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AMENDED AND RESTATED
BY-LAWS

OF

PINE GROVE RESERVE HOMEOWNERS ASSOCIATION, INC.

These Amended and Restated By-Laws of Pine Grove Reserve Homeowners' Association, Inc., incorporates all amendments to the original By-Laws, which were not recorded as an attachment to the original Declaration of Covenants, Conditions, and Restrictions of Pine Grove Reserve on May 2, 1997, in Official Records Book 8549, Page 1132 et seq., of the Official Records of Hillsborough County, Florida. The amendments incorporated herein were previously approved and recorded in the Official Records of Hillsborough County, Florida on March 22, 2018, in Official Records Book 25639, Pages 182-97.

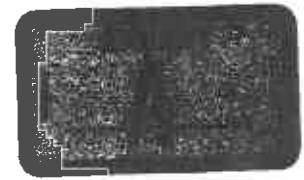
These Amended and Restated By-Laws have also been prepared and are being recorded in the Official Records of Hillsborough County, Florida for the purpose of incorporating the amendments to the By-Laws that were recorded in 2018. These Amended and Restated By-Laws make no changes to the By-Laws except as is specifically set forth in the amendments referenced above. Said amendments are incorporated into this Amended and Restated version in order to clarify the current By-Laws of the Pine Grove Reserve Homeowners Association, Inc., and in order to eliminate any confusion or ambiguity regarding the By-Laws for Pine Grove Reserve Homeowners' Association, Inc.

ARTICLE I
NAME AND LOCATION

The name of the corporation is Pine Grove Reserve Homeowners Association, Inc., hereinafter referred to as the "Association." The principal office of the corporation shall be located at 325 South Boulevard, Tampa, Florida 33606, or at such other place as is designated by the Board of Directors, but meetings of members and directors may be held at such places within Hillsborough County, Florida as may be designated by the Board of Directors.

ARTICLE II
DEFINITIONS.

The definitions as set out in the Declaration of Covenants, Conditions and Restrictions of



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Pine Grove Reserve (Declaration) are hereby incorporated by reference.
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ARTICLE III
MEETINGS OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held each year thereafter, at a date, time and location determined by the Board of Directors, no more than 13 months after the previous annual meeting. The meeting may not be held on a legal holiday. Every effort will be made to hold the annual meeting in the month of March.

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. Business conducted at a special meeting is limited to the purposes described in the notice of meeting.

Section 3. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of limited or general proxies entitled to cast, one-tenth (1/10) 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 be represented. Unless otherwise provided in these By-Laws, Articles of Incorporation or Declaration, decisions shall be made by a majority of the voting interests of each class represented at a meeting at which a quorum is present.

Section 5. Proxies. At all meetings of members, each member may vote in person or

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by proxy. To be valid a proxy must be dated and must state the date, time and place of the meeting for which it was given and must be signed by the authorized person who executed the proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be effective only for the specific meeting for which originally given and any lawfully adjourned meeting thereof. A proxy is not valid for a period longer than 90 days after the date of the first meeting for which it was given. A proxy is revocable at any time at the pleasure of the homeowner who executes it. Limited proxies may also be used for votes taken to amend the Articles of Incorporation or By-Laws or for any matter that requires or permits a vote of the homeowners.

ARTICLE IV
BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by an initial board of (3) directors, consisting of Kenneth W. Franklin, Jr., Kenneth Franklin, Sr., and Kevin McGuinness. Thereafter the Board of Directors shall consist of at least three (3) members.

Section 2. Term of Office. The term of office for all directors is two years, with staggered terms at the 2018 annual meeting election. In the event of a tie, the terms for each director will be decided by random drawing.

Section 3. Removal. Any director maybe removed from the Board, with or without cause, by a majority of all votes of the membership. 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.

ARTICLE V
NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nominations will be solicited from among the Owners no later than December 15 of each year by the Property Manager and the Board of Directors. Nominations shall also be made by Owners from the floor at the annual meeting. Any Owner may nominate himself or herself to run for the Board. If an Owner nominates another Owner to run for the Board, that nominee must be present at the annual meeting and accept the nomination. All proper nominations received by January 15 will be included on the ballot or proxy for the annual meeting

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and election. Both the ballot and proxy will provide the option to vote for those nominated from the floor at the annual meeting. In the event there are not a sufficient number of Owners who are nominated and accept the nomination at or before the annual meeting to fill the number of vacancies on the Board, then Owners may nominate a non-owner who must accept the nomination before the election can be conducted. Each person nominated shall have up to three minutes to address the Owners at the annual meeting prior to the vote being taken.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot at the annual meeting. 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 person receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Section 3. Use of Proxy. For election of members of the Board of Directors, homeowners shall vote in person or by proxy at the annual meeting.

