

## ARTICLE XIV

### BYLAWS

The Bylaws of this Association shall be initially adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of a quorum of all Members voting in person or by proxy.

## ARTICLE XV

### INDEMNIFICATION OF OFFICERS AND DIRECTORS

Section A. The Association shall defend, indemnify and hold harmless any person of the Association who is made a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceedings, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, committee member, employee or agent of the Association:

(a) From and against expenses (including reasonable attorneys' fees for pretrial, trial, or appellate proceedings), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with an action, suit, or proceeding (other than one by or in the right of the Association), if he acted in good faith, and, with respect to any criminal action or proceedings, he had no reasonable cause to believe his conduct was unlawful; and

(b) From and against expenses (including reasonable attorneys' fees for pretrial, trial, or appellate proceedings) actually and reasonably incurred by him in connection with the defense or settlement of an action or suit by or in the right of the Association, if he acted in good faith.

Section B. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith, or, with respect to any criminal action or proceeding, that such person had reasonable cause to believe that his conduct was unlawful.

Section C. Notwithstanding any other provision hereof to the contrary, no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for gross negligence or misconduct in the performance of his duty to the Association.

Section D. Any indemnification under Section A (unless ordered by a court) shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the director or officer, committee member, employee or agent is proper in the

circumstances because he has met the applicable standard of conduct set forth in Section A. Such determination shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit, or proceeding, or (2) if such quorum is not obtainable, or even if obtainable and a quorum of disinterested Directors so directs, by a majority vote of Members of the Association.

Section E. Expenses incurred in defending a civil or criminal action, suit, or proceeding shall be paid by the Association from time to time as incurred rather than only after the final disposition of such action, suit, or proceeding. Payment of such expenses shall be authorized by the Board of Directors in each specific case only after receipt by the Association of an undertaking by or on behalf of the director or officer to repay such amounts if it shall later develop that he is not entitled to be indemnified by the Association.

Section F. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which the Association's directors, officers, committee members, employees, or agents may be entitled under the Association's Bylaws, agreement, vote of Members or disinterested directors, or otherwise, both as to actions in their official capabilities and as to action in another capacity while holding such offices or positions, and shall continue as to a person who has ceased to be a director, officer, committee member, agent or employee and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section G. Notwithstanding the foregoing provisions, indemnification provided under this Article shall not include indemnification for any action of a director, officer, committee member, agent or employee of the Association for which indemnification is deemed to be against public policy. In the event that indemnification provided under this Article is deemed to be against public policy, such an event shall not invalidate or affect any other right or indemnification herein provided.

Section H. The Association shall have the power, but shall not be obligated, to purchase and maintain indemnification insurance to provide coverage for any liability asserted against any director, officer, committee member, agent or employee of the Association in any of his capacities as described in Section A, whether or not the Association would have the power to indemnify him or her under this Article.

Section I. Any person requesting indemnification shall first look to any insurance maintained by the Association for indemnification against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement (as described above). The Association shall be obligated to indemnify such person (if entitled to indemnification by the Association) only to the extent such insurance does not indemnify such person. In the event that any expenses, judgments, fines, or amounts paid in settlement are paid pursuant to insurance maintained by such Association, the Association shall have no obligation to reimburse the insurance company.

ARTICLE XVI

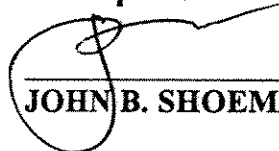
INCORPORATOR

The name and street address of the sole incorporator to these Articles of Incorporation is as follows:

John B. Shoemaker  
 4432 Parkway Commerce Blvd.  
 Orlando, Florida 32808

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Association, has executed these Articles of Incorporation this 17th day of April, 2001.

"Incorporator"

  
 \_\_\_\_\_  
 JOHN B. SHOEMAKER

STATE OF FLORIDA     )  
   ) SS.  
 COUNTY OF ORANGE    )

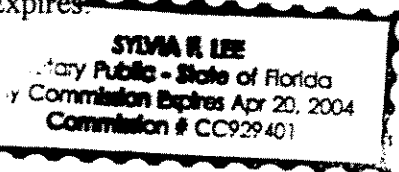
I HEREBY CERTIFY that before the undersigned authority, appeared JOHN B. SHOEMAKER, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal this 17th day of April, 2001.  
 \_\_\_\_\_  
 Notary Public

My Commission Expires:

(CORPORATE SEAL)

REGISTERED AGENT CERTIFICATE

  
 SYLVIA R. LEE  
 Notary Public - State of Florida  
 My Commission Expires Apr 20, 2004  
 Commission # CC929401

