

BY-LAWS
OF
PINEBROOK TOWNE HOUSE ASSOCIATION, INC.

ARTICLE I

Identity

Section 1. These are the By-Laws of PINEBROOK TOWNE HOUSE ASSOCIATION, INC., hereinafter referred to as the "Association", a corporation not for profit under the laws of the State of Florida, the original Articles of Incorporation (hereinafter "Articles") of which have been filed in the office of the Secretary of State. The Association has been organized for the purpose of providing for the maintenance, preservation and architectural control of a townhouse development in Pinellas County, Florida, and for the purpose of performing certain other functions as set forth in the Articles and in the Declaration of Covenants, Easements and Restrictions for Pinebrook Towne Houses (hereinafter "Declaration"), which Declaration is to be recorded in the Public Records of Pinellas County, Florida.

Section 2. The Association shall operate on a calendar year basis, beginning on the 1st day of January and ending on the 31st day of December of each year. The Board of Directors is expressly authorized to change from a calendar year basis to that of a fiscal year basis whenever deemed expedient and for the best interests of the Association.

Section 3. The seal of the Association shall bear the name of the Association, the word "Florida", the words "Corporation Not for Profit" and the year of incorporation.

ARTICLE II

Definitions

Section 1. All terms used herein shall have the same definition as given those same terms in the Declaration unless the context clearly requires otherwise, and the

definition section of the Declaration is hereby incorporated by reference.

Section 2. "Member" shall mean those persons or entities entitled to membership in the Association 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 year from the date of incorporation of the Association on a date determined by the Board of Directors, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month each year thereafter until changed by the Board of Directors. The time of the annual meeting shall be fixed by the Board of Directors. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held 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 one-fourth (1/4) of all of the votes of either the Class A membership or the Class B 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. Waiver of Notice. Before or after any meeting, any Member may waive notice of the meeting in writing, and such waiver shall be deemed the equivalent of such notice. Attendance of a Member at a meeting shall constitute a waiver of notice of such notice, except when a Member objects at the beginning to the transaction of any business because the meeting is not lawfully called or convened.

Section 5. Quorum. The presence at the meeting of Members entitled to cast votes, or of proxies entitled to cast votes, a majority of the votes of all Members 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 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 6. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary prior to the opening of the meeting. Every proxy shall be revocable, and shall automatically cease upon conveyance by the Member of his or her Townhouse.

Section 7. Voting. At every meeting, Members either in person or by proxy shall have the right to vote in the manner as set forth in the Declaration and Articles. The vote of the majority of those votes present, in person or by proxy, shall decide any question brought before a meeting at which a quorum is present, unless the question is one upon which, by express provisions of statute or the Declaration or of the Articles or of the By-Laws, a different vote is required, in which case such express provisions shall govern and control.

Section 8. Conduct of Meetings. The order of business at all annual or special meetings of the Members shall be as follows:

- (a) Roll call.
- (b) Proof of notice of meeting or waiver of notice.
- (c) Reading of the minutes of preceding meeting.
- (d) Reports of officers.
- (e) Reports of committees.
- (f) Election of directors (if election to be held).
- (g) Unfinished business.
- (h) New business.

Section 9. Voting by Written Instrument. The directors may poll the Owners in writing on any matters on which the Owners are, or would be, authorized to vote on at the annual meeting or special meeting called for such purpose, and a written vote of the Members without the necessity of calling a meeting shall determine any such matter based upon the same number of votes as would be required for the passage or defeat of such matter at a meeting at which all Members were present.

ARTICLE IV

Board of Directors: Selection and Term of Office

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be Members of the Association.

Section 2. Term of Office. At the first annual meeting and at each annual meeting thereafter, the Members shall elect three (3) directors for a term of one (1) year.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote 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 two or more members of the Association. The Nominating Committee 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 in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among Members or non-members.

Section 2. Election. At the election of the Board of Directors, 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 shall not be permitted.

