

**Bonnie Glynn Homeowners Association
A Florida Nonprofit Corporation**

BYLAWS

Article I. Offices

Section A. Principle Office

The principle office for the transaction of this corporation's business shall be located in Pinellas County, Florida.

Section B. Other Offices

This corporation may have such other offices, either within or without Pinellas County, Florida, as the Board Of Directors may from time to time determine.

Article II. Membership

Section A. Types of Membership

This corporation shall have two types of membership, and no more than one membership may be held by any one person. However, when a home in Bonnie Glynn is owned by more than one person, then the membership may be held in the name of any one of the owners or in the names of each of the owners. The rights and privileges of all memberships shall be equal. Each membership shall be entitled to one vote.

Section B. Qualifications

Any homeowner in Bonnie Glynn, paying the dues as hereinafter provided and agreeing to be bound by the Articles Of Incorporation, these bylaws, and such rules and regulations as the Board Of Directors may from time to time adopt, is eligible and qualified for membership.

Section C. Admission to Membership

The Board Of Directors shall from time to time prescribe the form and manner in which application may be made for membership.

Section D. Property Rights

No member shall have any right, title, or interest in any of this corporation's property or assets, including any earnings or investment income, nor shall any of such property or assets be distributed to any member on the dissolution or winding up thereof.

Section E. Liability of Members

A member shall not be personally liable for any of this corporation's debts, liabilities, or obligations, but members shall be subject to any assessments approved by the Board of Directors.

Section F. Transfer, Termination and Reinstatement

A membership is nontransferable. A membership shall terminate on the resignation or death of a member, or on his or her failure to pay any dues or assessments required herein within thirty days of the due date. An individual whose membership has been terminated may apply for reinstatement in the same manner as application is made for initial membership.

Article III. Initiation Fees, Dues, Assessments & Memberships

Section A. Amount

The Board of Directors may determine and set, from time to time, the amount of the initiation fee, if any, the amount of annual dues, and the amount of any assessments. Any change in the amount of the annual dues shall not apply to any member who has already paid dues for the current year.

Section B. Payment

Dues shall be due on the first day of January of each fiscal year and shall cover a one year membership.

Anyone who joins the Association between January 1st and June 30th shall be required to pay the full amount of the annual dues as previously determined and set by the Board of Directors.

Anyone who joins the Association between July 1st and December 30th shall be required to pay one-half of the amount of the annual dues as previously determined and set by the Board of Directors.

However, anyone who joins the Association after June 30th, who resided in the Bonnie Glynn Subdivision prior to June 30th, shall be required to pay the full amount of the annual dues as previously determined and set by the Board of Directors.

Any assessments shall be payable in the manner and at the time determined by the Board Of Directors.

Section C. Types Of Memberships

Two types of memberships are available:

(A) Homeowner Membership- all homeowners within the Bonnie Glynn Subdivision are entitled to membership in the Association, upon receipt of the payment of dues in accordance with this article. This type of membership is entitled to participate in all activities of the Association, and, in addition are entitled to one vote per home. Only homeowner members, who have paid their annual dues for the current year, prior to or at the annual meeting, shall be entitled to vote at the annual meeting.

(B) Associate Membership- All individuals who are not homeowners within the Bonnie Glynn Subdivision, but rent a home in the Bonnie Glynn Subdivision, are entitled to membership in the Association, upon receipt of the payment of the dues in accordance with this article. This type of membership is entitled to participate in all activities of the Association, but are not entitled to any voting rights.

(C) Homeowner members and associate members are entitled to file complaints with the Board of Directors.

Article IV. Membership Meetings

Section A. Annual Meetings

An annual membership meeting shall be held in January of each year, beginning with the year 1981, in Pinellas County, Florida, at such date, time, and place as the Board of Directors designate. Appropriate for consideration at such meetings shall be the election of directors and such business as may come before the meeting. If the election of directors is not held in the month designated herein for the annual membership meeting, or at any adjournment thereof, the Board Of Directors shall cause the election to be held at a special membership meeting, conducted as soon thereafter as may be convenient.

