AMENDED AND RESTATED BYLAWS OF ASHFORD AT ABERDEEN MAINTENANCE ASSOCIATION, INC.

(<u>This document is a substantial re-wording of the original Bylaws of Ashford at Aberdeen Maintenance Association, Inc., which is recorded in Official Records Book 8888, Page 888 of the Palm Beach County Public Records. Please refer to the original document for present text).</u>

1. GENERAL PROVISIONS.

- 1.1 <u>Identity</u>. These are the AMENDED AND RESTATED BYLAWS ("BYLAWS") of ASHFORD AT ABERDEEN MAINTENANCE ASSOCIATION, INC., hereinafter referred to as the "MAINTENANCE ASSOCIATION," a corporation not-for-profit formed under the laws of the State of Florida. The MAINTENANCE ASSOCIATION has been organized for the purposes stated in the Amended and Restated Articles of Incorporation ("ARTICLES"), and has all of the powers provided in these BYLAWS, the ARTICLES, the Amended and Restated Ashford Maintenance Agreement ("AGREEMENT"), and any statute or law of the State of Florida, or any other power incident to any of the above powers. All of the definitions contained in the AGREEMENT and the ARTICLES apply to these BYLAWS.
- 1.2 <u>Principal Office</u>. The principal office of the MAINTENANCE ASSOCIATION is at such place as the BOARD determines from time to time.
- 1.3 <u>Fiscal Year</u>. The fiscal year of the MAINTENANCE ASSOCIATION is the calendar year.
- 1.4 <u>Seal.</u> The seal of the MAINTENANCE ASSOCIATION has inscribed upon it the name of the MAINTENANCE ASSOCIATION, the year of its incorporation and the words "Corporation Not-for-Profit". The seal can be used by causing it, or a facsimile thereof, to be impressed, affixed or otherwise reproduced upon any instrument or document executed in the name of the MAINTENANCE ASSOCIATION. The seal must be kept by the Secretary in the same location as the ASSOCIATION'S books and records.
- 1.5 <u>Inspection of Books and Records.</u> The books and records of the MAINTENANCE ASSOCIATION are open to inspection by all members of MAINTENANCE ASSOCIATION and their authorized representatives, and all holders, insurers or guarantors of any first mortgage encumbering a lot within the ASHFORD PROPERTY or the ASHFORD GREEN PROPERTY. Such records of the MAINTENANCE ASSOCIATION include current copies of the AGREEMENT, ARTICLES and BYLAWS, and any amendments thereto, any contracts entered into by the MAINTENANCE ASSOCIATION, and the books, records and financial statements

of the MAINTENANCE ASSOCIATION. The MAINTENANCE ASSOCIATION is required to make available to prospective purchasers of lots within the ASHFORD PROPERTY and the ASHFORD GREEN PROPERTY current copies of the AGREEMENT, ARTICLES, and BYLAWS, and the most recent annual financial statement of the MAINTENANCE ASSOCIATION. Notwithstanding the foregoing, any inspection of any books or records of the MAINTENANCE ASSOCIATION is only permitted upon reasonable notice, during normal business hours and under reasonable circumstances, and must be for a proper purpose, which is reasonably related to an interest that the person making the inspection has or may have in the MAINTENANCE ASSOCIATION. Nothing herein can be construed to make any owner of ASHFORD or ASHFORD GREEN a member of the MAINTENANCE ASSOCIATION. ASHFORD and ASHFORD GREEN each assess their respective owners for their pro-rata share of the expenses for the MAINTENANCE ASSOCIAION in accordance with Paragraph 5 of the AGREEMENT. If the BOARD elects to hire a duly licensed property manager or other duly qualified and licensed managing agent, then the MAINTENANCE ASSOCIATION'S books and records can be kept in the custody, possession and control of the property manager or managing agent hired by the BOARD; provided, however, that the property manager or managing agent maintains these books and records in accordance with the requirements of Florida law applicable to corporations-not-for-profit and provided further that the hiring of the property manager or managing agent is evidenced by a written agreement signed by the BOARD and the property manager or managing agent.

