

**BY-LAWS
OF
THE MAPLE WOOD ISLE ASSOCIATION, INC.**

**ARTICLE I
DEFINITIONS**

Section 1. All terms except ASSOCIATION which are defined in the Amendment to Declaration of Restrictions for a Portion of MAPLE WOOD shall be used herein with the same meanings as defined in said Amendment.

Section 2. ASSOCIATION as used herein, shall mean Homeowners' Association.

Section 3. Amendment to Declaration of Restrictions for a Portion of MAPLE WOOD shall be referred to herein as MAPLE WOOD ISLE RESTRICTIONS.

**ARTICLE II
LOCATION OF PRINCIPAL OFFICE**

Section 1. The principal office of the ASSOCIATION shall be located at: 3300 University Drive, Coral Springs, Florida 33065 or at such other place as may be established by resolution by the Board of Directors of the ASSOCIATION.

**ARTICLE III
VOTING RIGHTS AND ASSESSMENTS**

Section 1. Every person or entity who is an OWNER of a lot, including the SUBDIVIDER, at all times as long as it owns any property subject to the Maple Wood Isle Restrictions, shall be a MEMBER of the ASSOCIATION, provided that any such person or entity who holds such interest only as a security for the performance of an obligation shall not be a MEMBER. Membership shall be appurtenant to, and may not be separated from, ownership of any lot which is subject to assessment.

Section 2. Assessments and installments thereof not paid when due shall bear interest from the date when due until paid at the rate set forth in the MAPLE WOOD ISLE RESTRICTIONS, and shall result in the suspension of voting privileges during any period of such nonpayment.

**ARTICLE IV
BOARD OF DIRECTORS**

Section 1. A majority of the Board of Directors shall constitute a quorum to transact business at any meeting of the Board, and the action of the majority present at a meeting at which a quorum is present shall constitute the action of the Board of Directors.

Section 2. Any vacancy occurring on the Board of Directors because of death, resignation or other termination of services of any Director, shall be filled by the Board of Directors; except that SUBDIVIDER, to the exclusion of other MEMBERS and/or the Board itself, shall fill any vacancy created by the death, resignation, removal or other termination of services of any Director appointed by SUBDIVIDER. A Director appointed to fill a vacancy shall be appointed for the unexpired term of his predecessor in office and until his successor shall have been elected and/or appointed and qualified.

**ARTICLE V
ELECTION OF DIRECTORS;
NOMINATING COMMITTEE; ELECTION COMMITTEE**

Section 1. Election to the Board of Directors shall be by written ballot as hereinafter provided. At such election, the MEMBERS or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Articles of Incorporation. The names receiving the largest number of votes shall be elected.

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Section 2. Nominations for election to the Board of Directors shall be made by a Nominating Committee.

Section 3. The Nominating Committee shall consist of a Chairperson, who shall be a member of the Board of Directors, and two (2) or more MEMBERS of the ASSOCIATION. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the MEMBERS to serve from the close of each annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting.

Section 4. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Nominations shall be placed on a written ballot as provided in Section 5 and shall be made in advance of the time fixed in Section 5 for the mailing of such ballots to MEMBERS.

- Section 5. All elections to the Board of Directors shall be made on written ballot which shall:
- (a) describe the vacancies to be filled;
 - (b) set forth the names of those nominated by the Nominating Committee for such vacancies; and
 - (c) contain a space for write-in vote by the MEMBERS for each vacancy.

Such ballots shall be prepared and mailed by the Secretary to the MEMBERS at least twenty-one (21) days in advance of the date set forth therein for a return (which shall be a date not later than seven (7) days before the annual meeting or special meeting called for elections).

Section 6. Each MEMBER shall receive as many ballots as he has votes. Notwithstanding that a MEMBER may be entitled to several votes, he shall exercise on any one ballot only one (1) vote for each vacancy shown thereon. The completed ballots shall be returned as follows: Each ballot shall be placed in a sealed envelope marked "BALLOT" but not marked in any other way. Each such "BALLOT" envelope shall contain only one (1) ballot, and the MEMBERS shall be advised that, because of the verification procedures of Section 7, the inclusion of more than one (1) ballot in any one "BALLOT" envelope shall disqualify the return. Such "BALLOT" envelope, or envelopes (if the MEMBER or his proxy is exercising more than one vote), shall be placed in another sealed envelope which shall bear on its face the name and signature of the MEMBER or his proxy, the number of ballots being returned, and such other information as the Board of Directors may determine will serve to establish his right to cast the vote or votes presented in the ballot or ballots contained therein. The ballots shall be returned to the Secretary at the address of the ASSOCIATION'S offices, or at such other address as designated upon each ballot.