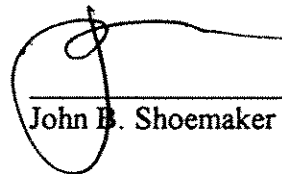
In pursuance of the Florida Not-For-Profit Corporation Act, together with the provisions of Chapter 607 of the Florida Statutes applicable thereunder, the following is submitted, in compliance with said statutes:

That the TILDENS GROVE COMMUNITY ASSOCIATION, INC. desiring to organize as a Florida not-for-profit corporation under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at 4432 Parkway Commerce Boulevard, Orlando, Florida 32808 has named John B. Shoemaker, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process and serve as registered agent for the above-stated not-for-profit corporation, at the place designated in this Certificate, the undersigned, hereby agrees to act in this capacity, and agrees to comply with the provision of said statutes relative to keeping open said office, and further states it is familiar with, and accepts, the obligations of said statutes applicable to registered agents of Florida not-for-profit corporations.

Registered Agent:

  
\_\_\_\_\_  
John B. Shoemaker

Dated: 4-17-2001

**BYLAWS**  
**OF**  
**TILDENS GROVE COMMUNITY ASSOCIATION, INC.**

**ARTICLE I**

**NAME AND LOCATION**

The name of the corporation is **TILDENS GROVE COMMUNITY ASSOCIATION, INC.** (hereinafter referred to as the "Association"). The principal office of the Association shall be located at 4432 Parkway Commerce Boulevard, Orlando, Florida 32808, or at such other place as the Directors shall from time to time determine, but meetings of members and directors may be held at such places within the State of Florida, County of Orange as may be designated by the Board of Directors.

**ARTICLE II**

**DEFINITIONS**

Unless otherwise provided herein to the contrary, all terms and words utilized herein shall be as defined in that certain Declaration of Covenants and Restrictions for **TILDENS GROVE**, to be recorded in the Public Records of Orange County, Florida, as it may from time to time be amended as provided therein (hereinafter called the "Declaration"), said Declaration being incorporated herein as if set forth at length.

**ARTICLE III**

**MEETING OF MEMBERS**

**Section 1. Annual Meetings.** The first annual meeting of the members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at 7:00 p.m. or at such other time as may be set by the Board of Directors. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

**Section 2. Special Meetings.** Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of the members who are entitled to vote 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 directions 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. Unless otherwise provided by these Bylaws, the Declaration or the Articles of Incorporation, the presence in person or proxy of a majority of the total votes held by ruling members shall constitute a quorum. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of 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 be effective only for the specific meeting for which it was originally given and any lawfully adjourned meetings thereof. Notwithstanding anything to the contrary contained herein, a proxy is not valid for a period longer than 90 days after the date of the first meeting for which it was given.

Section 6. Designation of Voting Member. If a Living Unit is owned by one (1) person, his right to vote shall be established by the recorded deed or other instrument establishing title to the Living Unit. If a Living Unit is owned by more than one (1) person, the person entitled to cast the vote for the Living Unit shall be designated in a Certificate, signed by all of the record owners of the Living Unit and filed with the Secretary of the Association. If a Living Unit is owned by a corporation, or other legal entity the officer, employee or other representative thereof entitled to cast the vote of the Living Unit for the corporation or other legal entity shall be designated in a Certificate for this purpose signed by the President, Vice President, or other authorized signatory and filed with the Secretary of the Association. The person designated in such Certificate who is entitled to cast the vote for a Living Unit shall be known as the "voting member". If such a Certificate is not on file with the Secretary of the Association for a Living Unit owned by more than one (1) person, by a corporation or other legal entity, the vote of the Living Unit concerned shall not be considered in determining the requirement for a quorum, or for any purpose requiring the approval of a person entitled to cast the vote for the Living Unit, except if said Living Unit is owned by a husband and wife. Such Certificates shall be valid until revoked, superseded by a subsequent Certificate, or a change in the ownership of the Living Unit concerned takes place.

If a Living Unit is owned jointly by a husband and wife, the following three (3) provisions are applicable thereto:

- (a) They may, but they shall not be required to, designate a voting member.

(b) If they do not designate a voting member, and if both are present at a meeting and are unable to concur in their decision upon any subject requiring a vote, they shall lose their right to vote on that subject at that meeting. (As previously provided, the vote of a Living Unit is not divisible.)

(c) Where they do not designate a voting member and only one (1) is present at a meeting, the person present may cast the Living Unit vote just as though he or she owned the Living Unit individually and without establishing the concurrence of the absent person.

