official Record Book 989 pages 2058 to 2078 inclusive, as subsequently amended, has been legally voted upon and passed by the Association's Board of Administration unanimously at a Board meeting held on March 27, 1990, and approved at a Special Meeting of the Members of Timber Creek Condominiums Association, Inc., held on May 29, 1990 specifically for this purpose; the members present and by proxy totaling 68, the vote for passage was 62, against 6.

KNOW ALL MEN BY THESE PRESENTS, that attached hereto and made a part hereof is "Exhibit J to Declaration of Condominium of Timber Creek Condominiums No. One and No. Two Revised By-Laws of Timber Creek Condominiums Association, Inc." and

That with the exception of the "Introduction" thereto, at the above mentioned meeting, is submitted, and

LET IT BE KNOWN that the amendments made simultaneously with the revision of the aforesaid document were individually indicated and described in a covering letter which letter also indicated non-changes and deletions, and said letter with the restated aforementioned document was distributed to the entire membership of Timber Creek Condominiums Association, Inc., along with the official notice setting forth the time, place, and purpose of the Special Members' Meeting. A resume of said amendments was set forth in the "Introductions" to the revisions of the "Exhibit J to the Declaration of Condominium of Timber Creek Condominiums No. One and No. Two Revised By-Laws of Timber Creek Condominiums Association, Inc."

IN WITNESS WHEREOF, Timber Creek Condominiums Association, Inc. has caused these presents to be signed and its corporate seal affixed by its duly authorized officers, Robert Elmore, President Pro Tem, and Jean T. DuGene, Secretary, this 11th day of October, A.D. 1990.

State of Florida
County of Manatee

Before me personally appeared ROBERT ELMORE and JEAN T. DUGENE to me well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed. WITNESS my hand and official seal, this 11th DAY OF OCTOBER A.D., 1990..

Robert Elmore
Robert Elmore, President, Pro Tem

Jean T. DuGene
Jean T. DuGene, Secretary

Christopher Messner
NOTARY PUBLIC - State of Florida



My Commission Expires:
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP SEPT. 19, 1994
BONDED THRU GENERAL INS. UND.

RECORD VERIFIED
R.M. SHORE, CLERK OF CIRCUIT COURT

EXHIBIT J

TO DECLARATION OF CONDOMINIUM OF
TIMBER CREEK CONDOMINIUMS
NO. ONE AND NO. TWO

REVISED BY-LAWS
OF
TIMBER CREEK CONDOMINIUMS ASSOCIATION, INC.

a corporation not for profit
under the laws of the State of Florida

1. IDENTITY

1.1 These are the Revised By-Laws of TIMBER CREEK CONDOMINIUMS ASSOCIATION, INC., hereinafter referred to as the "Association", a non-profit corporation under the laws of the State of Florida, organized pursuant to the provisions of Chapter 718 of the Statutes of the State of Florida, hereinafter referred to as the "Condominium Act".

1.2 The office of the Association will be at 4550 Timber Creek Lane, Bradenton, Florida, 34210.

1.3 The fiscal year of the Association will be the calendar year.

1.4 The seal of the Association will bear the name of the Corporation, the word, "Florida", the words, "Corporation not for profit", and the year of incorporation.

2. DEFINITIONS

The definitions of terms stated in the Articles of Incorporation will apply to these By-Laws.

3. MEMBERS' MEETINGS

3.1 The annual members' meeting will be held at the office of the Association at 7:00 P.M. on the first (1st) Thursday of December of each year for the purposes of electing directors to the Board of Administration and of transacting any other business authorized to be transacted by the members. If the day designated herein is a legal holiday, the meeting will be held at the same hour of the next day that is not a legal holiday.

3.2 The president or a majority of the Board of Administration may call a special members' meeting at any time and the President must call a special members' meeting upon written request from members entitled to cast fifty-one percent (51%) of the votes of the entire membership.