ARTICLE VI MEETINGS OF DIRECTORS

Section 1. Meetings. Meetings of the Board of Directors shall be on a regular basis 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 Meeting. 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. Said notice may be waived prior to such meeting by unanimous consent of the Board.

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.

Section 4. Notice to Members. Meetings of the Board of Directors shall be open to all members, and notices of meetings shall be posted in a conspicuous place on the Association property at least 48 hours in advance, except in an emergency or notice may be mailed or delivered to each member at least seven days before the meeting. Notice of any meeting in which

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assessments against parcels are to be established shall specifically contain a statement that assessments shall be considered and a statement of the nature of such assessments. This section applies also to committee meetings.

**ARTICLE VII
POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

Section 1. Powers. The Association, by and through its 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; and

(d) 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 Association, by and through its Board of Directors, to:

A. Maintain the official records of the Association, which include the following items:

(1) Copies of any plans, specifications, permits, and warranties related to improvements constructed on the common areas or other property that the association is obligated to maintain, repair, or replace.

(2) A copy of the By-Laws of the Association and of each amendment to the By-Laws.

(3) A copy of the Articles of Incorporation of the Association and of each amendment thereto.

(4) A copy of the Declaration of Covenants and a copy of each amendment thereto.

(5) The copy of the current rules of the Homeowner's Association.

(6) The minutes of all meetings of the Board of Directors and of the members, which minutes must be retained for at least seven (7) years.

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(7) A current roster of all members and their mailing addresses and parcel identification.

(8) All of the Association's insurance policies or a copy thereof, which policies must be retained for at least seven (7) years.

(9) A current copy of all contracts to which the Association is a party, including, without limitation, any management agreement, lease or other contract under which the Association has any obligation or responsibility. Bids received by the Association for work to be performed must also be considered official records and must be kept for a period of one (1) year.

(10) The financial and accounting records of the Association, kept according to good accounting practices. All financial and accounting records must be maintained for a period of at least seven (7) years. The financial and accounting records must include:

(a) Accurate, itemized, and detailed records of all receipts and expenditures.

(b) A current account and a periodic statement of the account for each member, designating the name and current address of each member who is obligated to pay assessments, the due date and amount of each assessment or other charge against the member, the date and amount of each payment on the account, and the balance due.

(c) All tax returns, financial statements, and financial reports of the Association.

(d) Any other records that identify, measure, record or communicate financial information.

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; and

(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.

(4) collect at first closing on the Lot the balance of the assessment owing for the

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remaining portion of the year.

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. Reasonable charges 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;

G. cause the Common Area to be maintained;

H. establish prior to the beginning of the fiscal year and prior to setting the assessments for the coming year, an annual budget for the Association, including maintenance of common areas, and establish reserve accounts for replacement of those parts of the common elements which have a limited useful life span.

I. defend the Association from any and all claims or actions at law.

J. The Association shall prepare an annual budget. The budget must reflect the estimate revenues and expenses for that year and the estimated surplus or deficit as of the end of the current year. The Association shall provide each member with a copy of the annual budget or a written notice that a copy of the budget is available upon request at no charge to the member. The copy must be provided to the member within the time limits set by law.

K. The Association shall prepare an annual financial report within 60 days after the close of the fiscal year. The Association shall, within the time limit set by law provide each member with a copy of the annual financial report or a written notice that a copy of the financial report is available upon request at no charge to the member. The financial report must consist of either:

(1) Financial statements presented in conformity with generally accepted accounting principles; or

(2) A financial report of actual receipts and expenditures, cash basis, which report must show:

- (a) The amount of receipts and expenditures by classification; and
- (b) the beginning and ending cash balances of the Association.

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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 replaced.

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 and shall sign all checks and promissory notes.

Vice-President

(b) The vice-president shall act in the place and stead of the president in the event of

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his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

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

Treasurer

(d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year, if required by the Board of Directors; and shall prepare or have prepared 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 Board of Directors of the Association shall appoint an Architectural Control Committee, as provided in the Declaration. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out the needs of the Association. All committees shall serve at the pleasure of the Board of Directors.

ARTICLE X
BOOKS AND RECORDS

Section 1. The official records of the Association shall at all reasonable times during reasonable business hours, be subject to inspection by any member and available for photocopying by members or their authorized agents at reasonable times and places within 10 business days after receipt of a written request for access. The Declaration, the Articles of Incorporation and the By-Laws shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

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Section 2. Minutes of all meetings of members and of the Board of Directors must be maintained in written form or in another form that can be converted into written form within a reasonable time. A vote or abstention from voting on each matter voted upon for each director present at a board meeting must be recorded in the minutes.

