

By-Laws of Hammock Lake Estates Homeowner's Association

Article I

Name and Location

The name of the corporation is the Hammock Lake Homeowner's Association (Hereafter referred to as the "Association"). The principal office of the Association shall be located at _PO BOX 214164 SOUTH DAYTONA, FL 32121-4164, but meetings of members and directors may be held at places within the State Of Florida, County of Volusia, as may be designated by the Board of Directors.

Article II

Definitions

- 1) "Association" shall mean and refer to Hammock Lake Homeowner's Association its successors and assigns.
- 2) "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association
- 3) "Common Area" shall mean and refer to all real property owned by the Association for the common use and enjoyment of the Owners
- 4) "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of any common areas.
- 5) "Owner" shall mean and refer to the recorded owner, whether one or more persons or entities, of a fee simple title to any Lot which is a part of the Properties.
- 6) "Declarant" shall mean and refer to A&H INVESTMENTS, and its successors and the assigns if such successors or assigns should acquire more than one undeveloped lot from the Declarant for the purpose of development.
- 7) "Declaration" shall mean and refer to the Declaration of the Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of Public Record of Volusia County, Florida.
- 8) "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

Article III
Meeting of the Members

- 1) Annual Meetings: The First annual meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of the month of each year thereafter at the hour of 7:00PM at the offices of the corporation or such other place as the Board of directors may decide. If the day of the meeting is a legal holiday, the meeting will be held at the same hour on the next day which is not a legal holiday.
- 2) Special Meetings: Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth of all the votes of the Class A Membership.
- 3) Notice of Meeting: Notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy, postage prepaid, at least fifteen days before such meeting to each member entitled to vote addressed to the member's last address appearing of the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and in the case of a special meeting, the purpose of the meeting. E-mail notice of each meeting will follow the above guide lines and serve as legal notice
- 4) Quorum: The presence at the meeting of members entitled to cast a vote, or of the proxies entitled to cast a vote, one-third of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented adjourn the meeting, until a quorum shall be present or represented. 15
- 5) Proxies: At the meeting of members, each member may vote in person or by proxy. All Proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon the conveyance by the member of his lot.

Article IV
Board of Directors: Section: Term of Office

- 1) Number: The affairs of this Association shall be managed by a Board comprised of not less than three nor more than seven directors, who need not be members of the association. The initial Board shall be composed of three directors.

- 2) Term of Office: At each annual meeting of the members, the membership shall elect directors to hold office until the next annual meeting. Each director shall hold office until the expiration of the term for which he/she was elected and until his/her successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his/her predecessor.
- 3) Removal: Any director may be removed from the board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.
- 4) Compensation: No director shall receive compensation for any service he/she may render to the Association. However, any director may be reimbursed for his/her actual expenses incurred in the performance of his/her duties.
- 5) Action Taken without a Meeting: The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

Article V

Nomination and Election of Directors

- 1) Nomination: Nomination for the election of the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a chairman, who shall be a member of the Board of Directors, and shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall determine, but not less than the number of vacancies that there are to be filled.
- 2) Election: Election of the Board of directors shall be by secret written ballot. 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 provision of the Declaration. The person receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Article VI

Meeting of Directors

- 1) Regular Meetings: Regular meetings of the Board of Directors may be held without notice at such time and place as permitted by law and from time to time as may be determined by the directors. Should said meeting fall upon a legal holiday that meeting shall be held at the same time on the next day which is not a legal holiday? The Board may, by resolution duly adopted, establish regular monthly, quarterly or semi-annual meeting.
- 2) Quorum: A majority of the number of directors shall constitute a quorum, for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

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Article VII

Powers and Duties OF the Board of Directors

Section 1. Powers: The Board of Directors shall have the power to:

- 1) Adopt and publish rules and regulations governing the use of Common Areas and facilities, and the personal conduct of the members/ thier guests thereon, and to establish penalties for the infraction thereof
- 2) Suspend the voting rights and rights to the use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such right may also be suspended after notice and hearing, for a period not to exceed sixty days for the infraction of the published rules.
- 3) Exercise for the Association all powers, duties, and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration.
- 4) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three consecutive regular meetings of the Board of Directors;
- 5) Employ a manager, Independent Contractors or such other employees as they deem necessary.