3.3 Notice of each members' meeting, stating the time, place, purpose and an agenda for which the meeting is called, will be given by the President or the Secretary. Such notice will be in writing and will be mailed not less than fifteen (15) nor more than thirty (30) days prior to the date of the meeting, to each member at his/her address as it appears on the books of the Association. The affidavit of the person giving the notice will be proof of such mailing. In addition to the foregoing, notice of each meeting will be posted conspicuously on all the condominium and Association property bulletin boards not later than fifteen (15) days in advance of such meeting.

3.4 The voting rights of members will be determined as follows:

(a) At each members' meeting one vote may be cast for each unit.

(b) If a unit is owned by one person, he/she will be entitled to cast the vote for his/her unit and his/her right thereto will be established by the record title to the unit. In the event of the disability of the unit owner, the vote may be transferred to another person by a proof of Power of Attorney filed with the Secretary prior to the meeting and will be valid until revoked by the unit owner of record.

(c) If a unit is owned by more than one person, the person entitled to cast the vote for the unit will be designated by a certificate signed by all of the record owners of the unit and filed with the Secretary of the Association. Such certificate will be valid until revoked or superceded by a subsequent certificate or until a change in the ownership of the unit is recorded. A certificate designating the person entitled to cast the vote of a unit may be revoked by any one of the owners of a unit. If a certificate is not on file, or if the certificate is revoked, no vote will be cast for such unit.

3.5 A quorum at any members' meeting will exist if persons entitled to cast a majority of the votes of the entire membership are present, either in person or by proxy. The acts approved by a majority of the votes present at a meeting at which a quorum is present will constitute the acts of the members, except when approval by a greater number of members is required by the Declaration of Condominium, the Articles of Incorporation, or these By-Laws.

3.6 A proxy may be given by any person entitled to vote. The proxy will be valid only for the particular meeting designated therein and must be filed with the Secretary before the appointed time of the meeting or any adjournment of the meeting. Anything in the foregoing to the contrary notwithstanding, no person will be designated to hold more than five (5) proxies.

3.7 If any members' meeting cannot be organized because a quorum is not present, the members who are present may adjourn the meeting until such time as a quorum is present.

3.8 The order of business at any annual members' meeting, and as far as practical at a special members' meeting, will be:

- (a) Calling of the roll and certifying of proxies.
- (b) Proof of notice of meeting.
- (c) Reading and disposal of any unapproved minutes.
- (d) Reports of Officers.
- (e) Reports of committees.
- (f) Nominations of directors from the floor.
- (g) Election of directors.
- (h) Unfinished business.
- (i) New business.
- (j) Adjournment.

3.9 Minutes of all members' meetings will be kept in a businesslike manner, held for a period of not less than seven (7) years and made available for inspection by members, members' representatives and Directors at all reasonable times.

4. DIRECTORS

4.1 Every director must be a member of the Association. Each condominium administered by the Association will have three (3) directors on the Board of Administration.

4.2 Election of directors will be held every year at the annual members' meeting, subject to the provisions of sub-paragraph 4.3.

4.3 Election of directors will be conducted in the following manner:

(a) The Board of Administration will designate nominating committees of not less than three (3) members, who are unit owners, for each condominium administered by the Association. Such committees will be formed not less than ninety (90) days prior to the annual meeting. Each committee will be charged with the duty of nominating candidates for director for the condominium represented by such committee: provided, however, additional nominations from members in each condominium will be received from the floor prior to elections. In the event the Board of Administration does not designate a nominating committee as herein provided, nominations for director will be received from the floor from members of the condominium which will be represented by such director or directors. The nominating committee will recognize any unit owner willing to be a candidate.

(b) The election will be by ballot, unless dispensed with by unanimous consent, and the outcome will be determined by a plurality of votes cast. Each member is entitled to cast his/her vote for as many vacancies to be filled from the condominium in which he/she owns a unit. There will be no cumulative voting.

(c) Except as to vacancies created by the removal of directors pursuant to Paragraph 4.4, a vacancy in the Board of Administration occurring between annual members' meetings will be filled by the appointment of a new director by the remaining directors from the condominium represented by the vacated position, for the remainder of the term of the vacated position.