1.6 <u>Definitions.</u> Unless the context otherwise requires, all terms used in these BYLAWS have the same meaning as are attributed to them in the ARTICLES, and the AGREEMENT.

2. <u>MEMBERSHIP IN GENERAL</u>.

- 2.1 <u>Qualification</u>. The members of the MAINTENANCE ASSOCIATION are as provided in the ARTICLES.
- 2.2 <u>Member Register</u>. The secretary of the MAINTENANCE ASSOCIATION maintains a register in the office of the MAINTENANCE ASSOCIATION showing the names and addresses of the members of the MAINTENANCE ASSOCIATION. It is the obligation of each member of the MAINTENANCE ASSOCIATION to advise the secretary of any change of address of the member. It is the further obligation of each member of the MAINTENANCE ASSOCIATION to provide the secretary with the names of the member's president and secretary to which notices of meetings and other matters requiring a vote of the members must be, specifically, addressed.

3. <u>MEMBERSHIP VOTING</u>.

- 3.1 <u>Voting Rights</u>. The voting rights of the members are as provided in the ARTICLES.
- 3.2 <u>Majority Vote and Quorum Requirements</u>. The acts approved by a majority of the votes cast by members present in person or by proxy at a meeting at which a quorum is present are binding upon all-members for all purposes except where otherwise provided by law, in the AGREEMENT in the ARTICLES, or in these BYLAWS. Unless otherwise so provided, at any regular or special meeting, the presence in person or by proxy of majority of the members constitutes a quorum.
- 3.2.1 The vote(s) of any member can be cast at any meeting by any director or officer of the member appearing at a meeting of the members, or by a person, who is authorized to exercise the vote(s) of the member by a written instrument signed by the president or vice president of the member and attested to by the member's secretary. In no event can a member present in person or by proxy at any meeting of the members cast more than the number of votes permitted to be cast by that member as provided in the ARTICLES.

4. MEMBERSHIP MEETING.

- 4.1 <u>Place.</u> All meetings of the members are held at the principal office of the MAINTENANCE ASSOCIATION or at such other place and at such time as designated by the BOARD and stated in the notice of meeting.
- 4.2 Notices. Written notice stating the place, day and hour of any meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, must be given by first-class mail or personal delivery to each member entitled to vote at such meeting not less than ten (10) nor more than sixty (60) days before the date of the meeting, either personally or by first-class mail, by or at the direction of the president, the secretary or the officer or persons calling the meeting. If mailed such notice is deemed delivered when deposited in the United States mail addressed to the president and secretary of the member of the MAINTENANCE ASSOCIATION at its address as it appears in the records of the MAINTENANCE ASSOCIATION, with postage thereon pre-paid. For the purpose of determining members entitled to notice of or to vote at, any meeting of the members of the MAINTENANCE ASSOCIATION, or in order to make a determination of the members for any other purpose, the BOARD is entitled to rely upon the member register as same exists ten (10) days prior to the giving of the notice of any meeting, and the BOARD is not required to take into account any changes in the membership occurring after that date but may in their discretion, do so.