ARTICLE VI

Meetings of Directors

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held at least annually, 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 two directors, 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 the power to:

(a) adopt and publish rules and regulations governing the use of the Common Areas, Rec Areas and related 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 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 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) 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

(d) employ a manager, an independent contractor, or such other employees as they deem necessary, and to describe their duties.

(e) fix the assessments and reserve fund provided for in the Declaration in the manner provided therein, and foreclose in the name of the Association the liens securing said assessments if the assessments are not paid.

(f) exercise for the Association any and all other powers, duties and authority vested in or delegated to this Association and not specifically reserved to the membership by other provisions of these By-Laws, the Articles or the Declaration.

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 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 at least thirty (30) days in advance of each annual assessment period;

(2) determine the amount of other assessments as provided in the Declaration;

(3) send written notice of each assessment to Owner subject thereto; and

(4) enforce the lien against any property for which assessments are not paid.

(d) issue, or 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, as it may deem appropriate at the expense of the Association;

(g) cause all Common Areas to be maintained.

ARTICLE VIII

Officers and their Duties

Section 1. Enumeration of Officers. The officers of this Association shall be a president and vice-president, who shall at all times be a member 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 officers shall be elected by the Board of Directors and such election 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 Appointments. 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. 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 this 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.

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 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 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.

Treasurer

(d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association, disburse such funds as directed by resolution of the Board of Directors, 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 an audit committee composed of at least one (1) director and two (2) Members of the Association, excluding the Treasurer, appointed by the Board of Directors 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. The Treasurer may delegate his authority to sign checks to a management company, or its officers or employees provided the management contract has been approved by the Board of Directors.

ARTICLE IX

Committees

The Association shall have an Architectural Committee as provided in the Declaration. Also, the Board of Directors shall appoint a Nominating Committee for nomination of Directors as provided in these By-Laws and may further appoint any other committees as it deems appropriate.

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 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 reasonable cost.

ARTICLE XI

Amendments and Conflicts

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

Section 2. In the case of any conflict between the Declaration and these By-Laws, the Declaration shall control; no amendment shall be made which conflicts with the provisions of the Declaration.

IN WITNESS WHEREOF, we, being all of the directors of the PINEBROOK TOWNE HOUSE ASSOCIATION, INC. certify that the foregoing are hereby adopted as the By-Laws at the first meeting of the Board of Directors on the _____ day of _____, 19____.

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting Secretary of the PINEBROOK TOWNE HOUSE ASSOCIATION, INC., a Florida corporation, and,

THAT the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the _____ day of _____, 19____.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this _____ day of _____, 19____.

Secretary

FWC3/aa

STATE OF FLORIDA - PINELLAS COUNTY

I hereby certify that the foregoing is a true copy as the same appears among the files and records of this court.

This 30th day of Nov, 1984

KARLEEN F. De BLAKER
Clerk of Circuit Court

By: Mardelle Smith
Deputy Clerk

89075920

OR 3966PG0491

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REC 10.50
DS _____
NT _____
EES _____
ATF _____
VC _____
LV _____
OTAI 10.50
DHT

CERTIFICATE OF AMENDMENT
TO
BY-LAWS
OF
PINEBROOK TOWNE HOUSES

NOTICE IS HEREBY GIVEN that at a duly called annual meeting of the members on 4/12/88, 1988, by a vote of the by a majority vote of the homeowners who cast their vote after the unanimous adoption of a Resolution proposing said amendments by the Board of Directors, the By-Laws of the Covenants, Easements and Restrictions for PINEBROOK TOWNE HOUSES as originally recorded in O.R. Book 5886, page 1305, at seq, in the Public Records of Pinellas County, Florida, be and the same is amended as follows:

The By-Laws of PINEBROOK TOWNE HOUSE ASSOCIATION, INC. are hereby amended in accordance with Exhibit A attached hereto and entitled "Schedule of Amendments to By-Laws."

IN WITNESS WHEREOF, PINEBROOK TOWNE HOUSE ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 21st day of March, 1989.

PINEBROOK TOWNE HOUSE
ASSOCIATION, INC.

