

**WORKING COPY OF THE BY-LAWS OF
LOMA DEL SOL HOMEOWNERS ASSOCIATION, INC.***

ARTICLE I

NAME AND LOCATION. The name of the corporation is LOMA DEL SOL HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association". The principal office of the corporation shall be located at 6500 C.R. 54, Davenport, Florida, but meetings of Members and Directors may be held at such places within the State of Florida, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to LOMA DEL SOL HOMEOWNERS ASSOCIATION, INC., its successors and assigns.

Section 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.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivisions map of the Properties with the exception of the Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to LOMA LINDA HOMES CORPORATION, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions and applicable to the Properties recorded in the Office of Clerk of the Circuit Court in and for Polk County, Florida.

* This document is only a working copy of the By-Laws, as they have been amended through November 12, 2010. It is not the "official" By-Laws and should not be recorded in the public records. This document serves only as an aide to members, officers and directors in light of the numerous amendments that have been made over the years. Copies of the original By-Laws, and the amendments thereto, are available from Loma Del Sol Homeowners Association, Inc.

Section 8. "Member" shall and refer to those persons entitled to membership as provided in the Declaration.

Section 9. "Quorum" shall mean and refer to the minimum percentage of Members required to be in attendance, and/or vote, when any Association business that the Membership is entitled to participate in, other than Board of Director meetings, shall be conducted. A Quorum shall consist of twenty (20) percent of the Members of the Association.

ARTICLE III

MEETING OF MEMBERS

Section 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 same month of each year thereafter, at the hour of Five o'clock, P.M. If the day for the annual meeting is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday or a Sunday.

Section 2. Special Meetings. Special Meetings of the members may be called at any time by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A membership.

Section 3. Notice of Meetings. Written 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 of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on 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.

ARTICLE IV

BOARD OF DIRECTORS: SELECTION; TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of seven (7) directors, who need not be members of the Association.

Section 2. Term of office. At the first annual meeting of the members they shall elect one director for a term of one year, one director for a term of two years, one director for a term of three years; and at each annual meeting thereafter the members shall elect one director for a term of three years. As soon as possible after the approval of this amendment, while keeping in compliance with the notice requirements of Article V of these Bylaws, a special meeting shall be held for the purpose of electing directors

to the four additional directorships created in Section 1 above. The term of the office of the two directors receiving the highest plurality of votes at said special meeting shall be established at three years, expiring at the third annual meeting following their election. The term of office of the director receiving the next highest plurality of votes shall be established at two years, expiring at the second annual meeting following his/her election. The term of office of the remaining director shall be established at one year, expiring at the next annual meeting following his/her election. At the next annual meeting following approval of this amendment, and at each meeting thereafter, as many directors of the association shall be elected as there are regular terms of directors expiring at such time (2 or 3, as the case may be), and the terms of the directors so elected at the annual meeting each year shall be established at three years, expiring at the third annual meeting following their election, and thereafter until their successors are duly elected and qualified, or until removal in the manner elsewhere provided or as may be provided by law for the removal of directors of Florida corporations not for profit.

Section 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.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 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

NOMINATING AND THE ELECTION OF DIRECTORS

Section 1. Nomination. Any eligible person desiring to run for the board must provide written notice to the secretary of the association not less than 40 days prior to the election date. A second notice of the meeting to all owners entitled to vote at the meeting shall be mailed or delivered no less than 30 days prior to the election; this second notice will include a ballot listing all candidates for the board. The candidate may also request that the association include an information sheet on the candidate no larger than 8 ½ inches by 11 inches. The information sheet must be provided by the candidate; however, the costs of mailing and copying shall be an association expense.

Section 2. Election. The first notice of the date of the election must be mailed or delivered to each owner entitled to vote at least 60 days prior to the scheduled

election date. The notice may be separate mailing or included in with any other delivery, such as a newsletter.

If the election is the regular election it will occur on the date of the annual meeting.

Members of the board shall be elected by written ballot or through the use of a voting machine. In no case will any type of proxy be used in electing any member of the board in regular elections or in any other election to fill vacancies as a result of resignation or recall.

ARTICLE VI

MEETING OF THE DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held quarterly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday or Sunday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after no less than 14 days notice to the members.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act of decision done or made by a majority of the directors present a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII

POWER AND DUTIES OF THE BOARD OF DIRECTORS

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

(a) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(b) Suspend the voting rights of a member for the nonpayment of any regular annual assessment that is delinquent in excess of 90 days, or as otherwise provides in chapter 617, Florida Statutes (1997), as amended from time to time. In addition, the Board of Directors may suspend the right to use of the recreational facilities of a member or a member's tenants, guests, or invitees, or both and/or levy reasonable fines, not to exceed \$100.00 per incident (each day may be construed as a separate

incident), against such person(s) without notice or hearing, during any period in which such member shall be in default in the payment of any assessment or charge levied by the Association, or as otherwise provided in the payment of any assessment or charge levied by the Association, or as otherwise provided in chapter 617, Florida Statutes (1997) as amended from time to time. Such use rights may also be suspended for a reasonable period of time, and/or fines may also be levied against such person(s) after notice and hearing, for infraction of published rules and regulation, or any provisions of the Declaration, Articles of Incorporation, these Bylaws, or chapter 617, Florida Statutes (1997), all as amended from time to time. The Board of Directors shall have the power to adopt rules and regulations governing the amount of each fine, not to exceed \$100 per incident, and the duration of each suspension of use rights and the imposition of fines, provided that such rules and regulations are consistent with the limitations and requirements set forth in chapter 617, Florida Statutes (1997), as amended from time to time;

(c) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provision of these By-Laws, the Articles of Incorporation, or the Declaration;

(d) Declare the office of a member of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

(e) Employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

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

(a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote:

(b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) As more fully provided in the Declaration, to:

1) Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period:

2) Send written notice of each assessment: to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

3) Foreclose the lien against any property for which assessments are not paid within (30) days after due date or barring an action at law against the owner personally obligated to pay the same.

(d) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) Procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) Cause all officers or employees having fiscal responsibilities to be bonded if deemed appropriate;

(g) Cause the Common Area to be maintained.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association require, each of whom shall hold office for such period, have such authority and perform such duties as the Board may, from time to time determine.

Section 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 any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 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 replaces.

Section 7. Multiple Officers. The offices of 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 Section 4 of the Article.

Section 8. Duties. The duties of the officers are as follows:

PRESIDENT

- (a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign checks and promissory notes.

VICE PRESIDENT

- (b) The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the board.

SECRETARY

- (c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meeting of the board and the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

TREASURER

- (d) 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 account cause an annual review of the Association books to be made by a Florida public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditure to be presented to the membership at its regular annual meeting, and deliver a copy of each to the member.

ARTICLE IX

COMMITTEES

The Association 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 Incorporation and the By-Laws of the Association shall be available for inspection by any members at the principal office of the Association, where copies may be purchased at 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 (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of 12 percent per annum, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by non use of the common area or abandonment of his lot.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: Loma Del Sol Homeowners Association, Inc.

ARTICLE XIII

AMENDMENT

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, or by limited 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.

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

ARTICLE XIV

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of October of every year, except that the first fiscal year shall begin on the date of incorporation.