

BY-LAWS
OF
WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC.

ARTICLE I
NAME AND LOCATION

The name of the corporation is WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association". The principal office of the Association shall be located at 311 Park Place, Suite 600, Clearwater, Florida, but meetings of members and directors may be held at such places within the State of Florida, County of Pinellas, as may be designated by the Board of Directors.

ARTICLE II
DEFINITIONS

Section 1. "Association" shall mean and refer to WESTWIND AT RIDGEMOOR 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 for WESTWIND, 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 subdivision 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 U. S. HOME CORPORATION, a Delaware corporation authorized to do business in the State of Florida, its successors and assigns, if such successors or assigns should acquire more than one (1) 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 for WESTWIND applicable to the Properties recorded in the Public Records of Pinellas County, Florida.

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

ARTICLE III
MEETING OF MEMBERS

*TWENTY
1/20/93*

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 in the month of May of each year thereafter.

4/29/88

of May

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 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 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~~, one-third (1/3) of the votes ~~of each class~~ of membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented 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 represented.

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homes
quorum
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Section 5. 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. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot. *PROXY ONLY FOR QUORUM*

ARTICLE IV

BOARD OF DIRECTORS: SELECTION: 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, the members shall elect one (1) director (Class A Director) for a term of one (1) year, one (1) director (Class B Director) for a term of two (2) years, and one (1) director (Class C Director) for a term of three (3) years; and at each annual meeting thereafter the members shall elect one (1) director for a term of three (3) years.

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 from the floor at the annual meeting. Such nominations may be made from among members or ~~non-members.~~ *Search Committee*

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, ~~without~~ *with* notice, at such place and hour as may be fixed from time to time by resolution of the Board.

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 (2) directors, after not less than three (3) days' notice to each director.

25 617.301

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

(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;

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

(e) authorize the execution of any easement or other document or instrument authorized by the Declaration, the Articles of Incorporation or these By-Laws.

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 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;

(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 insurance on property owned by the Association;

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

(g) cause the Common Area to be maintained; and

(h) provide for the security of the WESTWIND development.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a 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 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 by 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 simultaneously 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:

(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 co-sign all checks and promissory notes.

(b) Vice President. 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.

(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; 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, 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 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 delinquency at the rate of twelve percent (12%) 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 attorneys' 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 his Lot.

ARTICLE XII

CORPORATE SEAL

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

WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC.
FLORIDA
"NOT FOR PROFIT"
1988

ARTICLE XIII

AMENDMENTS

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 present in person or by proxy, except that the Federal Housing Administration or 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 Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first 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.

The foregoing was adopted as the By-Laws of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., a corporation not for profit under the laws of the State of Florida, at the first meeting of the Board of Directors on the 29th day of April, 1988.

WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC.

By: [Signature]
Secretary

**CERTIFICATE OF AMENDMENT TO BY-LAWS
OF
WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC.**

We, Al Ryckman, as President, and Caroline Colantuono, as Secretary of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., do hereby certify that by the affirmative vote of at least a majority of those present at the meeting of the membership of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., on May 8, 1995, held in accordance with the By-Laws of this Association, the following amendments were duly enacted:

1.

Article IV, Section 1 of the By-Laws of Westwind at Ridgemoor Homeowners Association, Inc. is amended to read as follows:

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) five (5) directors, but with vacancies or resignations, it may be managed by no less than three (3) directors. who need not be members of the Association. Directors must be residents of the community and members of the Westwind at Ridgemoor Homeowners Association and in good standing and reside in the community six months of the year.

2.

Article IV, Section 2 of the By-Laws of Westwind at Ridgemoor Homeowners Association, Inc. is amended to read as follows:

Section 2. Term of Office. At the first annual meeting, the members shall elect one (1) director (Class A Director) for a term of one (1) year, one (1) director (Class B Director) for a term of two (2) years, and one (1) director (Class C Director) for a term of three (3) years; and at each annual meeting thereafter the members shall elect one (1) director for a term of three (3) years. After the 1995 annual meeting, two (2) additional directors will be appointed by the Board of Directors to serve until the 1996 annual meeting. At the 1996 annual meeting, the members will elect one (1) director (Class A Director) for a term of one (1) year, one (1) director (Class B Director) for a term of two (2) years to replace the two aforementioned additional directors. At each annual meeting thereafter, the members shall elect directors to fill any expired terms. One (1) director (Class A Director) for a term of one year, two (2) directors (Class B Directors) for a term of two years, two (2) (Class C Directors) for a term of three years. At the annual membership meeting after 1995, the members shall elect directors to fill any expired terms.