R. TIMOTHY PETERS
P. A. ATTORNEY AT LAW
CLEARWATER, FLORIDA

ATTEST:

APR 29 11:50 AM '89

By: Ruthanne Sweezy President

(CORPORATE SEAL)

Dhyllis Lewis
Secretary



STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public in and for the State and County aforesaid, duly authorized to take acknowledgments, personally appeared Ruthanne Sweezy and Dhyllis Lewis, respectively, of PINEBROOK TOWNE HOUSE ASSOCIATION, INC., to me well known, and they acknowledged before me that they executed, sealed and delivered the foregoing Certificate of Amendment for the uses and purposes therein expressed, as such officers, by authority and on behalf of said corporation, as the free act and deed of said corporation.

IN WITNESS WHEREOF, have hereunto set my hand and official seal this 21st day of March, 1989.

Joanne Carlisle
NOTARY PUBLIC

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Oct 22 1989

OR 5966PG0492

SCHEDULE OF AMENDMENTS

TO

BY-LAWS

FOR

PINEBROOK TOWNE HOUSES

The following sentence contained in Article IV, Section 1, is deleted:

~~Number: The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association.~~

The following sentence shall be added to Article IV, Section 1:

Number: The affairs of this Association shall be managed by a Board of five (5) directors.

The following sentence contained in Article IV, Section 2, is deleted:

~~Term of Office: At the first annual meeting and each annual meeting thereafter, the Members shall elect three (3) directors for a term of one (1) year.~~

The following sentence shall be added to Article IV, Section 2:

Term of Office: At each annual meeting the Members shall elect directors for a term of one (1) year.

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RECORDING	1 \$10.50
TOTAL:	\$26.85
CHECK AMT. TENDERED:	\$10.50
CHANGE:	\$16.35

The portions of this Amendment which are stricken through with hyphens, i.e. nypheh are to be deleted. The portions of this Amendment which are underlined constitute new words to be inserted into the paragraph.

EXHIBIT A

**CERTIFICATE OF AMENDMENT TO THE BY-LAWS
OF PINEBROOK TOWNE HOUSE ASSOCIATION, INC.**

We, Adriene W. Guidry, as President and Eric McManus, as Secretary of Pinebrook Towne House Association, Inc., do hereby certify that by the affirmative vote of greater than two-thirds (2/3) of all those in attendance at the Annual and Special Meeting of the Membership at which a quorum of the members was present and Joint Meeting of the Board of Directors of the Pinebrook Towne House Association, Inc., on October 25, 1997, held in accordance with the By-Laws of this Association, the following amendments to the By-Laws were duly enacted:

1) ARTICLE IV, SECTION 1 OF THE BY-LAWS SHOULD BE AMENDED TO READ AS FOLLOWS:

RECORDING
160

Section 1. Number. The affairs of this Association shall be managed by a Board of ~~five~~ (5) ten (10) directors.

1500

2) ARTICLE VII, SECTION 3 OF THE BY-LAWS IS CREATED TO READ AS FOLLOWS:

1500

Section 3. Notwithstanding anything contained herein to the contrary and except as provided in the Business Plan or Construction Plan, the Board of Directors is not authorized and shall not have the authority or the power to spend \$15,000.00 or more on any project or for any purpose, except in the case of an emergency which is defined as the unexpected destruction of Association property, the unexpected destruction of one or more of the residential buildings through storm, fire, or force majeure or an event or occurrence that threatens the lives and safety of the residents of Pinebrook. Any decision (except for the purposes identified herein) to spend \$15,000.00 or more on a single project or portions of a single project shall require the affirmative vote of a majority of the members of the Association represented at a meeting of the members at which a quorum of the members is present in person or by proxy.