- 4.3 <u>Waiver of Notice</u>. Whenever any notice is required to be given to any member under the provisions of the ARTICLES or these BYLAWS or as otherwise provided by law, a waiver thereof in writing signed by the person or persons entitled to notice, whether before or after the time stated therein, is equivalent to the giving of such notice. Attendance of a member at a meeting constitutes a waiver of notice of such meeting, except when the member objects at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.
- 4.4 <u>Annual Meeting</u>. An annual meeting for the purpose of transacting any business, which the BOARD deems necessary or proper must be held once each year at a time and place to be determined by the BOARD as set forth in the notice of such meeting. Since members of the BOARD are appointed by the respective members of the MAINTENANCE ASSOCIATION, there is no requirement for an annual election of directors at any annual meeting of the MAINTENANCE ASSOCIATION.
- 4.5 <u>Special Meetings.</u> Special meetings of the members can be called at any time by any director, the president, or at the request, in writing, by not less than twenty-five percent (25%) of the members, or as otherwise provided by law. Such request must state the purpose of the proposed meeting. Business transacted at all special meetings is confined to the subject(s) stated in the notice of the meeting. Notice of any special meeting must be given by the secretary, or other officer of the MAINTENANCE ASSOCIATION, to all of the members within thirty (30) calendar days after same is duly called, and the meeting must be held within forty-five (45) days after same is duly called.
- 4.6 Adjournments. Any meeting can be adjourned or continued by a majority vote of the members present in person or by proxy and entitled to vote, or if no member entitled to vote is present, then any officer of the MAINTENANCE ASSOCIATION can adjourn the meeting from time to time. If any meeting is adjourned or continued to another time or place, it is not necessary to give any notice of the adjourned meeting, if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken, and any business can be transacted at the adjourned meeting that might have been transacted at the original meeting. If the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken, notice of the adjourned meeting can be given to members not present at the original meeting, without giving notice to the members which were present at such meeting.
- 4.7 <u>Organization</u>. At each meeting of the members, the president, the vice president, or any person chosen by a majority of the members present, in that order, acts as chairman of the meeting. The secretary, or in his absence or inability to act, any person appointed by the chairman of the meeting, acts as secretary of the meeting.

- 4.8 <u>Order of Business.</u> The order of business at the annual meeting of the members follows the format below:
 - 4.8.1 Determination of chairman of the meeting;
 - 4.8.2 Calling of the roll and certifying of proxies;
 - 4.8.3 Proof of notice of meeting or waiver of notice;
 - 4.8.4 Reading and disposal of any unapproved minutes;
 - 4.8.5 Reports of directors, officers or committees;
 - 4.8.6 Intentionally omitted
 - 4.8.7 Intentionally omitted
 - 4.8.8 Intentionally omitted
 - 4.8.9 Unfinished business;
 - 4.8.10 New business; and
 - 4.8.11 Adjournment.
- 4.9 <u>Minutes</u>. The minutes of all meetings of the members must be kept in a book available for inspection by the members or their authorized representatives, and the directors, upon reasonable notice, during reasonable times, for a proper purpose. The MAINTENANCE ASSOCIATION must retain these minutes for period of not less than seven (7) years.
- 4.10 Action Without a Meeting. Any action required or permitted to be taken at any annual or special meeting of the members of the MAINTENANCE ASSOCIATION, can be taken without a meeting, without prior notice, and without a vote if a consent in writing, setting forth the action so taken, signed by the members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members entitled to vote thereon were present and voted. In such case, the vote of each member must be further evidenced by delivering written consents signed by no less than a majority of the member's Board of Directors as permitted under Section 617.0701(4), Florida Statutes to the MAINTENANCE ASSOCIATION secretary or his/her/its designee prior to the commencement

of any annual or special meeting of the members. If the ARTICLES allow a member to cast more than one (1) vote then such written consent must further state how each such vote is being cast by that member. Within ten (10) calendar days after obtaining such authorization by written consent, notice must be given to those members who have not consented in writing, and the notice must fairly summarize the material features of the authorized action.