Section B. Special Meetings

Special membership meetings may be called by the President, the Board Of Directors, or not less than one-tenth of the members qualified to vote.

Section C. Meeting Notice

Written or printed notice, stating the date, time and place of any membership meeting, shall be delivered personally or by mail, to the home in Bonnie Glynn of each member entitled to vote at such meeting, not less than ten days, nor more than thirty days, prior to the date of such meeting, by or at the direction of the President or the Board Of Directors, or by embers calling the meeting. in the case of a special meeting, or when required by these bylaws, or by law, the purpose or purposes for which the meeting is called shall be stated in the notice. If sent by mail, a notice of meeting shall be deemed delivered when deposited in the United States mail, postage prepaid, addressed to the member at his or her address as it appears on the corporate records at the time of mailing.

Section D. Informal Action

Any action required or permitted to be taken at any membership meeting, may be taken without such a meeting, if a consent in writing, setting forth the action to be taken, shall be signed by all members entitled to vote with respect thereto.

Section E. Quorum

Members holding fifty-one percent of the total votes which could be cast at any membership meeting shall constitute a quorum at such meeting. If a quorum is not present at any membership meeting, a majority of those members present may adjourn the meeting from time to time without further notice.

Section F. Cumulative Voting

At any election for directors, each and every member may cumulate his or her vote and give one candidate a number of votes equal to the number of directors to be elected, or may distribute his or her votes among the various candidates for directors.

The candidates for directors receiving the highest number of votes, up to the number of directors to be elected, will be deemed elected.

Section G. Rules

All membership meetings shall be governed by Roberts' Rules Of Order, including such revisions thereof as may from time to time be published, except insofar as such rules are inconsistent with the Article Of Incorporation, these bylaws, or the law.

Article V. Directors

Section A. Number

The authorized number of directors of this corporation shall be nine.

Section B. Term

The directors named in the Articles Of Incorporation as the initial Board of Directors shall hold office until January 1981, when an election of the directors shall be held. Thereafter, the term of the office of each director shall be one year, until the next annual membership meeting following his or her election, and until the qualifications of his or her successor in office.

Section C. Automatic Termination

If a director fails to attend three regular Board of Directors Meetings, or a total of five regular and special Board Of Directors Meetings, his or her status as a director shall automatically terminate and a vacancy shall exist.

Section D. Powers

Except as otherwise provided in the Articles Of Incorporation, these bylaws, or by law, the powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors, which may, however, delegate the performance of any duties or the exercise of any powers to such officers and agents as the Board Of Directors may from time to time, by resolution, designate.

Section E. Vacancy

Whenever a vacancy exists on the Board of Directors, whether by death, resignation, automatic termination, or otherwise, the vacancy shall be filled by a majority of the remaining directors at a regular or special Board Of Directors meeting. Any member selected to fill the vacancy shall have the same qualifications as were required of the director whose office was vacated and shall hold office for the unexpired term of his or her predecessor in office.

Section F. Compensation

No member of the Board Of Directors shall receive any compensation from this corporation.

Article VI. Board Of Directors Meetings

Section A. Annual Meetings

An annual Board Of Directors meeting shall be held, without notice other than this bylaw, immediately after, and at the same place as the annual membership meeting.

Section B. Other Meetings

Other regular and special Board Of Directors meetings shall be held at such times and places as the Board Of Directors may from time to time by resolution designate, but the Board of Directors shall hold a regular meeting every month.

The president may, as he or she deems necessary and appropriate, and the secretary shall, if so requested in writing by two directors, call a special Board Of Directors meeting.

Section C. Meeting Notice

Notice of special Board Of Directors meetings shall be signed by the secretary and personally delivered or mailed to each director at his or her address as it appears on the corporate records, not less than three days, nor more than ten days, prior to the date thereof. However, this requirement may be waived by resolution of the Board of Directors.

Section D. Quorum

A majority of the directors shall constitute a quorum for the transaction of business at any Board Of Directors meeting. However, if less than a majority of the directors are present, a majority of the directors present may adjourn the meeting from time to time without further notice.