4.4 Any director may be removed, at a special meeting called for that purpose, by the affirmative vote of two-thirds (2/3) of the members in the condominium from which he/she has been elected. The vacancy created in the Board of Administration by such action will be filled by an election at the same meeting.

4.5 Any director may resign at any time by sending written notice to the Secretary of the Association. Such resignation will take effect at the next meeting of the Board of Administration following the date of receipt of such notice by the Secretary, unless a date otherwise is specified in the resignation notice.

(a) Any director, who must be a member of the Association and the Condominium he/she was elected by, will be deemed to have resigned if he/she transfers his/her unit so that he/she ceases to be a member of the Association and the condominium from which he/she was elected.

(b) More than three (3) consecutive unexcused absences from regular Board meetings will be deemed a resignation, which will be effective upon acceptance by the Board.

(c) Vacancies created by 4.5, 4.5 (a) and 4.5 (b) above, will be filled as provided for in sub-paragraph 4.3 (c), above.

4.6 The term of each director's service, subject to the provisions of sub-paragraphs 4.4, 4.5 (a) and 4.5 (b) above, unless he/she is removed in manner elsewhere provided, will be for one (1) year beginning on the first (1st) day of January following the annual meeting at which they were elected. Incumbent directors will be encouraged to run for a second term.

4.7 The organizational meeting of the newly-elected directors will be held within ten (10) days of their election at such time and place as will be fixed and announced by the Board of Administration at the annual meeting at which they were elected, and no further notice of the organizational meeting will be necessary.

4.8 Regular meetings of the Board of Administration will be held at such time and place as determined by a simple majority of all of the directors. Notice of regular meetings will be given to each director, personally or by mail, telephone, telegraph or telefax, at least three (3) days prior to the date of such meeting. The notice will state the time, place and purpose of the meeting. In addition, a notice stating the time, date and an agenda of the meeting will be posted conspicuously on condominium and Association bulletin boards forty-eight (48) hours in advance of the meeting date.

4.9 Special meetings of the Board of Administration may be called by the President and must be called by the Secretary at the written request of one-third (1/3) of the directors. Notice of the meeting will be given to each director, personally or by mail, telephone, telegraph or telefax, at least three (3) days prior to the date of such meeting. The notice will state the time, place and an agenda of the meeting, and will be posted conspicuously on condominium and Association bulletin boards forty-eight (48) hours before such meeting.

4.10 Any director may waive notice of a meeting before or after the meeting and such a waiver will be deemed equivalent to the giving of notice.

4.11 A quorum at a meeting of the Board of Administration will consist of a majority of the entire Board. The acts approved by a majority of those present at a meeting at which a quorum is present will constitute the act of the Board of Administration, except when approval by a greater number of directors is required by the Declaration of Condominium, the Articles of Incorporation, or these By-Laws.

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4.12 If at any meeting of the Board of Administration a quorum is not present, the majority of those present may adjourn the meeting and schedule another meeting at a later date. Proper notice will be given for the meeting on the later date.

4.13 The joinder of a director in the action of a meeting by his/her signing and concurring in the minutes of the meeting will constitute the presence of such Director for the purpose of determining a quorum and a majority for acts of the Board of Administration.

(a) A conference call method with a speakerphone, used in communications between the appropriate number of directors will constitute an in-person meeting.

4.14 The presiding officer of meetings of the Board of Administration will be the President of the Association. In the absence of the presiding officer, the directors present will designate one of their number to preside.

(a) ROBERTS RULES OF ORDER (latest edition) will prevail at all meetings of the Board of Administration, unless otherwise stipulated.

4.15 The order of business at the meetings of the Board of Administration will be:

- (a) Call of roll.
- (b) Proof of due notice of meeting.
- (c) Reading and disposal of any unapproved minutes.
- (d) Reports of officers and committees.
- (e) Election of officers.
- (f) Unfinished business.
- (g) New business.
- (h) Adjournment.

4.16 No compensation will be paid to any director except with the approval of two-thirds (2/3) of the Association members present in person or by proxy at any members' meeting. No director may be a paid or contract employee of the Association during his/her term of office, except as provided for in this sub-section 4.16.

