

BYLAWS

OF

THE CASUARINA CLUB OWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is THE CASUARINA CLUB OWNERS ASSOCIATION, INC., hereinafter referred to as the "Association". The principal office of the corporation shall be located at P. O. Box 3146, Indialantic, Florida, 32903, but meetings of members and directors may be held at such places within the State of Florida, County of Brevard, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to THE CASUARINA CLUB OWNERS ASSOCIATION, INC., its successors and assigns.

Section 2. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any condominium apartment unit 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 3. "Property" shall mean and refer to that certain real property hereinbefore described, and such additions thereto as may hereafter be brought within the jurisdiction of the Association, as set forth in the Declaration.

Section 4. "Common Area" shall mean and refer to those parts of the described real property less and except any portion subject to undivided fee simple ownership, said common area being more particularly described as follows:

Lots 5, 6, 7 and 8, Block 41, Section B, Indialantic-by-the Sea, Plat Book 3, Page 91; and Lots 5, 6 and North 1/2 of Lot 7, Block 99a, Section E, Indialantic-by-the-Sea, Plat Book 10, Page 41, Public Records of Brevard County, Florida.

Section 5. "Limited common element" shall mean and refer to any area posting appurtenant to an individual unit.

Section 6. "Unit" shall mean and refer to any individual condominium apartment upon the survey, Exhibit "A" attached to the Declaration of Condominium, said units being those parcels numbered 101 through 410, inclusive, on said survey.

Section 7. "Declarant" shall mean and refer to JO NELL NILSSON, her successors and assigns.

Section 8. "Declaration" shall mean and refer to the Declaration of Condominium applicable to the Properties recorded in the Office of the Clerk of the Circuit Court, Brevard County, Florida.

Section 9. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the members shall be held within one (1) 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 8:00 o'clock p.m. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 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 fifty-one (51%) of all of the votes of the 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 fifteen (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.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, 51% of the votes of the membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of the 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 conveyance by the member of his unit.

#### ARTICLE IV

##### BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of Directors of at least five (5) members, who must be members of the Association.

Section 2. Term of Office. At the first annual meeting the members shall elect each director for a term of one year, and at each annual meeting thereafter the members shall elect each director for a term of two (2) years. In the event it is desired to have a Board of more than five directors, such a decision shall be determined at a regular or special meeting of the members by a majority vote of a quorum present in person or by proxy. The term of office of such additional board members shall be determined at the same time that the decision to add such a member or members is voted upon.

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

##### NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to 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

one or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors thirty (30) days prior to each annual meeting of the members. 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. Such nominations shall be made from among the members.

Section 2. Election. Election to 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 provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

#### ARTICLE VI

##### MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly 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.

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 one director, after not less than three (3) days notice to each director.

Section 3. 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.

#### ARTICLE VII

##### POWERS 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 and right to use the common 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 rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

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 provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

d. declare the office 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 at the annual meeting of the members, or at any special meeting when such statement is requested in writing by fifty-one (51%) of the 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 unit 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 thirty (30) days after due date or to bring 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 common areas;

f. cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

g. cause the Common Area and limited common areas and the building's exterior to be maintained.

#### ARTICLE VIII

##### OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The Officers of this Association shall be a President, who shall at all times be a member of the Board of Directors, a Secretary, a Vice-President 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 first 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 for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointment. The Board may elect such other officers as the affairs of the Association may 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 Offices. 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 this Article.

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

a. President. 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 cosign all checks and promissory notes.

b. Vice-President. The Vice-President shall act in the place and stead of the President in his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

c. Secretary. 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 meetings of the Board and of 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.

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 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 a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

ARTICLE IX

COMMITTEES

The Association may appoint an Architectural Control Committee, and a Nominating Committee, as provided in these Bylaws. 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 Bylaws of the Association shall be available for inspection by any member 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 the delinquency at the rate of ten percent (10%) 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 nonuse of the Common Area or abandonment of this unit.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: THE CASUARINA CLUB OWNERS ASSOCIATION, INC., A NON-PROFIT CORPORATION.

ARTICLE XIII

AMENDMENTS

Section 1. These Bylaws 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.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XIV

MISCELLANEOUS

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

IN WITNESS WHEREOF, we, being all of the directors of THE CASUARINA CLUB OWNERS ASSOCIATION, INC., have hereunto set our hands this 26 day of July, 1979.

