

BYLAWS
OF
SUMMERWIND ROADOWNERS MAINTENANCE ASSOCIATION, INC.

ARTICLE I

Identification

Section 1.01. Name. The name of the Corporation is Summerwind Roadowners Maintenance Association, Inc. Herein after it shall be referred to as "the Association."

Section 1.02. Registered Office and the Registered Agent. The address of the registered office of the Association is 1713 Mahan Drive, Tallahassee, FL 32308, and the name of the registered agent at this address is J. Vern Williams. Either the office or the registered agent may be changed by an appropriate resolution of the Board of Directors.

Section 1.03. Seal. The seal of the Association shall be circular in form and mounted upon a metal or plastic die, suitable for impressing upon paper. About the upper periphery of the seal shall appear the words "Summerwind Association" and about the lower periphery of it the word "Florida." In the center of the seal shall appear the words "Corporate Seal" and "1984."

Section 1.04. Fiscal Year. The fiscal year of the Association shall begin on the first day of January in each year and shall end on the last day of December of the same year.

ARTICLE II

Capital Stock

Section 2.01. Payment for Shares. Each property owner in the Summerwind Subdivision, an unrecorded subdivision in Wakulla County, Florida, shall be entitled to one share of stock per acre (or portion thereof) of land, which he owns within the subdivision.

Section 2.02. Certificates Representing Shares and Restrictions. A certificate representing each ownership shall be issued upon the payment to the Association of the first assessment made by the Association against such property. Each certificate shall bear on its reverse side the following legend: "This (These) share(s) require(s) ownership in real property which is subject to restrictive covenants recorded in the public records of Wakulla County, Florida in Official Records Book ____, Page _____. This (These) share(s) may only be transferred by the holder to his assigns or successors in title in fee simple, of all or a portion of the property held by him in an unrecorded subdivision in Wakulla County, named Summerwind, which is described in the above recorded document; except that these shares may also be transferred to the Association by redemption."

Section 2.03. Voting Shares. All shares shall remain outstanding, once sold, unless redeemed by the Association. However, no share shall be entitled to vote if the owner of that share has not paid, up to date, the assessment made against the land underlying the share.

ARTICLE III

Meeting of Shareholders

Section 3.01. Place of Meetings. Meetings of the shareholders of the Association shall be held at the registered office of the Association, or at such other place as may be determined by the Board of Directors.

Section 3.02. Annual Meeting. An annual meeting of the shareholders shall be held each year during the month of January at a date and time to be established by the Board of Directors. Failure to hold the annual meeting at the designated date and time shall not work a forfeiture or dissolution of the Association; nevertheless the Directors shall endeavor to select a date and time convenient to the largest number of shareholders.

Section 3.03. Special Meetings. Special meetings of the shareholders may be called by the President, or by the Secretary upon his receiving a petition signed by no less than twenty-five percent (25%) of all shareholders qualified to vote as provided for in Section 2.03 of the Bylaws. Such a petition shall name the time and the place of the proposed meeting. Upon the receipt of the petition and upon his verification that the signatures thereon are those of current property owners whose assessments are paid up, the Secretary shall notify all persons eligible to vote as shareholders of the proposed time and place of the meeting, which must be no less than two weeks subsequent to this receipt of the petition and no less than one week subsequent to the date of mailing the notice.

Section 3.04. Quorum. Twenty-five percent (25%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of shareholders.]

Section 3.05. Voting Proxies. A shareholder may vote either in person or by proxy executed in writing by the shareholder or by his duly authorized attorney-in-fact. No proxy shall be valid after three (3) months from the date of its execution unless otherwise provided in the proxy. Shareholders shall be entitled to one (1) vote for each share held. Unless otherwise provided, a majority of shares voted shall prevail on all matters.

ARTICLE IV

The Board of Directors

Section 4.01. Number and Qualifications. The business and affairs of the Association shall be managed by a Board of Five (5) Directors. The number of Directors may be increased, from time to time, by amendment of this section. Directors, at the time of their election, and at all times during their term of office, must be qualified to vote as provided for in Section 2.03.

Section 4.02. Election. Members of the initial Board of Directors shall hold office until the first annual meeting of the shareholders and until there successors have been elected and qualified. At the first annual meeting of shareholders, and at each annual meeting thereafter, the shareholders shall elect Directors to hold office until the next succeeding annual meeting. Each Director shall hold office for the term for which he is elected (unless disqualified under the requirements of Section 4.01) and until his successor shall be elected and qualified.