Section 7. Upon receipt of each return, the Secretary shall immediately place it in a safe or other locked container until the day set for the annual or other special meeting at which the elections are to be held. On that day the external envelopes containing the "BALLOT" envelopes shall be turned over, unopened, to an Election Committee which shall consist of the members of the Nominating Committee. The Election Committee shall then adopt a procedure which shall:

- (a) establish that the number of envelopes marked "BALLOT" corresponds to the number of votes allowed to the MEMBER or his proxy identified on the outside envelope containing them;
- (b) that the signature of the MEMBER or his proxy on the outside envelope is genuine; and
- (c) if the vote is by proxy that a proxy has been filed with the Secretary as provided in Article XI, Section 2, and that such proxy is valid.

Such procedure shall be taken in such manner that the vote of any MEMBER or his proxy shall not be disclosed to anyone, even the Election Committee.

The outside envelopes shall thereupon be placed in a safe or other locked place and the Election Committee shall proceed to the opening of the "BALLOT" envelopes and the counting of the votes. If any "BALLOT" envelope is found to contain more than one ballot, all such ballots shall be disqualified and shall not be counted. Immediately after the announcement of the results, unless a review of the procedure is demanded by the MEMBERS present, the ballots and the outside envelopes shall be destroyed.

ARTICLE VI
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall have power:

- (a) To call special meetings of the MEMBERS whenever it deems necessary and it shall call a meeting at any time upon written request of one-fourth (1/4) of the voting membership, as provided in Article X, Section 2;
- (b) To appoint and remove at pleasure all officers, agents and employees of the ASSOCIATION, except those appointed by SUBDIVIDER, prescribe their duties, fix their compensation, and require of them such security or fidelity bond as it may deem expedient. Nothing contained in these By-Laws shall be construed to prohibit the employment of any MEMBER, Officer or Director of the ASSOCIATION in any capacity whatsoever;
- (c) To establish, levy and assess, and collect the assessments or charges referred to in Article VI, Section 2;
- (d) To adopt and publish rules and regulations governing the use of the common properties and facilities and the personal conduct of the MEMBERS and their guests thereon;
- (e) To exercise for the ASSOCIATION all powers, duties and authority vested in or delegated to the ASSOCIATION, except those reserved to the MEMBERS in the MAPLE WOOD ISLE RESTRICTIONS;
- (f) In the event that any member of the Board of Directors of this ASSOCIATION shall be absent from three (3) consecutive regular meetings of the Board of Directors, the Board may by action taken at the meeting during which said third absence occurs, declare the office of said absent Director to be vacant.

Section 2. It shall be the duty of the Board of Directors:

- (a) To cause to be kept a complete record of all 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 is requested in writing by one-fourth (1/4) of the voting membership, as provided in Article X, Section 2;
- (b) To supervise all officers, agents and employees of the ASSOCIATION, and to see that their duties are properly performed;
- (c) As more fully provided in the MAPLE WOOD ISLE RESTRICTIONS;
 - (1) To fix the amount of the assessment against each LOT for each assessment period at least thirty (30) days in advance of such date or period and, at the same time,
 - (2) To prepare a roster of MAPLE WOOD ISLE and the assessments applicable thereto which shall be kept in the office of the ASSOCIATION and shall be open to inspection by any MEMBER, and, at the same time,
 - (3) To send written notice of each assessment to every OWNER subject thereto.
- (d) To issue, or to cause an appropriate officer to issue, upon demand by any person a certificate setting forth whether any assessment has been paid. Such certificate shall be conclusive evidence of any assessment therein stated to have been paid.

ARTICLE VII
DIRECTORS' MEETINGS

Section 1. A regular meeting of the Board of Directors shall be held on the second Monday of each month at 7:30 o'clock P.M. provided that the Board of Directors may, by resolution, change the day and hour of holding such regular meeting.

Section 2. Notice of such regular meeting is hereby dispensed with. If the day for the regular meeting shall fall upon a holiday, the meeting shall be held at the same hour on the first day following which is not a holiday, and no notice thereof need be given.