5. <u>DIRECTORS.</u>

5.1 Membership.

- 5.1.1. The affairs of the MAINTENANCE ASSOCIATION are managed by a BOARD of five (5) directors. The members have the right to appoint directors of the MAINTENANCE ASSOCIATION as set forth in the ARTICLES.
- 5.2 <u>Term of Office</u>. Each director appointed by a member holds office until the next annual meeting of the member who appointed the director, and until their successor is duly appointed, or until such director's death, resignation or removal, as herein after provided or as otherwise provided by statue or by the ARTICLES.
- 5.3 <u>Organizational Meeting</u>. The newly appointed BOARD meets for the purpose of organization, the election of officers and the transaction of other business immediately after their appointment or within ten (10) calendar days of the date the last BOARD member is appointed to the BOARD by a member at such place and time fixed by the directors and no further notice of the organizational meeting is necessary.
- 5.4 <u>Regular Meetings.</u> Regular meetings of the BOARD are held at such time and place as determined, from time to time by a majority of the directors.
- 5.5 <u>Special Meetings</u>. Special meetings of the BOARD can be called by any director, or by the president, at any time.
- 5.6 <u>Notice of Meetings</u>. Notice of each meeting of the BOARD can be given by the secretary, or by any other officer or director, which notice must state the day, place and hour of the meeting. Notice of such meeting must be delivered to each director either personally or by telephone or e-mail at least forty-eight (48) hours prior to the time at which such meeting is to be held, or by first class mail, postage prepaid addressed to such director at his residence, or usual place of business, at least three (3) calendar days prior to the day on which such meeting is to be held. Notice of a meeting of the BOARD need not be given to any director who signs a waiver of notice either before or after the meeting. Attendance of a director at a meeting constitutes a waiver of notice of such meeting and a waiver of any and all objections to

the place of the meeting, the time of the meeting, or the manner in which it has been called or convened except when a director states, at the beginning of the meeting, an objection to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the BOARD need be specified in any notice of waiver of notice of such meeting.

- 5.7 Quorum and Manner of Acting A majority of the directors constitutes a quorum for the transaction of any business at a meeting of the BOARD. The act of the majority of the directors present at a meeting at which a quorum is present is the act of the BOARD, unless the act or a greater number of directors is required by statute, the AGREEMENT, the ARTICLES, or by these BYLAWS. A director may join by written concurrence in any action taken at a meeting of the BOARD but such concurrence cannot be used for the purposes of creating a quorum. The Board can also take action by unanimous written consent in lieu of action at a meeting as provided in Section 617.0821, Florida Statutes.
- 5.8 Adjourned Meetings. A majority of the directors present at a meeting, whether or not a quorum exists, can adjourn any meeting of the BOARD to another place and time. Notice of any such adjourned meeting must be given to the directors who are not present at the time of the adjournment, and, unless the time and place of the adjourned meeting are announced at the time of the adjournment, to the other directors. At any adjourned meeting, any business that might have been transacted at the meeting as originally called can be transacted without further notice.
- 5.9 <u>Presiding Officer</u>. The presiding officer of the BOARD meetings is the chairman of the BOARD, if such an officer is elected; and if none, the president of the MAINTENANCE ASSOCIATION presides.
 - 5.10 Order of Business. The order of business at a BOARD meeting is:
 - 5.10.1 Calling of roll;
 - 5.10.2 Proof of due notice of meeting;
 - 5.10.3 Reading and disposal of any unapproved minutes;
 - 5.10.4 Reports of officers and committees;
 - 5.10.5 Election of officers, if necessary;
 - 5.10.6 Unfinished business;

5.10.7 New business; and

5.10.8 Adjournment.

- 5.11 <u>Minutes of Meetings</u>. The minutes of all meetings of the BOARD must be kept in a book available for inspection by the members of the MAINTENANCE ASSOCIATION, or their authorized representatives, and the directors, upon reasonable notice, during reasonable times, for a proper purpose. The MAINTENANCE ASSOCIATION must retain these minutes for a period of not less than seven (7) years.
- 5.12 <u>Committees</u>. The BOARD can, by resolution duly adopted, appoint and disband committees. Any committee has and can exercise such powers, duties, and functions as determined by the BOARD from time to time, which can include any powers which can be exercised by the BOARD and which are, not prohibited by law from being exercised by a committee.
- 5.13 <u>Resignation</u>. Any director can resign at any time by giving written notice of his resignation to another director or officer and to the applicable member that appointed the director. Any such resignation takes effect at the time specified therein or, if the time when such resignation is to become effective is not specified therein, immediately upon its receipt and, unless otherwise specified therein, the acceptance of such resignation is not necessary to make it effective. Any vacancy created by the resignation of a director must be filled by the applicable member that appointed the director.