3) ARTICLE VII, SECTION 4 OF THE BY-LAWS IS CREATED TO READ AS FOLLOWS:

Section 4. At a special meeting of the membership of the Association held October 25, 1997, a Business Plan was approved by the membership. A copy of that Business Plan was filed in the official records of the Association. The Board of Directors of this Association is bound by that

PREPARED BY & RETURN TO:
STEVEN H. MEZER, P.A.
1212 COURT STREET, SUITE B
CLEARWATER, FLORIDA 33756

PLATS PERTAINING HERETO ARE
RECORDED IN PLAT BOOK 88, PAGE
65, ET SEQ. AND THE BY-LAWS
ARE RECORDED IN O.R. BOOK 5886,
PAGE 1339, ET SEQ.

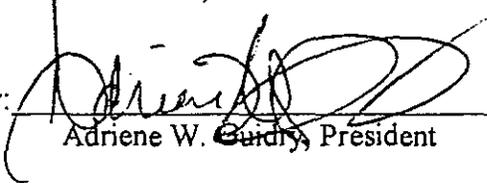
Business Plan for the term of the Plan, unless a deviation, variance or special authority has been granted to the Board of Directors by the affirmative vote of a majority of the members at a meeting of the members at which a quorum is present in person or by proxy. The membership shall approve a new five (5) year Business Plan which shall be submitted to the membership by the Board of Directors not less than one (1) year prior to the expiration of any five (5) year Business Plan and approved by the membership not less than six (6) months prior to the expiration of the then existing five (5) year Business Plan.

4) ARTICLE VII, SECTION 5 OF THE BY-LAWS IS CREATED TO READ AS FOLLOWS:

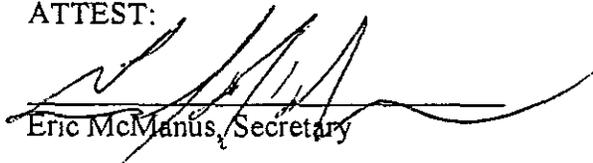
Section 5. At a special meeting of the membership of the Association held October 25, 1997, a Construction Plan was approved by the membership. A copy of that Construction Plan was filed in the official records of the Association. The Board of Directors of this Association is bound by that Construction Plan for the term of the Plan, unless a deviation, variance or special authority has been granted to the Board of Directors by the affirmative vote of a majority of the members at a meeting of the members at which a quorum is present in person or by proxy.

CODING: The full text to be amended is stated: New words to be inserted are double underlined, ~~words to be deleted are lined through with hyphens.~~

PINEBROOK TOWNE HOUSE
ASSOCIATION, INC.

By: 
Adriene W. Guidry, President

ATTEST:


Eric McManus, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 24th day of Feb., 1998 by Adriene W. Guidry and Eric McManus, President and Secretary, respectively, of PINEBROOK TOWNE HOUSE ASSOCIATION, INC., who are personally known

to me or who have produced DRIVERS LICENSE as identification, who did take an oath under the laws of the State of Florida, who executed the foregoing Certificate of Amendment to the By-Laws of Pinebrook Towne House Association, Inc., and severally acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein mentioned, and that they affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.



RONALD GALLER
COMMISSION #CC644061
EXPIRES MAY 4, 2001

(SEAL)

Notary Public / State of Florida at Large

RONALD GALLER

Print or Type Notary Signature

CC644061

Commission Number

My Commission Expires: 5/11/2001

6C189027 JAG 03-05-1998 16:56:26
11 3010 - 00000760
CTF-PINEBROOK TOWNE HOUSE
RECORDING 1 \$15.00
TOTAL: \$15.00
CHARGE AMOUNT: \$15.00

This Instrument Prepared by and Return to:
Robert L. Tankel, Esquire
Address:
Robert L. Tankel, P.A.
1022 Main Street, Suite D
Dunedin, FL 34698

KEN BURKE, CLERK OF COURT
PINELLAS COUNTY FLORIDA
INST# 2005477950 12/01/2005 at 03:28 PM
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**CERTIFICATE OF AMENDMENT TO THE BY-LAWS OF
PINEBROOK TOWNE HOUSE ASSOCIATION, INC.**

WE HEREBY CERTIFY THAT the attached amendment to the By-Laws of PINEBROOK TOWNE HOUSE ASSOCIATION, INC. an exhibit to the Declaration of Covenants, Easements and Restrictions of PINEBROOK TOWNE HOUSES, as described in Official Records Book 5939 at Page 1348 of Pinellas County, Florida, was duly approved in the manner required therein at a meeting held on July 11, 2005.