Except as may otherwise be provided in the Articles of Incorporation, these bylaws, or by law, the act of a majority of the directors present, at any meeting at which a quorum is present, shall be the act of the Board of Directors.

Section E. Action Without Meeting

A Board Of Directors meeting does not need to be held to take any action required or permitted to be taken by law, provided that all directors shall individually or collectively consent in writing to such action and such written consent or consents are filed with the minutes of the proceedings of the Board Of Directors. Action by written consent shall have the same force and effect as action by unanimous vote of the directors. Any certificate or other document filed, under any provision of the law which relates to action so taken, shall state that the action was taken by unanimous written consent of the Board Of Directors without a meeting, and that the Articles Of Incorporation and these bylaws authorize the Board Of Directors to so act. Such a statement shall be prima facie evidence of such authority.

Section F. Rules

All Board Of Directors meetings shall be governed by Roberts' Rules Of Order, including such revisions thereof as may from time to time be published, except insofar as such rules are inconsistent with the Articles Of Incorporation, these bylaws, or the law.

Article VII. Officers

Section A. Designation

The officers shall be a president, a vice president, a secretary, a treasurer, and such other officers as may be elected in accordance with the provisions of these bylaws.

The Board Of Directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and to perform the duties prescribed from time to time by the Board Of Directors.

Section B. Election & Term

The officers shall be elected annually by the Board Of Directors at the annual Board Of Directors meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as may be convenient. New offices may be created and filled at any Board Of Directors meeting. Each officer shall hold office until his or her successor shall have been elected and qualified.

Section C. Removal

Any officer, elected or appointed by the Board Of Directors, may be removed by it, whenever, in its judgment, the interests of this corporation would be thereby best served. Any such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section D. Vacancies

A vacancy in any office, whether due to death, resignation, removal, disqualification, or otherwise, may be filled by the Board Of Directors for the unexpired portion of the term.

Section E. President

The president shall be the chief executive officer, and shall exercise general supervision and control over all corporate activities. He or she shall preside at all membership and Board Of Directors meetings. He or she may sign, with the secretary, or other officer(s) authorized by the Board Of Directors, any deeds, mortgages, bonds, contracts, or other instruments, the execution of which has been authorized by the Board Of Directors, except in cases where the signing and execution thereof shall have been expressly delegated by the Board Of Directors, by these bylaws, or by law, to some other officer or agent. In general, he or she shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board Of Directors.

Section F. Vice President

In the absence of the president, or in the event of his or her inability or refusal to act, the vice president shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall perform such additional duties as may from time to time be assigned to him or her by the president or the Board Of Directors.

Section G. Secretary

The secretary shall keep the minutes of all membership and Board Of Directors meetings in one or more books provided for that purpose; see that all notices are duly given in accordance with these bylaws, or as required by law; be custodian of the corporate records and seal; keep a master membership book containing the names and addresses of all members, directors, and officers, and with respect to any membership or directorship which has been terminated, record that fact together with the date of termination; exhibit to any member, director, or other officer, or to his or her agent or attorney, or to any person or agency authorized by law to inspect them, at all reasonable times and on demand, the Articles Of Incorporation, these bylaws, the corporate membership book, the records of the minutes of meetings, and any other business records.

Section H. Treasurer

the treasurer shall have charge and custody of, and be responsible for, all corporate funds and securities. He or she shall receive and give receipts for money due and payable to this corporation, from any source whatsoever, and deposit all such money in the corporate name in such banks, trust companies, or other depositories as shall be selected by the Board Of Directors. In general, he or she shall perform all duties incidental to the office of treasurer, and such other duties as may from time to time be assigned to him or her by the president or the Board Of Directors.

If so required by the Board Of Directors, the treasurer shall give a bond for the faithful discharge of his or her duties in such sum, and with such surety, as the Board Of Directors may deem appropriate.

Section I. Assistant Secretaries & Assistant Treasurers

The assistant secretaries and assistant treasurers, in general, shall perform such duties as may be assigned to them by the Board Of Directors, the President, the Treasurer, or the Secretary.