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

- 1) 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 statements are requested in writing by one-fourth of the Class A members who are entitled to vote.
- 2) Supervise all officers, agents and employees of the Association and to see that their duties are properly performed.
 - a) As more fully provided in the Declaration, to:

- b) Fix the amount of the annual assessment against each Lot at least thirty days in advance of each annual assessment period.
 - c) Send written notice of each assessment to every Owner at least thirty days in advance of each assessment period.
 - d) Foreclose the lien against any property for which assessments are not paid within thirty days after due date to bring action at law. Owner is personally obligated to pay all past due assessments and filing fees.
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- 3) Issue a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board of directors for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
 - 4) Procure and maintain adequate liability and hazard insurance on property owned by the Association;
 - 5) Cause all officers or employees having fiscal responsibilities to be bonded as it may deem appropriate;
 - 6) Cause the Common Area to be maintained.

Article VII

Officer and Their Duties

- 1) Enumeration of Officers: The Officers of this Association shall be a president and vice president, who shall at all times be members of the Association, a secretary and a treasurer, and such other officers as the Board may from time to time by resolution create.
- 2) Election of Officers: The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.
- 3) Term: The Officers of this Association shall be elected annually by the Board and each shall hold office for one year unless he/she shall resign, or shall be removed, or otherwise disqualified to serve.
- 4) Special Appointments: The Board may elect such other officers as the affairs of the Association may require, each of who shall hold office for such period, have such authority, and perform such duties as the Board may from time to time determine.

- 5) **Resignation and Removal:** Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at the later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- 6) **Vacancies:** A vacancy in any office may be filled by appointment by the Board. The Officer appointed to such vacancy shall serve for the remainder of the term of the officer he/she replaced.
- 7) **Multiple Offices:** The offices of the secretary and treasurer may be held by the same person. NO person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to the Special Appointment (4) of this Article.
- 8) **Duties:** The duties of the officers are as follows:
 - a) **President:** The president shall preside at the meetings of the Board of Directors; shall see that the orders and resolution of the Board are carried out.
 - b) **Vice President:** The Vice-President shall act in the place and stead of the president in the event of his/her absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him/her by the board.
 - c) **Secretary:** The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board to the members; keeping appropriate current records showing the members of the Association together with their addresses, phone numbers and e-mail addresses, and shall perform such other duties as required by the Board.
 - d) **Treasurer:** 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; shall sign all checks and promissory notes of the Association; keep proper books of the account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and the statement of Income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy to each member.

Article IX Committees

- The directors shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee as provided in these By-Laws. In addition,

the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

Article X Books and Records

The books, records, and papers of the Association shall at all times during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of the Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at a reasonable cost.

Article XI Assessments

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments, which are not paid, when due shall be delinquent. If the assessment is not paid within thirty days after the due date, the Association may bring action at law against the Owner personally obligated to pay the same foreclose the lien against the property, interest cost, and reasonable attorneys fee of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape the liability from the assessment provided for herein by nonuse of the Common Are or abandonment of his lot.

Article XII Corporate Seal

The Association shall have a seal in circular form having within its circumference the words: Hammock Lake Estates Homeowners Association

Article XIII Amendments

- 1) These By-Laws may be amended, at a regular or special meeting of the Membership, by a vote of a majority of a quorum of all members voting in person or by proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is a Class B membership.

- 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 Declaration and these By-Laws, the Declaration shall control.

Article XIV
Miscellaneous

The Fiscal year of the Association shall begin on the first of January and end on the thirty first of December except that the first fiscal year shall begin on the date of incorporation.

In witness whereof, we being the all of the Directors of the Hammock Lake Estates Homeowner's Association have hereunto set our hand this 26th day of September, 2013.

William Humbert, Director

Ralph Schoenherr, Director

William Napolitano, Director