4.17 Minutes of all meetings of the Board of Administration will be kept in a business-like manner, held for a period of not less than seven (7) years and made available for inspection by members, members representatives and directors at all reasonable times.

4.18 All meetings of the Board of Administration will be open to all members and notice of meetings will be posted conspicuously on the condominium and Association

bulletin boards at least forty-eight (48) hours prior to each such meeting. In emergency situations, advance time requirements may be waived.

5. POWERS AND DUTIES OF THE BOARD OF ADMINISTRATION

All of the powers and duties of the Association existing under the Condominium Act, Declaration of Condominium, Articles of Incorporation, and these By-Laws will be exercised exclusively by the Board of Administration, its agents, contractors and employees, subject only to approval by Association members where such approval is specifically required. Without limiting the powers and duties of the Board of Administration, it will have the following powers:

(a) To enter into a contract providing for the management of condominium and association owned property;

(b) To enter into contracts for the purpose of making available to the members, services such as, but not limited to, refuse collection, maid service, security alarm systems and the like; provided, however, that the term or period of such contracts will not normally exceed three (3) years. Any contract for periods exceeding three years will require the prior approval of the majority of the Association membership.

(c) To enforce by legal means, provisions of the Condominium Act, the Declaration of Condominium, the Articles of Incorporation, the By-Laws and Rules and Regulations for the use of Association and condominium common property. In the event that the Board of Administration, by a plurality of the directors present at a duly posted meeting, determines that any unit owner, any member of his/her family, his/her lessee, invitees or guests is in violation of any provisions of the Condominium Act, the Declaration of Condominium, By-Laws, Articles of Incorporation and the Rules and Regulations, the Board will notify the unit owner, in writing, of the nature of the violation. If said violation is not corrected within five (5) days, or if said violation consists of acts or conduct by the unit owner, his/her family, guests, invitees or lessee, and such acts or conduct are repeated, the Board may levy a fine of a sum to be determined by the Board of Administration, the sum of such fine not to exceed twenty-five dollars (\$25.00), against the unit owner. Each day during which the violation continues will be deemed a separate offense. Such fines will be assessed as a special assessment against the unit owner and will constitute a lien upon the unit, and may be foreclosed by the Association in the same manner as any other lien. Upon receipt of written

notice from the Secretary of the Association by certified or registered mail, a hearing before the Board of Administration may be requested by the accused unit owner within a period of not less than thirty (30) days from the mailing of the written notice which specifies the violations charged, the prospect of a fine being levied, and that the unit owner may be represented by counsel.

(d) To establish safety rules and regulations including, but not limited to, the alteration of roadways (speed bumps) and foliage, posting of traffic control signs and designating speed limits.

6. OFFICERS

6.1 Officers of the Association will consist of a President, one (1) Vice-President from each condominium, a Secretary and a Treasurer, all of whom are directors. The President, the Secretary and the Treasurer will be elected annually by the Board of Administration at the organizational meeting after the annual members' meeting and the Vice-President from each of the condominiums administered by the Association will be elected by the Directors from each condominium. Any person may hold two or more offices except that the same person will not hold the office of President and Secretary, President and Treasurer or Secretary and Treasurer. The President, Secretary and Treasurer may be removed by vote of two-thirds (2/3) of the Directors present at any meeting of the Board of Administration, and a Vice-President may be removed with the approval of the other directors elected from his/her condominium.

6.2 The President will be the chief executive officer of the Association. He/she will have all of the powers and duties incident to the office of president of an association, including but not limited to, the power to appoint committees from among the members and directors to assist in the conduct of the affairs of the Association.

6.3 Each Vice-President will act as chairperson of a committee of the Board which will be created for the purpose of dealing with matters peculiar to and solely the concern of each condominium administered by the Association. Each committee will consist of directors elected by the Condominium and members of the Condominium. In matters peculiar to the Association, including but not limited to, finances, fees, rules and regulations, such committee members must be members of the Association. The chairperson of such committees may be a Vice-President or a member appointed by the Board of Administration to serve in that capacity. Any Vice-President may be elected by a majority of the directors present at any meeting of the Board of Administration to exercise the powers and duties of the

President in the event of the President's absence or disability. The Vice-President will also assist the President and exercise such other powers and perform such other duties as will be prescribed by the Board of Administration.