1 RECORDING PREPARED BY & RETURN TO:
OCT 760 STEVEN H. MEZER, P.A.
REC 10.50 1212 COURT ST., SUITE B
FEES CLEARWATER, FL 34616

PLATS PERTAINING
HERETO ARE RECORDED IN
PLAT BOOK 100
PAGES 37 THRU 42

ATF _____
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P/C _____
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3.

Article III, Section 1 of the By-Laws of Westwind at Ridgemoor Homeowners Association, Inc. is amended to read as follows:

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 in the month of May February beginning in 1996 and of each year thereafter.

WESTWIND AT RIDGEMOOR HOMEOWNERS
ASSOCIATION, INC.

(CORPORATE SEAL)

By: Al Ryckman
Al Ryckman, President

ATTEST:
Caroline Colantuono
Caroline Colantuono, Secretary

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11 3010 - 00000760
CTF-WESTWIND
RECORDING 1 \$10.50
TOTAL: \$10.50
CHARGE AMOUNT: \$10.50

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 5th day of FEBRUARY, 1996 by Al Ryckman and Caroline Colantuono, President and Secretary, respectively, of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., who are personally known to me or who have produced _____

_____ as identification, who did (did not) take an oath under the laws of the State of Florida, who executed the foregoing Certificate of Amendment of the By-Laws of Westwind at Ridgemoor Homeowners 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.

Elizabeth T. Panarites (SEAL)
Notary Public
State of Florida at Large

Print of ELIZABETH T. PANARITES Signature
EXPIRES AUG 25, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.
Commission Number

My Commission Expires:

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.

**CERTIFICATE OF AMENDMENT TO
BY-LAWS OF WESTWIND AT RIDGEMOOR
HOMEOWNERS ASSOCIATION, INC.**

We, Al Ryckman, as President, and Donald Burdette, as Secretary of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., do hereby certify that by the affirmative vote of at least a majority of a quorum of members present or by proxy at the meeting of the membership of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., on April 29, 1996, held in accordance with the By-Laws of this Association, the following amendment was duly enacted:

Article II, Section 9 of the By-Laws is created to read as follows:

Section 9. "Member in Good Standing" shall mean a member whose assessment payments to the Association are current.

WESTWIND AT RIDGEMOOR HOMEOWNERS
ASSOCIATION, INC.

(CORPORATE SEAL)

By: Al Ryckman
Al Ryckman, President

ATTEST:

Donald Burdette
Donald Burdette, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 18th day of October, 1996 by Al Ryckman and Donald Burdette, President and Secretary, respectively, of WESTWIND AT RIDGEMOOR HOMEOWNERS ASSOCIATION, INC., who are personally known to me or who have produced _____

_____ as identification, who did take an oath under the laws of the State of Florida, who executed the foregoing Certificate of Amendment of the By-Laws of Westwind at Ridgemoor Homeowners Association, Inc., and severally acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein

1 RECORDING

CCT 760

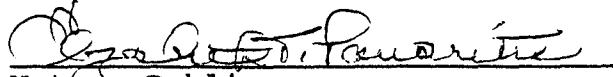
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ES _____
PREPARED BY & RETURN TO:
STEVEN H. MEZER, P.A.
1212 COURT ST., SUITE B
CLEARWATER, FL 34616

PLATS PERTAINING
HERETO ARE RECORDED IN
PLAT BOOK 100
PAGES 37 THRU 42

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mentioned, and that they affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

 (SEAL)
Notary Public
State of Florida at Large

Print or Type Notary Signature

ELIZABETH T. PANARITES
Commission Expires CC 478083
EXPIRES AUG 25, 1999
BONDED THRU
AT THE BONDING CO. INC.
My Commission Expires

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11 3010 - 00000760		
CTF-RYCKMAN		
RECORDING	1	\$10.50
	TOTAL:	\$10.50
CHARGE AMOUNT:		\$10.50

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.