

THE AMENDED BY LAWS
OF THE
SUNSET PARK AREA HOMEOWNERS' ASSOCIATION, INC.

Amended January 13, 2004

ARTICLE I

Membership

Section 1. Membership: Voting membership of this corporation is limited to those persons holding title to platted lots within the Association's boundaries, are residents thereof, and whose dues are currently paid. There shall be but one vote from each residential property located within the boundaries of this community irrespective of the number of persons who may hold title to any individual property or reside therein.

Section 2. Boundaries: Eastern boundaries - west side of Manhattan Avenue from Neptune south to Leona. Northern boundaries - south walls of Culbreath Isles and Culbreath Bayou. Southern boundaries - both sides of Leona, Laurel Road and the 3300 block of Omar. Western boundaries - Tampa Bay. The above area will be divided into four quadrants with Westshore Boulevard being the north-south axis and San Jose Avenue being the east-west axis.

ARTICLE II

Annual Dues and Insurance

Section 1. Annual dues for this corporation are twenty five (\$ 25) per household due on the first day of January of each year. If not paid by the last day of February, dues status becomes delinquent. Members whose dues are not paid by March 31st will be dropped from membership. No other assessments shall be made on the members; however, solicitation for special causes is permitted.

Section 2. Delinquent Dues Status: As the member's dues status shall become delinquent then his or her voting privileges shall be suspended. Voting privileges can be restored upon receiving dues.

Section 3. An amendment to change the amount of the dues may be introduced at any regular meeting of the Association and adopted by a majority vote of the assembly; provided, however, that verbal notice was given at the preceding meeting and written notices included in the Call of the meeting in which the amendment is to be presented for adoption. When adopted, the new dues shall become effective on January 1st of the following year, and each year thereafter.

Section 4. APPLICATION OF DUES: Any dues paid on November 1st, or after of any given year shall have their monies applied to the next year's dues. Any dues paid prior to November 1st, up to and including October 31st, shall be applied in full for that year's dues. There shall be no pro rata of dues for months not a member.

Section 5. The Association will maintain General Liability and Directors and Officer's Liability insurance to protect the Association and its Officers and Directors.

ARTICLE III

Membership Meetings

Section 1. Regular Meetings: Regular Membership meetings of this Association shall be held on the second Tuesday of every odd month unless otherwise specified by the Association or the Executive Board.

Section 2. The regular meeting, on the second Tuesday of March shall be known as the Annual Meeting, and held for the purpose of electing officers and directors, receiving annual reports of officers and committees, and conducting any other business that may arise.

Section 3. Special meetings may be called by the President, or the Executive Board, or called upon the written request of fifteen (15) members of the Association. The purpose of the meeting shall be stated in the Call. Except in cases of emergency, at least a five (5) day notice shall be given.

Section 4. Quorum: The quorum for all meetings shall consist of a minimum (15) eligible voting members. If no quorum exists, there will be a wait of 15 minutes from official start time of meeting, if there is still no quorum, the meeting shall then be officially adjourned. All questions shall be decided by a majority of the voting members present and voting, with the exception of amendments to the Articles of Incorporation and/or the By laws, which shall require a two-thirds vote of the assembly and verbal and/or written notice at the previous meeting.

ARTICLE IV

The Executive Board and Elections.

Section 1. The Executive Board of this organization shall consist of a President, a Vice President, a Recording Secretary, a Correspondence Secretary, a Treasurer and five (5) Directors, including one from each quadrant, if possible. The immediate Past President will automatically serve as an additional Director on the Executive Board until the next election of a new President.

Section 2. At the membership meeting held in November a nominating committee of five (5) members, one from each quadrant if possible, shall be elected by the membership. It shall be the duty of this committee to nominate candidates for the positions to be filled at the next election. The Nominating Committee shall present its slate at the regular meeting in January. The elections shall be held at the Membership Meeting in March. Nominations from the floor with prior approval of the nominee, shall be permitted. When there is more than one candidate for an office elections shall be by ballot.