5.14 Removal of Directors. A director can be removed as follows:

5.14.1 Any director appointed by a member can be removed by written notice from the member who appointed that director. The vacancy on the BOARD caused by any such removal must be filled by the member who appointed that director. All directors serve at the pleasure of the member that appointed the director, and each member has the absolute right, at any time, and in its sole discretion, to remove any director appointed by it, and to replace such director with another person to serve on the BOARD. Replacement of any director appointed by a member must be made by written instrument delivered to any officer or any other director of the MAINTENANCE ASSOCIATION which instrument must specify the name of the person designated by the applicable member as successor director. The removal of a director and the designation of his successor by any member is effective immediately upon delivery of such written instrument by the member.

- 5.15 <u>Compensation</u>. A director is not entitled to any compensation for serving as director, provided however, the MAINTENANCE ASSOCIATION can reimburse any director for authorized expenses incurred on behalf of the MAINTENANCE ASSOCIATION with BOARD approval only and without approval of the members. No director can be employed by the MAINTENANCE ASSOCIATION for any purpose.
- 5.16 <u>Power and Duties</u>. Except as specifically and expressly set forth elsewhere in the AGREEMENT, these BYLAWS or the ARTICLES as requiring the consent, agreement, approval or affirmative vote of the members, the directors have the right to exercise all of the powers and duties of the MAINTENANCE ASSOCIATION, express or implied, existing under these BYLAWS, the ARTICLES, the AGREEMENT, and/or as otherwise provided by statute or law.

6. <u>OFFICERS</u>.

- ASSOCIATION include a president, a vice president, a treasurer and a secretary, all of whom are elected by the directors and can be pre-emptively removed from office with or without cause by the directors. Any person can hold two (2) or more offices except that the president cannot also be the secretary. The BOARD can, from time to time, elect such other officers and designate their powers and duties as the BOARD finds to be appropriate to manage the affairs of the MAINTENANCE ASSOCIATION from time to time. Each officer holds office until the next organizational meeting of the BOARD, or until his successor has been duly elected and qualified, or until his death, or until he has resigned, or until he has been removed, as provided in these BYLAWS.
- 6.2 <u>Resignations.</u> Any officer can resign at any time by giving written notice of his resignation to any director or officer. Any such resignation takes effect at the time specified therein, or if there is no time specified therein, immediately upon its receipt; and unless otherwise specified therein, the acceptance of such resignation is not necessary to make such resignation effective.
- 6.3 <u>Vacancies.</u> A vacancy in any office, whether arising from death, resignation, removal or any other cause can be filled by the BOARD for the unexpired portion of the term of the office in the manner prescribed in these BYLAWS for the regular election or appointment of such office.
- 6.4 <u>The President</u>. The president is the chief executive officer of the MAINTENANCE ASSOCIATION. He has all of the powers and duties which are usually vested in the office of president of an association or corporation including, but not limited to the

power to appoint and disband committees from among the members from time to time, as he deems appropriate to assist in the conduct of the affairs of the MAINTENANCE ASSOCIATION.