Carl E. Carson Jo Nell Nilsson  
Jo Nell Nilsson  
 Witnesses to Jo Nell Nilsson  
Carl E. Carson Eric R. Jones  
Eric R. Jones  
 Witnesses to Eric R. Jones  
Carl E. Carson Vernon Lovrensky  
Vernon Lovrensky  
 Witnesses to Vernon Lovrensky

STATE OF FLORIDA :  
 COUNTY OF BREVARD :

I HEREBY CERTIFY that on this day personally appeared before me JO NELL NILSSON, ERIC R. JONES and VERNON LOVRENSKY and they acknowledged that they are all of the directors of the foregoing Association, and that they executed the Bylaws for the purposes expressed therein.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals this 26 day of July, 1979.

My Commission Expires:  
 NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
 MY COMMISSION EXPIRES SEP. 10 1982  
 BONDED TO THE STATE OF FLORIDA  
 BONDED TO THE STATE OF FLORIDA  
 BONDED TO THE STATE OF FLORIDA  
 BONDED TO THE STATE OF FLORIDA

Carl E. Carson  
 Notary Public, State of Florida

CERTIFICATION  
 I, the undersigned, do hereby certify:  
 THAT I am the duly elected and acting Secretary of THE CASUARINA CLUB OWNERS ASSOCIATION, INC., a Florida corporation, and,  
 THAT the foregoing Bylaws constitute the original Bylaws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 26 day of July, 1979.  
 IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association on this 26 day of July, 1979.



Vernon Lovrensky  
 Secretary

DECS 2085 PAGE 855



2/6/09 [Signature]

RECORDED & INDEXED

CLERK OF DISTRICT COURT  
BREVARD COUNTY, FLA.

1101 Miramar St  
Indianapolis  
36503

AMENDMENT TO BYLAWS  
OF  
THE CASUARINA CLUB OWNERS ASSOCIATION, INC.

At a duly called meeting of the membership of the Association, the owners of at least 75% of the units whose votes were cast in person or by proxy approved the following amendment to the Bylaws:

ARTICLE II

DEFINITIONS.

Section 2. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any condominium apartment unit which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security performance of an obligation. Ownership of a unit by a corporation other than the managing non-profit corporation is prohibited. Ownership of a unit by multiple owners, whether individuals, partnerships or other legal entities for use on a time-sharing basis is prohibited.

IN WITNESS WHEREOF, the above stated Association has caused these presents to be signed and sealed on this 28th day of August, 1987.

Signed, sealed and delivered  
in the presence of:

THE CASUARINA OWNERS ASSOCIATION, INC.,  
a Florida corporation

Marilyn C. Brady  
Susan Lamer

By Louise R. Rulick  
President and Director

STATE OF FLORIDA )  
COUNTY OF BREVARD ) ss.

BEFORE ME, the undersigned authority, duly authorized by law to take oaths and acknowledgments, personally appeared Louise R. Rulick of THE CASUARINA OWNERS ASSOCIATION, INC., a Florida corporation, who after being first duly sworn, acknowledged before me that she executed the foregoing instrument as President of the corporation for the reasons and purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid on this 28th day of August, 1987.

Linda J. H. Harrison  
Notary Public



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TRUST FUND 1.00 RECD PAYMENT AS  
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JOC ST. S. STAMP TAKES INCLUDING  
JN TAX S. PENALTY & INTEREST.  
SER. CHG S. 2837  
REFUND S. 2837

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CERTIFICATE

The undersigned as Secretary of the CASUARINO CLUB OWNERS ASSOCIATION, INC. hereby certifies that at a duly called meeting of the membership of the CASUARINO CLUB CONDOMINIUM which Declaration of Condominium was recorded in Official Records Book 1486, Page 263 of the Public Records of Brevard County, Florida with a quorum present and with the approval of the required vote of the unit owners whose vote was cast in person or by proxy the membership did ratify, confirm and adopt the attached Amendment to the Declaration of Condominium and the Amendment to the Bylaws.

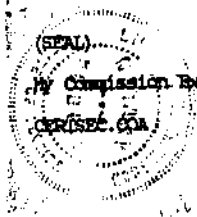
Marilyn M. Duggan  
Secretary

STATE OF FLORIDA        }  
                              } ss.  
COUNTY OF BREVARD    }

BEFORE ME, the undersigned authority, duly authorized by law to take oaths and acknowledgments, personally appeared Marilyn M. Duggan, Secretary of THE CASUARINO OWNERS ASSOCIATION, INC., a Florida corporation, who after being first duly sworn, acknowledged before me that she executed the foregoing instrument as Secretary of the corporation for the reasons and purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid on this 26th day of August, 1987.

Linda J. H. Harrison  
Notary Public



My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES FEB. 17, 1990.  
BONDED THROUGH NOTARY PUBLIC UNDERWRITERS

OFF. REC.  
2837

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