Section 3. Officers and Directors shall serve two (2) years or until their successors are elected or appointed as provided herein. The terms of the office shall begin at the close of the Annual

Meeting at which they are elected. The President, the Recording Secretary, and three (3) Directors shall be elected each odd numbered year. The Vice President, Correspondence Secretary, Treasurer, and the remaining two (2) Directors shall be elected on the even numbered years. The term of the immediate Past President on the Executive Board will end when a new President replaces the current President, who will then become a member of the Executive Board.

Section 4. No member shall hold more than one office at a time and no member shall be eligible to serve in the same office for more than two (2) consecutive full terms.

Section 5. Any vacancy of an unexpired term occurring among the Officers and the Directors shall be filled on an acting basis by a majority vote of the Executive Board pending approval of the majority vote of the assembly.

Section 6. Duties of Officers and Directors: Duties of Officers and Directors of this Association can be found in the Current edition of Roberts Rules of Order, Newly Revised.

Section 7. At the completion of their term of office or at the time of resignation, or removal, the officer shall PERSONALLY HAND OVER ALL RECORDS, MONIES, ETC., to their SUCCESSOR or in the HANDS OF THE PRESIDENT and/or Executive Board. A receipt shall be given to each party exchanging and/or transferring Association Records.

ARTICLE V

Duties of the Executive Board

Section 1. The Executive Board shall have general supervision of the affairs of this Association between its membership meetings, fix the hour and place of meetings, make recommendations to the Association and such other duties as are specified in these By Laws. The Board shall be subject to the orders of the Association and none of its acts shall conflict with any actions taken by the Association. Unless otherwise ordered by the Board, regular meetings of the Executive Board shall be held on the second Tuesday of every even numbered month except when in conflict with a national holiday. Special meetings of the Board may be called by the President or upon the written request of three (3) members of the Board.

Section 2. No official action can be taken by the Executive Board unless a quorum consisting of the majority of the Executive Board shall be present at the meeting. Approval shall not be sought by private, personal interviews or telephone conversation and no official action can be taken under such conditions. In cases of emergency actions taken can be ratified for the record at the next regularly called Board meeting at which a quorum is present.

Section 3. Officer and Director Attendance: Any Officer, Director or Committee Chairperson who incurs three (3) unexcused consecutive absences, that is Membership, Board or Special meetings, shall be replaced as recommended to the assembly by a majority vote of the Executive Board and then adopted by a majority vote of the assembly.

Section 4. The Executive Board extends an open invitation to the membership of this organization to attend and observe the proceedings.

ARTICLE VI

Committees

Section 1. The Auditing Committee, defined by the President, shall be appointed during the January Membership Meeting to audit the Association's books through the end of the previous fiscal year ending December 31st, and deliver a report to the Association at the Annual Meeting in March.

Section 2. The Nominating Committee of five (5) persons shall be elected at the November membership meeting to develop the slate to fill the positions up for election in March and report to the membership during the January meeting.

Section 3. Such other committees, standing or special, shall be appointed by the President or the Association which shall from time to time be necessary to carry on the work of the Association. The President shall be an Ex-Officio and a member of all committees, except the Nominating Committee.

Section 4. Committee Quorums: A simple majority of the permanent members on the committee shall constitute a quorum.

ARTICLE VII

Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order. Newly Revised shall govern this Association where applicable and in which they are not inconsistent with these By Laws and any special Rules of Order the Association may adopt.

ARTICLE VIII

Amendment of By Laws

Section 1. These By Laws may be amended at any regular meeting of this Association by a two-thirds vote of members present and voting provided that verbal notice of the amendment was given at the previous membership meeting and full written notice with the Call of the meeting at which the amendment(s) will be presented.

Section 2. Definition of a Two-thirds Vote: A two-thirds vote wherever expressed in the Articles of Incorporation or in the By Laws of this organization shall represent a two-thirds vote of the voting members present and voting. No other interpretation of this phrase shall be assumed.