IN WITNESS WHEREOF, we have affixed our hands this 11 day of November,
at Pinellas County, Florida.

PINEBROOK TOWNE HOUSE
ASSOCIATION, INC.

Witnesses:

Laurie Bly

Signature of Witness #1

Laurie Bly

Printed Name of Witness #1

Robert A. Barcock

Signature of Witness #2

ROBERT A. BARCOCK

Printed Name of Witness #2

By: Matt Stevenson
Matt Stevenson, President

Attest: Albert Major
Albert Major, Secretary/Treasurer

**ADOPTED AMENDMENT TO BY-LAWS
PINEBROOK TOWNE HOUSE ASSOCIATION, INC.**

The following language is added to Article 7, Section 1 as subparagraph (g) thereof; no current language is affected. The language to be added deals with the powers of the Board of Directors:

(g) Levy fines as allowed by chapter 720, Florida Statutes as amended from time to time. No fine may become a lien against a lot. Prior to levying a fine, due process must be afforded all alleged violators, as required by law.

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 11 day of NOVEMBER 2005 by Matt Stevenson and Albert Major, to me known to be the President and Secretary/Treasurer of Pinebrook Towne House Association, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me or have produced _____ and _____ as identification, and they acknowledged executing the same voluntarily under the authority duly vested in them by said corporation. If no type of identification is indicated, the above-named persons are personally known to me.

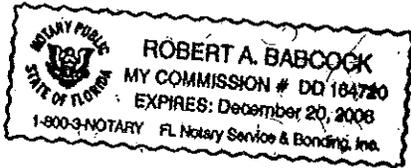


NOTARY PUBLIC

ROBERT A. BABCOCK

Printed Name of Notary Public

My Commission Expires:



This Instrument Prepared by and Return to:

Robert L. Tankel, Esquire

Address:

Robert L. Tankel, P.A.
1022 Main Street, Suite D
Dunedin, FL 34698

KEN BURKE, CLERK OF COURT
PINELLAS COUNTY FLORIDA
INST# 2005477950 12/01/2005 at 03:28 PM
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PINEBROOK TOWNE HOUSE
ASSOCIATION, INC.

Witnesses:

Laurie Bly

Signature of Witness #1

Laurie Bly

Printed Name of Witness #1

By: Matt Stevenson

Matt Stevenson, President

Robert A. Bascock

Signature of Witness #2

ROBERT A. BASCOCK

Printed Name of Witness #2

Attest: Albert Major

Albert Major, Secretary/Treasurer

" 2005 "

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PINEBROOK TOWNE HOUSE ASSOCIATION, INC.**

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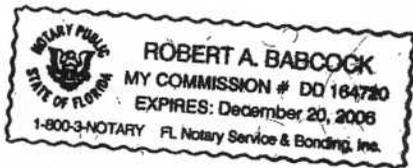
STATE OF FLORIDA)
COUNTY OF PINELLAS)

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Robert A. Babcock
NOTARY PUBLIC

ROBERT A. BABCOCK
Printed Name of Notary Public

My Commission Expires:



89075920

OR 5966PG0491

01 RECORDING
REC 10.50
DS _____
NT _____
EFS _____
ATF _____
VC _____
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OTAI 10.50
MHT

CERTIFICATE OF AMENDMENT
TO
BY-LAWS
OF
PINEBROOK TOWNE HOUSES

NOTICE IS HEREBY GIVEN that at a duly called annual meeting of the members on 4/12/88, 1988, by a vote of the by a majority vote of the homeowners who cast their vote after the unanimous adoption of a Resolution proposing said amendments by the Board of Directors, the By-Laws of the Covenants, Easements and Restrictions for PINEBROOK TOWNE HOUSES as originally recorded in O.R. Book 5886, page 1305, et seq, in the Public Records of Pinellas County, Florida, be and the same is amended as follows.