Section 3. Special meetings of the Board of Directors shall be held when called by any officer of the ASSOCIATION or by any two Directors after not less than three (3) days' notice to each Director.

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Section 4. The transaction of any business at any meeting of the Board of Directors, however called and noticed, or wherever held, shall be as valid as though made at a meeting duly held after regular call and notice if a quorum is present, and if either before or after the meeting, each of the Directors not present signs a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waivers, consents or approvals shall be filed with the corporate records and made part of the minutes of the meeting.

Section 5. The majority of the Board of Directors shall constitute a quorum thereof.

ARTICLE VIII OFFICERS

Section 1. The Officers shall be a President, a Vice President, a Secretary and a Treasurer. The President and the Vice President shall be members of the Board of Directors.

Section 2. The Officers shall be chosen by majority vote of the Directors.

Section 3. All Officers shall hold office during the pleasure of the Board of Directors.

Section 4. The President shall preside at all meetings of the Board of Directors, shall see that orders and resolutions of the Board of Directors are carried out and sign all notes, checks, leases, mortgages, deeds and all other written instruments. The President shall not be the Secretary.

Section 5. The Vice President shall perform all the duties of the President in his absence.

Section 6. The Secretary shall be ex officio the Secretary of the Board of Directors, shall record the votes and keep the minutes of all proceedings in a book to be kept for the purpose. He shall sign all certificates of membership. He shall keep the records of the ASSOCIATION. He shall record in a book kept for that purpose the names of all MEMBERS of the ASSOCIATION together with their addresses as registered by such MEMBERS (see Article X, Section 3).

Section 7. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the ASSOCIATION and shall disburse such funds as directed by resolution of the Board of Directors, provided however, that a resolution of the Board of Directors shall not be necessary for disbursements made in the ordinary course of business conducted within the limits of a budget adopted by the Board. The Treasurer shall sign all checks and notes of the ASSOCIATION, provided that such checks and notes shall also be signed by the President or the Vice President. The Treasurer shall keep proper books of account and cause an annual audit of the ASSOCIATION books to be made by a certified public accountant at the completion of each fiscal year. He shall prepare an annual budget and an annual balance sheet statement and the budget and balance sheet statement shall be presented to the membership at its regular annual meeting.

ARTICLE IX COMMITTEES

Section 1. The Standing Committees of the ASSOCIATION shall be:

- (a) The Recreation Committee;
- (b) The Maintenance Committee;
- (c) The Architectural Control Committee;
- (d) The Publicity Committee;
- (e) The Finance and Audit Committee.

Unless otherwise provided herein, each committee shall consist of a Chairperson and two or more members and shall include a member of the Board of Directors for board contact. The committee shall be appointed by the Board of Directors as soon as possible after the annual meeting to serve until the close of the next annual meeting. The Board of Directors may appoint such other committees as it deems desirable, from time to time.

Section 2. The Recreation Committee shall advise the Board of Directors on all matters pertaining to the recreational program and activities of the ASSOCIATION and shall perform such other functions as the Board, in its discretion, determines.

Section 3. The Maintenance Committee shall advise the Board of Directors on all matters pertaining to the maintenance, repair or improvement of MAPLE WOOD ISLE and facilities of the ASSOCIATION, and shall perform such other functions as the Board, in its discretion, determines.

Section 5. The Architectural Control Committee shall have the duties and functions described in Article II, Paragraph 3 of the Maple Wood Isle Restrictions. FLORIDA NATIONAL PROPERTIES, INC. shall appoint the members of this committee as long as it shall own any lot in MAPLE WOOD ISLE. It shall watch for any proposals, programs or activities which may adversely affect the residential value of MAPLE WOOD ISLE and shall advise the Board of Directors regarding ASSOCIATION action on such matters.

Section 6. The Publicity Committee shall inform the MEMBERS of all activities and functions of the ASSOCIATION and shall, after consulting with the Board of Directors, make such public releases and announcements as are in the best interests of the ASSOCIATION.

Section 7. The Finance and Audit Committee shall supervise the annual audit of the ASSOCIATION'S books and approve the annual budget and balance sheet statement to be presented to the membership at its regular annual meeting. The Treasurer shall be an ex officio member of the Committee.