Section 4.03. Vacancies. Any vacancy occurring in the Board of Directors may be filled only by an election at a regular or special meeting of the shareholders.

Section 4.04. Meetings. The annual meeting of the Board of Directors shall take place immediately following the annual meeting of shareholders. Thereafter the Board of Directors shall meet no less frequently than once every four months. The time and place of such subsequent meetings shall be as determined by the Board, but such meetings shall not be outside of Wakulla County. Notice of Board of Directors meetings may be communicated by telephone. Additional meetings of the Board of Directors may be held upon the call of the President. Shareholders entitled to vote under section 2.03 may attend, but may not participate, in Board meetings.

Section 4.05. Quorum. Three (3) Directors shall constitute a quorum for the transaction of business.

Section 4.06. Loans. The Board of Directors shall have the following limited power to borrow funds: They may borrow money for the purposes of maintaining the roads, however, no such loan shall be for a period in excess of six months, and the amount of such loans (including all interest due thereunder) shall not exceed the total amount of assessments due to be received during the same six month period. Thereafter no such new loan may be made for six months.

ARTICLE V

The Officers

Section 5.01. Officers. The officers of the Association shall consist of a President, a Vice President, a Secretary and a Treasurer. Such officers shall be elected from the Board of Directors at the annual meeting of the Board.

Section 5.02. Vacancies. Whenever any vacancies shall occur in any office by death, resignation or otherwise, the same shall be filled from and by the Board of Directors, and the officer so elected shall hold office until his successor is chosen and elected.

Section 5.03. The President. The President shall serve as the chief presiding officer over all meetings of the Board of Directors and as the chief executive officer of the Association. As such he shall be entitled to execute all contracts, notes and other documents necessary to carry out the business of the association as determined by appropriate resolution of the Board.

Section 5.04. The Vice-President. The Vice-President shall serve as the chief presiding officer and chief executive officer of the Association in the absence of the President.

Section 5.05. The Secretary. The Secretary shall be responsible for taking and maintaining the minutes of the shareholders and Board, together with all other corporate records. The Secretary shall also be responsible for notifying all Directors and shareholders of all regular or special meetings. The Secretary shall also be responsible for all correspondence of the Association.

Section 5.06. The Treasurer. The Treasurer shall be responsible for maintaining all books and accounts of the Association. The Treasurer shall also be responsible for the receipt of all assessments, the deposit of all assessments and the disbursement of all funds. However, no disbursements may occur without the co-signature of the President (or in this absence, the Vice-President). As Treasurer he shall keep correct and complete records of account, showing accurately at all times the financial condition of the Association. He shall immediately deposit all funds of the Association coming into his hands in some reliable bank or other depository to be designated by the Board of Directors, and shall keep this account in the name of the Association. He shall furnish at meetings of shareholders and of the Board of Directors, or whenever requested, a statement of the financial condition of the Association, and shall perform such other duties as the Bylaws may provide or the Board of Directors may prescribe.

ARTICLE VI

Remuneration

Section 6.01. No shareholder, Director, or officer shall be entitled in such capacity to any remuneration by way of wages, salary or fees for his service. However, any shareholders, Director, or officer may submit a request to the Board of Directors for repayment of actual expenses incurred by him on behalf of the Association. Before approving any request,

the Board shall require reasonable documentation or other proof of expenditure and such proof shall be made a part of the minutes of the Association.

ARTICLE VII

Assessments Against Property

Section 7.01. The Board of Directors shall determine, at its annual meeting, the annual amounts necessary to pay the expenses of the Association and to properly maintain the roads of the Summerwind Subdivision, for the next fiscal year. Such responsibility shall not extend to those roads which are maintained by Wakulla County, by the State of Florida, or by any other governmental entity. Such assessments may be payable on a semi-annual or annual basis at the sole discretion of the Board of Directors. Notice of all such assessments, and payments as they are due, shall be provided to the shareholders by first class mail, at their address as it appears on the deed to the property owner or such other address as he may have arranged with the Association to be placed on its books. All such annual assessments shall become a lien on the property as of February of each fiscal year. The Board of Directors shall annually establish a reasonable interest rate to be charged on all delinquent payments. Failure to make any payment within thirty (30) days after it becomes due shall constitute default, and the Board of Directors shall proceed immediately with foreclosure proceedings against such property. The Board of Directors is authorized to receive a deed in lieu of foreclosure or other appropriate means of discharging the lien and curing the default, but only if all interest, incidental expenses and costs of attorneys fees relating to the default and foreclosure have been paid.