**ARTICLE XI
ASSESSMENTS**

As more fully provided in the Declaration each member is obligated to pay to the Association all assessments as listed in the Declaration, 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 at the rate of eighteen percent (18%) 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, provided however, in no event shall this interest rate exceed the maximum allowable by law. No Owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or abandonment of his Lot.

ARTICLE XII [Repealed by amendment]

**ARTICLE XIII
AMENDMENTS**

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by approval of seventy-five percent (75%) of the entire membership present in person or by proxy, except as otherwise may be provided in the Declaration.

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

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31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

ARTICLE XV
RIGHT OF MEMBERS TO PEACEFULLY ASSEMBLE

All common areas serving any homeowners' association shall be available to members and their invited guests for the use intended for such common areas. The entity or entities responsible for the operation of the common areas may adopt reasonable rules and regulations pertaining to the use of such common areas. No entity or entities shall unreasonably restrict any member's right to peaceably assemble or right to invite public officers or candidates for public office to appear and speak in common areas.

IN WITNESS WHEREOF, Pine Grove Homeowners' Association, Inc. has caused these Amended and Restated Bylaws to be executed in its name on this 19 day of December, 2018.

PINE GROVE RESERVE HOMEOWNERS' ASSOCIATION, INC.

Robert Paterson
Robert Paterson, President

Michael Kadder

Signature of Witness

Michael Kadder

Printed Name of Witness

Connie R. Cline

Signature of Witness

Connie R. Cline

Printed Name of Witness

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Sworn and subscribed before me on this 19 day of December, 2018, by Robert Paterson as President of Pine Grove Reserve Homeowners' Association, Inc., a Florida corporation, not-for-profit, on behalf of the corporation who is personally known to me or has produced a Florida Driver's License as identification.

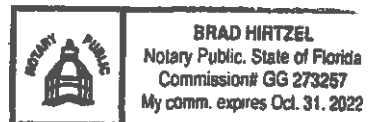
Brad Hirtzel

Notary Public

Brad Hirtzel

Printed Name of Notary Public

My Commission Expires: 10-31-22



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Connie Cline
Connie Cline, Secretary

Michael Rudder

Signature of Witness

Michael Rudder

Printed Name of Witness

Robert Peterson

Signature of Witness

Robert Peterson

Printed Name of Witness

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Sworn and subscribed before me on this 14 day of December, 2018, by Connie Cline as Secretary of Pine Grove Reserve Homeowners' Association, Inc., a Florida corporation, not-for-profit, on behalf of the corporation who is personally known to me or has produced a Florida Driver's License as identification.

Brad Hirtzel
Notary Public
Brad Hirtzel
Printed Name of Notary Public

My Commission Expires: 10-31-22



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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PINE GROVE HOMEOWNERS' ASSOCIATION INC.
A Florida Corporation Not for Profit

This Amended and Restated version of the Articles of Incorporation of Pine Grove Reserve Homeowners' Association, Inc., incorporates all amendments to the original Articles of Incorporation, which were filed with the Secretary of State on December 16, 1996. The amendment incorporated herein was previously approved by the members with the sufficient number of votes at a meeting held on March 3, 2018, and recorded in the Official Records of Hillsborough County, Florida on March 22, 2018, in Official Records Book 25639, Pages 182-97.

This Amended and Restated version of the Articles of Incorporation has been prepared and is recorded solely for the purpose of incorporating the amendments to the Articles of Incorporation that were recorded in 2018. This Amended and Restated version makes no changes to the Articles of Incorporation except as is specifically set forth in the amendment referenced above. Said amendment is incorporated into this Amended and Restated version in order to clarify the current Articles of Incorporation of the Pine Grove Reserve Homeowners Association, Inc., and in order to eliminate any confusion or ambiguity regarding the Articles of Incorporation of Pine Grove Reserve Homeowners Association, Inc.

The undersigned incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is Pine Grove Reserve Homeowners' Association, Inc., a Florida corporation not for profit (hereinafter called the "Association" in these articles).

ARTICLE II
OFFICE AND REGISTERED AGENT

This Association's registered office is 325 South Boulevard, Tampa, Florida 33606 Hillsborough County, Florida, and its registered agent is Judith L. James who maintains a business office at 325 South Boulevard, Tampa, Florida 33606. Both this Association's registered office and registered agent may be changed from time to time by the Board of Directors as provided by law.

ARTICLE III
PURPOSE

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of all common areas and other residence lots within that certain tract of property (hereinafter called "the Property") in Hillsborough County, Florida.

ARTICLE IV
POWERS