The By-Laws of PINEBROOK TOWNE HOUSE ASSOCIATION, INC. are hereby amended in accordance with Exhibit A attached hereto and entitled "Schedule of Amendments to By-Laws."

IN WITNESS WHEREOF, PINEBROOK TOWNE HOUSE ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 21st day of March, 1989.

PINEBROOK TOWNE HOUSE
ASSOCIATION, INC.

By: Ruthanne Sweeney
President

ATTEST:

(CORPORATE SEAL)

Thyllis Lewis
Secretary

R. TIMOTHY PETERS
R. TIMOTHY PETERS, P.A.
6000 6316 CLEARWATER, FL 34618-0000

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public in and for the State and County aforesaid, duly authorized to take acknowledgments, personally appeared Ruthanne Sweeney and _____, respectively, of PINEBROOK TOWNE HOUSE ASSOCIATION, INC., to me well known, and they acknowledged before me that they executed, sealed and delivered the foregoing Certificate of Amendment for the uses and purposes therein expressed, as such officers, by authority and on behalf of said corporation, as the free act and deed of said corporation.

IN WITNESS WHEREOF, have hereunto set my hand and official seal this 21st day of March, 1989.

Joanne Carlson
NOTARY PUBLIC

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Oct 22 1993

OR 5966PG0492

SCHEDULE OF AMENDMENTS
TO
BY-LAWS
FOR
PINEBROOK TOWNE HOUSES

The following sentence contained in Article IV, Section 1,
is deleted:

~~Number: The affairs of this Association shall be
managed by a Board of three (3) directors, who need not be
members of the Association.~~

The following sentence shall be added to Article IV,
Section 1:

Number: The affairs of this Association shall be
managed by a Board of five (5) directors.

The following sentence contained in Article IV, Section 2,
is deleted:

~~Term of Office: At the first annual meeting and each
annual meeting thereafter, the Members shall elect three
(3) directors for a term of one (1) year.~~

The following sentence shall be added to Article IV,
Section 2:

Term of Office: At each annual meeting the Members
shall elect directors for a term of one (1) year.

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01	-		
RECORDING		1	\$10.50
	TOTAL:		\$10.50
	CHECK AMT. TENDERED:		\$10.50
	CHANGE:		\$0.00

The portions of this Amendment which are stricken through with
hyphens, i.e. ~~hyphens~~ are to be deleted. The portions of this
Amendment which are underlined constitute new words to be
inserted into the paragraph.

EXHIBIT A

**CERTIFICATE OF AMENDMENT TO THE BY-LAWS
OF PINEBROOK TOWNE HOUSE ASSOCIATION, INC.**

We, Adriene W. Guidry, as President and Eric McManus, as Secretary of Pinebrook Towne House Association, Inc., do hereby certify that by the affirmative vote of greater than two-thirds (2/3) of all those in attendance at the Annual and Special Meeting of the Membership at which a quorum of the members was present and Joint Meeting of the Board of Directors of the Pinebrook Towne House Association, Inc., on October 25, 1997, held in accordance with the By-Laws of this Association, the following amendments to the By-Laws were duly enacted:

1) ARTICLE IV, SECTION 1 OF THE BY-LAWS SHOULD BE AMENDED TO READ AS FOLLOWS:

RECORDING
760

Section 1. Number. The affairs of this Association shall be managed by a Board of five ~~(5)~~ ten (10) directors.

15.00

2) ARTICLE VII, SECTION 3 OF THE BY-LAWS IS CREATED TO READ AS FOLLOWS:

15.00

Section 3. Notwithstanding anything contained herein to the contrary and except as provided in the Business Plan or Construction Plan, the Board of Directors is not authorized and shall not have the authority or the power to spend \$15,000.00 or more on any project or for any purpose, except in the case of an emergency which is defined as the unexpected destruction of Association property, the unexpected destruction of one or more of the residential buildings through storm, fire, or force majeure or an event or occurrence that threatens the lives and safety of the residents of Pinebrook. Any decision (except for the purposes identified herein) to spend \$15,000.00 or more on a single project or portions of a single project shall require the affirmative vote of a majority of the members of the Association represented at a meeting of the members at which a quorum of the members is present in person or by proxy.