- 6.5 <u>The Vice President</u>. The vice president in the absence or disability of the president, must exercise the powers and perform the duties of the president. He must also assist the president generally and exercise such other powers and perform such other duties as prescribed by the directors.
- 6.6 The Secretary. The secretary prepares and keeps the minutes of all proceedings of the directors and the members. He attends to the giving and serving of all notices to the members and directors and other notices required by law. He has custody of the seal of the MAINTENANCE ASSOCIATION and affixes the same to instruments requiring a seal when duly executed. He must keep the books, records and corporate seal of the MAINTENANCE ASSOCIATION, except those books and records of the treasurer and performs all other duties incident to the office of secretary of an association, and as are required by the directors or the president. Notwithstanding the foregoing, the BOARD can delegate or assign any of the duties or functions of the Secretary as set forth herein to a duly licensed and qualified property manager or managing agent provided, however, that such delegation or assignment must be evidenced by a written agreement signed by the BOARD and the property manager or managing agent, and provided further that in no event can such written agreement allow the property manager or managing agent to sign any document in the name of or in place of the Secretary as an officer of the MAINTENANCE ASSOCIATION.
- 6.7 The Treasurer. The treasurer is the custodian of all personal property of the MAINTENANCE ASSOCIATION, including funds, securities, and evidence of indebtedness, but excluding those books and records of the Secretary. He must keep books of account for the MAINTENANCE ASSOCIATION in accordance with good accounting practices, which, together with substantiating papers, must be made available to the BOARD for examination at all reasonable times. He must submit a Treasurer's Report to the BOARD at reasonable intervals and must perform all other duties incident to the office of treasurer. He must collect all ASSESSMENTS and must report to the BOARD the status of collections as requested. Notwithstanding the foregoing, the BOARD can delegate or assign any of the duties or functions of the Treasurer as set forth herein to a duly licensed and qualified property manager, managing agent, or duly licensed accountant provided, however, that such delegation or assignment must be evidenced by a written agreement signed by the BOARD and the property manager, managing agent, or accountant, and provided further that in no event can such written agreement allow the property manager, managing agent or accountant to sign any document in the name of or in place of the Treasurer as an officer of the MAINTENANCE ASSOCIATION.

6.8 <u>Compensation.</u> The officers are not entitled to compensation.

7. <u>FINANCES AND ASSESSMENTS</u>.

- 7.1 <u>ASSESSMENT ROLL</u>. The MAINTENANCE ASSOCIATION must maintain an ASSESSMENT roll for each member, designating the name and current mailing address of the member, the amount of each ASSESSMENT against such member, the dates and amounts in which the ASSESSMENTS come due, the amount paid upon the account of the member, and the balance due. The BOARD determines the ASSESSMENT (regular and/or special) for each member in accordance with Section 5 of the AGREEMENT.
- 7.2 <u>Depositories</u>. The funds of the MAINTENANCE ASSOCIATION must be deposited in such banks and depositories as determined and approved by appropriate resolutions of the BOARD from time to time. Funds can be withdrawn only upon checks and demands for money signed by such officers, directors or other persons as designated by the BOARD. Fidelity bonds are required of all signatories on any account of the MAINTENANCE ASSOCIATION.
- 7.3 <u>Depositing of Payments</u>. All sums collected by the MAINTENANCE ASSOCIATION from ASSESSMENTS and other revenues or funds can be deposited in a single fund or divided into more than one fund, as determined by the BOARD.
- 7.4 Accounting Records and Reports. The MAINTENANCE ASSOCIATION must maintain accounting records in accordance with good accounting practices. The records must be open to inspection by the member, their owners, and their respective authorized representatives, at reasonable times. The records must include, but not limited to, (a) a record of all receipts and expenditures, and (b) the ASSESSMENT roll of the members referred to above. The BOARD can and upon the vote of a majority of the members must, conduct a review or audit of the accounts of the MAINTENANCE ASSOCIATION by a certified public accountant, and if such a review or audit is made, a copy of the report or audit must be furnished to each member, or their authorized representative, within fifteen (15) calendar days after same is completed. If the BOARD elects to hire a duly licensed property manager, managing agent or duly licensed accountant, then MAINTENANCE ASSOCIATION'S accounting records and reports can be kept in the custody, possession and control of the property manager, managing agent or accountant hired by the BOARD; provided, however, that the property manager, managing agent or accountant must maintain these accounting records or reports in accordance with the requirements of these BYLAWS and Florida law applicable to corporations-not-for-profit, and such hiring must be evidenced by a written agreement signed by the BOARD and the property manager, managing agent or accountant. In the event that the BOARD or its members vote to have a certified public account conduct a review or audit of the accounts or audit of the MAINTENANCE ASSOCIATION then such certified public account must be completely

independent of the property manager, managing agent or accountant hired by the BOARD for the purposes set forth in this paragraph and must be evidenced by a separate written agreement signed by the BOARD and the certified public accountant.