ARTICLE VIII

Amendment

Section 8.01. Bylaws. These bylaws may be amended at any meeting of the shareholders at which at least fifty percent (50%) of all shares entitled to vote are represented.

Section 8.02. Articles of Incorporation. The Articles of Incorporation may be amended at any meeting of the shareholders at which at least fifty-one percent (51%) of all shares entitled to vote are represented.

ADDENDUM:
AMENDMENTS TO BYLAWS
OF SUMMERWIND ROADOWNERS MAINTENANCE ASSOCIATION, INC.

Amendment #1

Amended:

ARTICLE II

Capital Stock

Section 2.01. Payment of shares. "Each property owner in Summerwind Subdivision, an unrecorded subdivision of Wakulla County, Florida, shall be entitled to one share of stock per lot of land which he owns within he subdivision."

Amendment #2

Amended:

ARTICLE III

Meetings of Shareholders

Section 3.05. Voting Proxies. Amended third sentence to read: "Shareholders shall be entitled to one vote for each share (or lot of land) held."

RECORDED
ATTY & SAFE NOTED

1934 APR -6 AM 11: 35

CARLTON TUCKER
CLERK CIRCUIT COURT
WAKULLA COUNTY FLORIDA

56342

RECORDED
ATTY & SAFE NOTED

1934 APR 10 PM 4: 34

CARLTON TUCKER
CLERK CIRCUIT COURT
WAKULLA COUNTY FLORIDA

56383

DECLARATION
OF
COVENANTS AND RESTRICTIONS

KNOW ALL MEN BY THESE PRESENTS that J.VERN WILLIAMS and MARCIA L. HUMPHRESS, whose principal office is at 1713 Mahan Drive, Tallahassee, FL 32308, do hereby declare as follows:

WHEREAS, they are the developers and owners of certain properties located in Wakulla County, Florida, described more particularly on Exhibit "A" which is attached to and incorporated herein, and

WHEREAS, the above described property is known as SUMMERWIND, an unrecorded subdivision, and

WHEREAS, J. Vern Williams and Marcia L. Humphress, as the developers of Summerwind, intend to install roads in order to provide access to the lots in this subdivision, and

WHEREAS, the lots which are to be sold shall provide ownership to the centerline of these roads with retention of an easement in the Summerwind Roadowners Maintenance Association, Inc., a non-profit corporation (the Association), and

WHEREAS, that existing Association presently consists of all property owners in the Summerwind subdivision and that Association shall henceforth be responsible for the maintenance and upkeep of all the roads within Summerwind, and all property owners in Summerwind, shall be members of the Association,

NOW, THEREFORE,

J. VERN WILLIAMS and MARCIA L. HUMPHRESS declare that the real property described on the attached Exhibit "A" and such additions thereto as may be made, shall be held, transferred, sold, conveyed and occupied subject to the covenants, restrictions, easements, charges and liens hereinafter set forth.

OFF. REC. 102 PAGE 322

OFF. REC. 102 PAGE 396

DOUGLASS DAVEY COPPER & COPPING, ATTORNEYS AT LAW TALLAHASSEE FLORIDA 90000

Article I

DUES AND ASSESSMENTS

It is hereby declared that all lots and parcels within Summerwind, shall annually be assessed and charged an amount necessary in order to operate the Association and to maintain all roadways, shoulders, drainage ditches and all related improvements, whether then existing or to be constructed so as to provide continuous, attractive, comfortable and ready access to each lot. To accomplish this, each property shall be required to belong to the Association. The Association is a Florida corporation and a copy of its Bylaws are attached hereto as Exhibit "B and incorporated herein. The initial meeting of the members (shareholders) of the Association shall be held in April of 1984 at which time Directors shall be elected as provided for in the Bylaws. The initial assessment against all property, based on acreage, shall be made by the Directors in April of 1984 and that assessment shall constitute a lien on all property subject to these restrictions and covenants as of April, 1984. As provided for in the Bylaws of the Corporation, the Directors may provide that the payment of the assessment be made on an annual, or semi-annual basis. Failure to make payment in a timely manner shall result in foreclosure as is provided for in the Bylaws. The Association shall also have the authority to collect all costs, expenses, attorney and other fees relating to the collection of delinquencies, and they shall further have the authority to assess interest for any delinquent account. As is provided for in the Bylaws the members (shareholders) shall elect Directors each year and the Directors in turn shall make an assessment which shall become a lien on the property effective April of each succeeding year. The lien provided for herein shall be subordinate to any lien created by any first mortgage held by a bank, savings and loan association or insurance company on any individual lot or group of lots under one ownership.