Section 8. With the exception of the Nominations Committee and the Architectural Control Committee, (but then only as to those functions that are governed by the MAPLE WOOD ISLE RESTRICTIONS), each committee shall have power to appoint a subcommittee from among its membership and may delegate to any such subcommittee any of its powers, duties and functions.

Section 9. It shall be the duty of each committee to receive complaints from MEMBERS on any matter involving ASSOCIATION functions, duties, and activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committee, Director or Officer of the ASSOCIATION as is further concerned with the matter presented.

ARTICLE X MEETINGS OF MEMBERS

Section 1. The regular annual meeting of the MEMBERS shall be held on the second Tuesday of the month of January in each year, at the hour of 7:30 o'clock PM. If the day for the annual meeting of the MEMBERS shall fall upon a holiday, the meeting will be held at the same hour on the first day following which is not a holiday.

Section 2. Special meetings of the MEMBERS for any purpose may be called at any time by any two or more members of the Board of Directors, or upon written request of the MEMBERS who have a right to vote one-fourth (1/4) of all of the votes of the entire membership.

Section 3. Notice of any meeting shall be given to the MEMBERS by the Secretary. Notice may be given to the MEMBER either personally, or by sending a copy of the notice through the mail, postage thereon fully prepaid, to his address appearing on the books of the corporation. Each MEMBER shall register his address with the Secretary, and notices of meetings shall be mailed to him at such address. Notice of any meeting, regular or special, shall be delivered or mailed at least six (6) days in advance of the meeting and shall set forth in general the nature of the business to be transacted, provided however, that if the business of any meeting shall involve an election governed by Article V, or any action governed by the Articles of Incorporation or by the MAPLE WOOD ISLE RESTRICTIONS, notice of such meeting shall be given or sent as therein provided.

Section 4. The presence at the meeting of MEMBERS entitled to cast, or of proxies entitled to be cast, one-third (1/3) of the votes of the entire membership shall constitute a quorum for any action governed by these By-Laws. Any action governed by the Articles of Incorporation or by the MAPLE WOOD ISLE RESTRICTIONS, shall require a quorum as therein provided.

ARTICLE XI PROXIES

Section 1. At all corporate meetings of MEMBERS, each MEMBER may vote in person or by proxy.

Section 2. All proxies shall be in writing and filed with the Secretary. No proxy shall extend beyond a period of eleven (11) months, and every proxy shall automatically cease upon sale by the MEMBER of his lot or interest therein in MAPLE WOOD ISLE.

ARTICLE XII
BOOKS AND PAPERS

The books, records and papers of the ASSOCIATION shall at all times, during reasonable business hours, be subject to the inspection by any MEMBER.

ARTICLE XIII
CORPORATE SEAL

The ASSOCIATION shall have a seal in circular form having within its circumference the words:

THE MAPLE WOOD ISLE ASSOCIATION, INC.

ARTICLE XIV
AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the MEMBERS, by a vote of a majority of a quorum of MEMBERS present in person or by proxy, provided that those provisions of these By-Laws which are governed by the Articles of Incorporation of the ASSOCIATION may not be amended except as provided in the Articles of Incorporation or applicable law; and provided further that any matter stated herein to be or which is in fact governed by the MAPLE WOOD ISLE RESTRICTIONS may not be amended except as provided in such RESTRICTIONS.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the MAPLE WOOD ISLE RESTRICTIONS, and these By-Laws, the RESTRICTIONS shall control; and in the event of any conflict between the Articles of Incorporation and the MAPLE WOOD ISLE RESTRICTIONS, the RESTRICTIONS shall control.

ARTICLE XV
GENDER

Whenever the male pronoun is used herein, it shall be understood to be the female pronoun if the context or sex of the party referred to so requires.

IN WITNESS WHEREOF, we, being all of the Directors of THE MAPLE WOOD ISLE ASSOCIATION, INC., have hereunto set our hands this 25th day of July, 1978.

J. P. Taravella

J.P. TARAVELLA

R. L. Hofmann

R.L. HOFMANN

W. Buntmeyer

W. BUNTEMAYER

R. McKinley

R. MCKINLEY

A. N. Malanos

A.N. MALANOS

THIS INSTRUMENT WAS PREPARED BY:
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RECORDED IN THE OFFICIAL RECORDS BOOK
OF BROWARD COUNTY, FLORIDA
R. R. KAUFER
COUNTY ADMINISTRATOR

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