

By-Laws
of
P.B. Homeowners Assn., Inc.

Article One

Organization

- 1) The name of this organization shall be
 P.B. Homeowners Assn., Inc.

- 2) The organization shall have a seal which shall be
 in the following form

- 3) The organization may at its pleasure by a vote of
 the membership body change its name.

Article Two

Purposes

The following are the purposes for which the organization has been organized include any and all things necessary to carry on the business of a homeowners association for a residential development.

Article Three

Membership

Membership in this organization shall be open to all who own a parcel of land in the subdivision. One membership for each lot owned.

Article Four

Meetings

The annual membership meeting of this organization shall be held on the 30th day of July each and every year except if such day be a legal holiday then and in that event the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws. The Secretary shall cause to be mailed to every member in good standing at his address as it appears in the membership roll book of this organization a notice telling the time and place of such annual meeting.

Regular meetings of this organization shall be held at the corporate offices.

The presence of not less than two members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser number may adjourn the meeting for a period of not more than weeks from the date scheduled by these By-Laws and the secretary shall cause a notice of this scheduled meeting

to be sent to all those members who were not present at the meeting originally called. A quorum as herein before set forth shall be required at any adjourned meeting.

Special meetings of this organization may be called by the president when he deems it for the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least but not more than ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting and by whom called.

At the request of two or more members of the Board of Directors or _____ members of the organization the president shall cause a special meeting to be called but such request must be made in writing at least fifteen (15) days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

Article Five

Voting

At all meetings, except for the election of officers and directors all votes shall be viva voce, except that for election of officers ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot.

At any regular or special meeting if a majority so requires any question may be voted upon in the manner and style provided for election of officers and directors.

At all votes by ballot the chairman of such meeting shall immediately prior to the commencement of balloting appoint a committee of three who shall act as "Inspectors of Election" and who shall at the conclusion of such balloting certify in writing to the Chairman the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Article Six
Order of Business

- 1 - Roll Call.
- 2 - Reading of the minutes of the preceding meeting.
- 3 - Reports of Committees.
- 4 - Reports of Officers.
- 5 - Old and Unfinished Business.
- 6 - New Business.
- 7 - Good and Welfare.
- 8 - Adjournments.

Article Seven
Board of Directors

The business of this organization shall be managed by a Board of Directors consisting of three members together with the officers of this organization. At least one of the directors elected shall be a resident of the State of Florida and a citizen of the United States.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of annually. ~~years.~~

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the

organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly on the

Each director shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the said Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors. The Board of Directors shall select from one of their number a secretary.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules as it may in its discretion consider necessary for the best interests of the organization, for this hearing.

Article Eight

Officers

The officers of the organization shall be as follows:

President. Safa Mansouri

Vice President. Krystal B. Mansouri

Secretary. Linda L. Skeeles

Treasurer. Safa Mansouri

The President shall preside at all membership meetings.

He shall by virtue of his office be Chairman of the Board of Directors.

He shall present at each annual meeting of the organization an annual report of the work of the organization.

He shall appoint all committees, temporary or permanent.

He shall see all books, reports and certificates as required by law are properly kept or filed.

He shall be one of the officers who may sign the checks or drafts of the organization.

He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.

The Secretary shall keep the minutes and records of the organization in appropriate books.

It shall be his duty to file any certificate required by any statute, federal or state.

He shall give and serve all notices to members of this organization.

He shall be the official custodian of the records and seal of this organization.

He may be one of the officers required to sign the checks and drafts of the organization.

He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.

He shall submit to the Board of Directors any communications which shall be addressed to him as Secretary of the organization.

He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall cause to be deposited in a regular business bank or trust company a sum not exceeding \$_____ and the balance of the funds of the organization shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for a savings bank in the State of

He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

He shall render at stated periods as the Board of Directors shall determine a written account of the finances

of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

He shall exercise all duties incident to the office of Treasurer.

Officers shall by virtue of their office be members of the Board of Directors.

No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

Article Nine

Salaries

The Board of Directors shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary in the conduct of the business of the organization.

Article Ten

Committees

All committees of this organization shall be appointed by the Directors and their term of office shall be for a period of annually or less if sooner terminated by the action of the Directors.

The permanent committees shall be Safa Mansouri, Krystal B. Mansouri and Linda L. Skeeles.

Article Eleven

Dues

The dues of this organization shall be \$ _____ per annum and shall be payable on the _____ day of _____ of each year.

Article Twelve

Amendments

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than a majority members.

The chairman then stated that nomination for officers were in order. The following were nominated:

For President: Safa Mansouri

For Vice President: Krystal B. Mansouri

For Secretary: Linda L. Skeeles

For Treasurer: Safa Mansouri

The chairman then appointed ~~Messrs~~ Safa Mansouri

~~and~~
~~xxxxxx~~

as inspectors of election for this election.

They distributed blank ballots and requested that each member write the name of his candidate for office on such sheet and deposit it in the receptacle provided.

After each member had cast his vote the chairman declared the polls closed. The inspectors retired to canvass the vote and the meeting proceeded to consider other business.

The following action was taken:

Safa Mansouri, Krystal B. Mansouri and Linda L. Skeeles were elected as the first Board of Directors.

The Inspectors of Election then notified the chairman that the canvass of the ballots had been completed and they were ready to certify as to the results.

Mr. Safa Mansouri , who had been chosen as Chairman of the Inspectors, announced the following men elected for the ensuing year as officers of this organization:

For President:	Safa Mansouri
For Vice President:	Krystal B. Mansouri
For Secretary:	Linda L. Skeeles
For Treasurer:	Safa Mansouri

The chairman then announced that nominations for Directors were in order. The following were nominated:

Safa Mansouri, Krystal B. Mansouri and Linda L. Skeeles.

The inspector distributed the ballots requesting that each member write in the names of the directors for the next ensuing year and to deposit such ballot in the receptacle provided.

After each member had cast his ballot the chairman declared the polls closed. The inspectors retired to canvass the vote.

The meeting proceeded to consider other business
and the following action was taken: N/A.

The inspectors then notified the chairman that the canvass of the ballots had been completed and they were ready to certify as to the results.

Mr. Safa Mansouri , who had been chosen as chairman of the inspectors, announced the following ~~men~~ were elected as directors for the ensuing term:

Safa Mansouri, Krystal B. Mansouri and Linda L. Skeels

Mr. Safa Mansouri , the acting chairman, then thanked the members for their cooperation and asked Mr.

Safa Mansouri the duly elected president, to assume the chair.

Mr. Safa Mansouri , the president, took over the chair for the balance of the meeting. He requested the rest of the elected officers to take their regular places.

The following business was transacted:

There being no further business the meeting was
adjourned on Motion.

Respectfully submitted

Dated, July 30 , 19 97

Safa Mansouri
27-M