If so required by the Board Of Directors, an assistant treasurer shall give a bond for the faithful discharge of his or her duties, in such sum, and with such surety, as the Board Of Directors may deem appropriate.

Article VIII. Committees

Section A. Executive Committee

The Board Of Directors may, by resolution, establish an executive committee, consisting of three or more directors, which committee, to the extent provided by such resolution, shall have and exercise the authority of the Board Of Directors. However, the designation of such committee, and such delegations of authority thereto, shall not operate to relieve the Board Of Directors, or any director individually, of any responsibility imposed on him or her by the Articles Of Incorporation, these bylaws, or by law.

Section B. Finance Committee

The matter of controlling, managing, investing, and disposing of the property of this corporation, for the purpose of earning an income therefrom shall be exclusively vested in a finance committee which shall consist of the treasurer and two members, who shall be selected by the Board Of Directors.

Section C. Other Committees

Other committees, not having and exercising the managerial authority of the Board Of Directors, may be established by resolution by the Board Of Directors.

Except as may otherwise be provided by resolution, members of committees shall be members of this corporation, and shall be selected by the president. Any member of a committee may be removed by the person or persons authorized to select that member, whenever, in the judgment of such person or persons, the corporate interests would be best served by such removal.

Section D. Term

Each member of a committee shall continue as such until the next annual membership meeting and until his or her successor is appointed, unless such member be removed or cease to qualify as a member thereof.

Section E. Chairman

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

Section F. Vacancies

Vacancies in the membership of any committee shall be filled by selection made in the same manner as provided in the case of original selection, and any member so selected shall serve for the unexpired term of his or her predecessor.

Section G. Quorum

Unless otherwise provided in a committee's establishing resolution, a majority of the whole committee shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be an act of the committee.

Section H. Rules

Each committee may adopt such rules and regulations for its meetings and the conduct of its activities as it may deem appropriate. However, such rules and regulations shall be consistent with the Article Of Incorporation and these bylaws, and regular minutes of all proceedings shall be kept.

Article IX. Contracts, Checks, Deposits & Funds

Section A. Contracts

The Board Of Directors may, by resolution, authorize any officer(s) or agent(s), in addition to the officers so authorized by these bylaws, to enter into any contract, or to execute and deliver any instrument, in the corporate name. Such authority may be general, or confined to specific instances.

Section B. Deposits

All funds shall be deposited from time to time in such banks, trust companies, or other depositories as the Board Of Directors may select.

Section C. Checks, Drafts & Orders For Payment

All checks, drafts or orders for the payment of money, notes, or other evidences of indebtedness, issued in the corporate name, shall be signed by such officer(s) or Agent(s), and in such manner as the Board Of Directors shall from time to time by resolution determine. In the absence of such determination, such instruments shall be signed by the treasurer or an assistant treasurer, and countersigned by the president or vice president.

Article X. Miscellaneous

Section A. Books & records

This corporation shall prepare and maintain correct and complete books and records of account, shall keep minutes of the membership, Board Of Directors, and committee meetings, and shall keep, at the registered or principle office, a corporate membership book containing the names and addresses of all members, directors, and officers. All such books and records may be inspected by any member, director, or officer, or his or her agent or attorney, or any other proper person or agency, at any reasonable time.

Section B. Fiscal Year

The fiscal year shall begin on the first day of January, and end the last day of December, in each year.

Section C. Corporate Seal

The Board Of Directors shall provide a corporate seal described as follows:

Bonnie Glynn Homeowners Association, Inc.

1980

A Florida Nonprofit Corporation

Section D. Waiver of Notice

Whenever any notice is required to be given under the provisions of the Florida Corporation Not For Profit law, of the Articles Of Incorporation, or these bylaws, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Article XI. Amendments

Subject to the limitations of the Articles Of Incorporation, these bylaws, and the Florida Corporations Not For Profit law, concerning corporate action that must be authorized or approved by the members, these bylaws may be amended, repealed or added to, or new bylaws may be adopted, by resolution by the Board Of Directors.