OFF. REC. 102 PAGE 323

OFF. REC. 102 PAGE 397

DOUGLASS, DAVEY, COOPER & COPPINS, ATTORNEYS AT LAW, TAMALASSEE, FLORIDA 32303

Article II

PROHIBITED LAND USE

The keeping of swine, under any circumstances, on the property is strictly prohibited. Commercial stabling or kennelling operations are prohibited whether such operations actually earn a profit or not. No property shall be used for garbage or trash disposal, no inoperative motor vehicle may remain on any property for longer than two weeks and no activity shall be permitted which is of an objectionable nature so as to result in a diminution of the value of the surrounding properties. No commercial activities shall be permitted. There shall be no churches, cemeteries, convalescent or nursing homes on any of the property.

Article III

DURATION

The duration of these restrictions and covenants shall be twenty (20) years from the date on which they were recorded in the public records of Wakulla County, Florida.

Article IV

INSERTIONS IN DEEDS

J. VERN WILLIAMS and MARCIA L. HUMPHRESS, their assigns and successors in interest, hereby agree to inform any prospective purchasers of any of the property of the existence of this Declaration and the covenants and restrictions herein contained; further agree that in every deed conveying a portion of the property shall contain a clause stating essentially the following:

"Subject to the terms and conditions of a Declaration of covenants and restrictions dated _____, 1984, recorded in the public records of Wakulla County, Florida, at Official Records Book _____, Page _____.

OFF. REC. 102 PAGE 324
OFF. REC. 102 PAGE 398

Article V

NATURE OF RESTRICTIONS AND COVENANTS

The restrictions and covenants imposed by this instrument shall run with the land and shall apply equally to all present and future property owners, their heirs and assigns, throughout the entire term of these restrictions and covenants.

IN WITNESS WHEREOF, J. Vern Williams and Marcia L.

Humphress have executed this document this 5th day of

April, 1984.

Signed and sealed in the presence of:

Leo Castiblanco
Lucia Z. Becerra
Leo Castiblanco
Lucia Z. Becerra

J. Vern Williams (SEAL)
Marcia L. Humphress (SEAL)
MARCIA L. HUMPHRESS

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 5th day of April, 1984, by J. VERN WILLIAMS and
MARCIA L. HUMPHRESS.

This instrument prepared by:

Lucia Z. Becerra
Notary Public
My Commission Expires 10/10/85
By Commission Expires 10/10/85
Caused this day to be signed and sealed by the parties to this instrument.

OFF. 102 PAGE 325
REC. 102

OFF. 102 PAGE 390
REC. 102

FILED AND RECORDED

J. HAROLD THURMAN, CLERK

DATE 09/29/1994 TM 10:56

CO: WAKULLA ST:FL

AMENDMENT TO RESTRICTIVE COVENANTS

KNOW ALL MEN BY THESE PRESENTS that Summerwind Roadowners Maintenance Association, Inc., a Florida non-profit corporation, does hereby declare and amend the Declaration of Covenants and Restrictions dated the 5th day of April, 1984, and recorded April 6, 1984, in Official Records Book 102 at Pages 322-325 of the Public Records of Wakulla County, Florida, and being recorded against certain properties located in Wakulla County, Florida, described more particularly in Exhibit A attached hereto and incorporated herein, as follows:

1. Article III of said Restrictions and Covenants is hereby amended to read as follows:

The duration of these restrictions and covenants shall be 99 years

from the date on which they were recorded in the Public Records of Wakulla County, Florida.

2. In all other respects, the Declaration of Covenants and Restrictions recorded on the 6th day of April, 1984, and as amended in Official Records Book 102 at Page 396 of the Public Records of Wakulla County, Florida, shall remain unchanged and in full force and effect.