3) ARTICLE VII, SECTION 4 OF THE BY-LAWS IS CREATED TO READ AS FOLLOWS:

Section 4. At a special meeting of the membership of the Association held October 25, 1997, a Business Plan was approved by the membership. A copy of that Business Plan was filed in the official records of the Association. The Board of Directors of this Association is bound by that

PREPARED BY & RETURN TO:
STEVEN H. MEZER, P.A.
1212 COURT STREET, SUITE B
CLEARWATER, FLORIDA 33756

PLATS PERTAINING HERETO ARE
RECORDED IN PLAT BOOK 88, PAGE
65, ET SEQ. AND THE BY-LAWS
ARE RECORDED IN O.R. BOOK 5886,
PAGE 1339, ET SEQ.

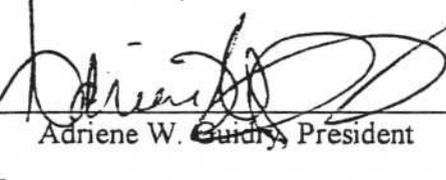
Business Plan for the term of the Plan, unless a deviation, variance or special authority has been granted to the Board of Directors by the affirmative vote of a majority of the members at a meeting of the members at which a quorum is present in person or by proxy. The membership shall approve a new five (5) year Business Plan which shall be submitted to the membership by the Board of Directors not less than one (1) year prior to the expiration of any five (5) year Business Plan and approved by the membership not less than six (6) months prior to the expiration of the then existing five (5) year Business Plan.

4) ARTICLE VII, SECTION 5 OF THE BY-LAWS IS CREATED TO READ AS FOLLOWS:

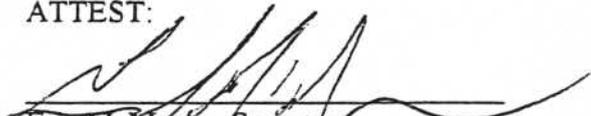
Section 5. At a special meeting of the membership of the Association held October 25, 1997, a Construction Plan was approved by the membership. A copy of that Construction Plan was filed in the official records of the Association. The Board of Directors of this Association is bound by that Construction Plan for the term of the Plan, unless a deviation, variance or special authority has been granted to the Board of Directors by the affirmative vote of a majority of the members at a meeting of the members at which a quorum is present in person or by proxy.

CODING: The full text to be amended is stated: New words to be inserted are double underlined, ~~words to be deleted are lined through with hyphens.~~

PINEBROOK TOWNE HOUSE
ASSOCIATION, INC.

By: 
Adriene W. Guidry, President

ATTEST:


Eric McManus, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 24th day of Feb., 1998 by Adriene W. Guidry and Eric McManus, President and Secretary, respectively, of PINEBROOK TOWNE HOUSE ASSOCIATION, INC., who are personally known

to me or who have produced DRIVERS LICENSE as
identification, who did take an oath under the laws of the State of Florida, who executed the
foregoing Certificate of Amendment to the By-Laws of Pinebrook Towne House Association, Inc.,
and severally acknowledged the execution thereof to be their free act and deed as such officers, for
the uses and purposes therein mentioned, and that they affixed thereto the official seal of said
corporation, and the said instrument is the act and deed of said corporation.



RONALD GALLER
COMMISSION #CC644061
EXPIRES MAY 4, 2001

(SEAL)

Notary Public / State of Florida at Large

RONALD GALLER

Print or Type Notary Signature

CC644061

Commission Number

My Commission Expires: 5/11/2001

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11 3010 - 00000760
CTF-PINEBROOK TOWNE HOUSE
RECORDING 1 \$15.00
TOTAL: \$15.00
CHARGE AMOUNT: \$15.00