6.4. The Secretary will be responsible for the minutes of all meetings of the Board of Administration and members' meetings. He/she will attend to the serving of all notices to the members and Directors and any other notices required by law. He/she will have custody of the seal of the Association and affix it to instruments requiring a seal. He/she will keep the records of the Association, exercise all powers and perform all duties incident to the office of the secretary of an association, and exercise such other powers and perform such other duties as will be prescribed by the Board of Administration.

6.5 The Treasurer will have custody of all property of the Association; including, but not limited to, funds, securities and evidences of indebtedness. He/she will be responsible for the keeping of the books of the Association in accordance with good accounting practices, exercise all the powers and perform all duties incident to the office of treasurer of an association, and exercise such other powers and perform such other duties as will be prescribed by the Board of Administration.

6.6 No compensation will be paid to any officer of the Association except with the approval of two-thirds (2/3) of the Association members present in person or by proxy at any members' meeting. No officer may be a paid or contract employee of the Association during his/her term of office, except as provided for in this sub-section 6.6. Nothing herein will be construed to preclude the Board of Administration from contracting with a director or officer or with any corporation or partnership in which a director or officer may be a stockholder, officer, director, employee or partner.

7. FISCAL MANAGEMENT

The provisions for fiscal management of the Association set forth in the Declaration of Condominium and the Articles of Incorporation will be implemented by the following provisions:

7.1 A separate accounting will be maintained for each condominium administered by the Association. Receipts and expenditures will be credited and charged to accounts under the following classification:

(a) Current operations, which will include all receipts and expenditures within the year for which the budget is made, including a reasonable allowance for contingencies and working funds.

(b) Reserve for deferred maintenance or replacement, which will identify funds for repair or replacement of real and personal property required because of damage, depreciation or obsolescence.

(c) Reserve for capital funds, which will identify the funds to be used for capital expenditures for additional improvements or additional personal property that will be part of the common elements or association owned property.

7.2 The Board of Administration will prepare and adopt a budget for each condominium administered by the Association for each calendar year. All members will be given notice of the time and place of the meeting at which the budgets will be considered and adopted. The notice will be given thirty (30) days prior to the meeting which will be open to all members. Copies of the proposed budget will be sent to all members at least fourteen (14) days prior to the meeting. Members may comment at the meeting on the budgetary items being considered, but the adoption will be by majority of the Board of Administration. The budget will include the estimated funds required to defray the common expenses, and will provide funds for reserves for each condominium.

7.3 If a budget is adopted by the Board of Administration which requires a maintenance assessment against the members of a condominium exceeding one hundred fifteen percent (115%) of the operating maintenance assessment for the preceding year, upon written application to the Board of Administration by ten percent (10%) of the members in that condominium, a special members' meeting will be held within thirty (30) days of the delivery of such application, with not less than ten (10) days written notice of such meeting to each member. The notice will state that the purpose of the meeting is to consider a revision of the budget.

7.4 A revision of the budget adopted by the Board of Administration will require the affirmative vote of three-fourths (3/4) of all members in that condominium.

7.5 In the alternative, the Board of Administration may submit a proposed budget to the members of the condominium for which it was prepared for their approval as hereinafter set forth:

(a) The Board of Administration may propose the annual budget at a special members' meeting and, if the proposed budget is approved by a majority of the members, that budget will not thereafter be reexamined by the members nor will the members be permitted to remove any director for his approval of that budget.

(b) A copy of the proposed budget, together with a notice of the time and place of the meeting at which the budget will be considered, will be sent to all members at least thirty (30) days prior to that meeting. In addition notice of the meeting stating the time, place and the purpose of considering the budget will be posted conspicuously on all condominium and Association bulletin boards.