7.5 <u>Reserves.</u> The budget of the MAINTENANCE ASSOCIATION can provide for a reserve fund for the periodic maintenance, repair and replacement of improvements within the property owned by the MAINTENANCE ASSOCIATION. The property (real and personal) and improvements owned by the MAINTENANCE ASSOCIATION are more specifically described in the AGREEMENT.

8. PARLIAMENTARY RULES.

8.1 Roberts Rules of Order (latest edition) govern the conduct of the MAINTENANCE ASSOCIATION meeting when not in conflict with the AGREEMENT, the ARTICLES, these BYLAWS, or the law.

9. <u>AMENDMENTS.</u>

Except as otherwise provided these BYLAWS can be amended in the following manner:

- 9.1 <u>Notice</u>. Notice of the subject matter of a proposed amendment must be included in the notice of any meeting at which a proposed amendment is to be considered.
- 9.2 <u>Initiation</u>. A resolution to amend these BYLAWS can be proposed by any director.
- 9.3 <u>Adoption of Amendments</u>. A resolution for the adoption of the proposed amendment must be adopted by not less than a majority of the votes of the entire membership of the MAINTENANCE ASSOCIATION.
- 9.4 <u>Execution and Recording</u>. No modification of, or amendment to, the BYLAWS is valid until recorded in the public records Palm Beach County, Florida.

10. <u>MISCELLANEOUS</u>.

10.1 <u>Tenses and Genders</u>. The use of any gender or of any tense in these BYLAWS refers to all gender or to all tenses, wherever the context so requires.

- 10.2 <u>Partial Invalidity</u>. Should any provision(s) hereof be void or become unenforceable at law or in equity, the remaining provisions, nevertheless, remain in full force and effect.
- 10.3 <u>Conflicts.</u> In the event of any conflict, the AGREEMENT, the ARTICLES, and these BYLAWS, govern, in that order.
- 10.4 <u>Captions</u>. Captions are inserted herein only as a matter of convenience and for reference, and in no way are intended to or, in fact, define, limit or describe the scope of these BYLAWS or the intent of any provisions hereof.
- MAINTENANCE ASSOCIATION to comply with any terms and provisions of the AGREEMENT, the ARTICLES, or these BYLAWS which relate to time limitations do not in and of itself, invalidate the act done or performed. Any such failure is waived if it is not objected to by a member of the MAINTENANCE ASSOCIATION within ten (10) calendar days after the member is notified or becomes aware, of the failure. Furthermore, if such failure occurs at a general or special meeting the failure is waived as to all members who received notice of the meeting, appeared and failed to object to such failure at the meeting.

| The foregoing was adopted as the BYLAWS of the MAINTENANCE ASSOCIATION | N |
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| by no less than a majority of the members at a meeting held on the day of | |
| 2018 or by no less than a majority of the members by written action without | а |
| meeting as provided in Article 4.10 of these BYLAWS. | - |
| Its: PROS (Day) | |
| Date: 7/23/3-018 | |
| By: My All C | |
| Its: TXXXXXXX | |

Thereby certify that the foregoing is a true copy of the record in my office with redactions, if any as required by law.

THIS DAY OF OCHOOR 20 18

SHARON R. BOCK
CLERK & COMPTROLLER

By COMMON CLERK

STATE OF FLORIDA . PALM BEACH COUNTY