7.6 An assessment against the members of each condominium for their share of its budget will be adopted and approved for each calendar year annually in advance, on or before December 20th preceding the year for which the assessment is made. The assessment will be due in equal installments, payable on the first day of each month of the year for which the assessment is made. If an annual budget and assessment is not adopted or approved as herein required, a budget and assessment will be presumed to have been made in the amount of the last budget and assessment. In the event this annual budget and assessment prove to be insufficient, it may be amended by the Board of Administration; provided, however, that any such budget and assessment will comply with the requirements of paragraphs 7.1, 7.2 and 7.5 above. Each monthly installment for an amended assessment will be paid on the first day of the month, commencing the first day of the next month after the imposition of an amended assessment.

7.7 Costs and expenses attributable to more than one of the condominiums administered by the Association, such as, but not limited to, the administrative expenses of the Board and the maintenance of Association owned property, will be equitably apportioned by the Board of Administration to the condominiums and the proportionate share attributable to a condominium will constitute a portion of its common expenses. The basis for determining the proportionate share of each condominium will be computed by multiplying the total of such common costs and expenses by a fraction, the numerator of which will be the total number of units certified for occupancy in a condominium and the denominator of which will be the total number of units certified for occupancy in all the condominiums to which such common costs and expenses are attributable.

7.8 If a member is in default in the payment of any installment of an assessment, the Board of Administration may accelerate the remaining installments of the annual assessment upon notice to the member, and the then unpaid balance of the assessment will be due upon the date stated in the notice, but not earlier than five (5) days after delivery of the notice to the member.

7.9 The funds of the Association will be deposited in such bank, or banks, or financial institutions, as will be designated from time to time by the Board of Administration. Withdrawal of funds from such accounts will be only by checks signed by two (2) persons as are authorized by the Board of Administration. Association funds may also be invested in securities approved by the Board of Administration.

7.10 Fidelity bonds will be required by the Board of Administration for all persons handling or responsible for the Association funds in such amounts as will be determined by the Board. The premiums on such bonds will be paid by the Association.

7.11 An audit of the accounts of the Association may be made from time to time by the Board of Administration. A copy of any audit report will be furnished upon request to any member of the Association.

7.12 Financial statements of the Association, as required by the State of Florida, will be supplied annually to each member or his authorized representative.

8. PARLIAMENTARY RULES

ROBERTS' RULES OF ORDER (latest edition) will govern the conduct of the members' meetings and meetings of the Board of Administration when not in conflict with the Articles of Incorporation or these By-Laws.

9. AMENDMENTS

9.1 Amendments of these By-Laws may be proposed by either the Board of Administration or by members of the Association. Members may propose an amendment by written direction to the President of the Association signed by not less than ten percent (10%) of the members of the Association. Amendments, may be proposed by the Board of Administration by action of a simple majority of the Board at any meeting of the Board of Administration. Upon the

proposal of an amendment by members as herein provided, the President, or, in the event of his/her refusal or failure to act, the Board of Administration by notice delivered by the Secretary, will call a special members' meeting to be held no sooner than fifteen (15) days nor later than sixty (60) days from the date of the notice. Directors and members not present in person or by proxy at the special meeting, may express their approval of the proposed amendment in writing; provided, such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, adoption of an amendment must be either by:

(a) Two-thirds (2/3) of the entire Board of Administration and majority of all the members of the Association.

(b) Three-fourths (3/4) of the votes of all the members of the Association.

(c) An agreement signed and acknowledged by all the members in a manner required for the execution of a deed.

9.2 No amendment will be made that is in conflict with the Condominium Act, the Articles of Incorporation, or any provisions of the Declaration of Condominium.

9.3 A copy of each amendment will be attached to a certificate certifying that the amendment was duly adopted as an amendment to these By-Laws which will be executed by the President and the Secretary of the Association with the formalities of a deed. The amendment will be effective when such certificate and copy of the amendment are recorded in the Public Records of Manatee County, Florida.

The foregoing were adopted as the amended By-Laws of TIMBER CREEK CONDOMINIUMS ASSOCIATION, INC. a corporation not for profit under the laws of the State of Florida, at an official meeting of the members of the Association, this day of _____, 19 _____.

FILED
RECORDED
MANATEE COUNTY, FL
OCT 11 1990
11 30 PM