Section 7. Voting. At all meetings of members, voting shall be in accordance with the provisions of the Articles of Incorporation.

Section 8. Waiver and Consent. Whenever the vote of members at a meeting is required or permitted by any provision of these Bylaws to be taken in connection with any action of the Association, the meeting and vote of members may be dispensed with if not less than three-fourths (3/4ths) of the total votes of the members who would have been entitled to vote upon the action if such meeting were held, shall consent in writing to such action being taken; however, notice of such action shall be given to all members unless all members approve such action.

## ARTICLE IV

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

Section 1. Number. The affairs of this Association shall initially be managed by a Board of three (3) directors, who need not be a member of the Association. At such time as there ceases to be a Class B Membership, the number of Directors shall increase from one (1) to three (3) Directors who shall be elected at the next annual meeting of the Association.

Section 2. Term of Office. At the first annual meeting after the expiration of the term of the initial Board of Directors, and at subsequent meetings thereafter, the members shall elect one (1) director for a term of one (1) year. Each Director shall hold office until the expiration of the term for which he was elected and until his successor has been elected and shall have qualified; or until his prior resignation or removal. At such time as there ceases to be a Class B Membership, the members shall elect five (5) directors for a term of one (1) year at the next annual meeting and at each annual meeting thereafter.

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. At such time as there ceases to be a Class B Membership, nomination for election to the Board of Directors shall be made by a Nominating Committee for the next annual meeting and each annual meeting thereafter. 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 (2) 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. 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 will be held at such time and place as permitted by law and from time to time determined by the Board of Directors. Regular meetings 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. Notice of any meeting in which assessments against the Living Units are to be established shall specifically contain a statement that assessments are to be considered and a statement of the nature of such assessments. 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. The Board may, by resolution duly adopted, establish regular monthly, quarterly or semi-annual meetings.

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.



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; Waiver. Notice of each meeting of the Board of Directors shall be given to each Director (a) by personal delivery, telegram or cablegram not less than twenty-four (24) hours before the meeting or (b) by first-class mail, addressed to the business address or such other address as the Director shall have designated in a writing filed with the secretary, and mailed not less than five (5) business days before the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail with postage prepaid and properly addressed. If sent by telegram or cablegram, such notice shall be deemed to be delivered when delivered or communicated to the telegraph or cablegram company. However, any notice to any Director required under these Bylaws or under any provision of law may be waived if such Director signs a waiver of notice at any time, either before or after the time of the meeting. If a Director has not been given notice as required under these Bylaws or under provisions of law, but the Director attends the meeting, the Director's attendance shall constitute a waiver of notice of such meeting and a waiver of all objections to the time and place of the meeting and the manner in which it was called or convened, except, when a Director states, at the beginning of such meeting, or promptly upon his arrival at the meeting, any objection to the transaction of business because the meeting was not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in either the notice of or a waiver of notice of any regular or special meeting.

Section 5. Attendance via Telephone Conference Call. Except to the extent otherwise provided by law, any meeting of the Board of Directors may be attended by any or all of the Directors by means of a conference telephone (or similar communications equipment) through the use of which all Directors participating in the meeting can hear each other at the same time. Such attendance by any or all Directors shall constitute presence by each such Director in person at such meeting and such meeting shall constitute a valid meeting of the Board of Directors for all purposes of the laws and these Bylaws. Any action taken by the Board of Directors at such meeting shall constitute a valid action of the Board of Directors for all purposes of the law and these Bylaws.

## 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 Area and facilities, and the personal conduct of the members and their guests and tenants thereon, and to establish penalties for the infraction thereof;

(b) Suspend the voting rights and rights to use of the recreational facilities, if any, of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(c) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

(d) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

(e) Employ a manager, an independent contractor or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

(a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by 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; and

(3) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same;

(d) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

- (e) Procure and maintain adequate liability and hazard insurance on 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 operated;
- (h) Cause to be performed all other obligations and responsibilities of the Association as set forth in the Declaration, the Articles of Incorporation of the Association or these Bylaws.

## 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 members of the Board of Directors, a Secretary, and a Treasurer, who do not need to be members of the Board of Directors, and such other officers and assistant 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, and shall be elected by the Board.

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/she 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. Any two (2) or more offices may be held by the same person.

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 may 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 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; authenticate and certify as to the corporate records of the Association; and shall perform such other duties as required by the Board.

(d) Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

## ARTICLE IX

### COMMITTEES

The Declarant or the Association shall appoint an Architectural Review Committee, as provided in the Declaration, and a Nominating Committee as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

## ARTICLE X

### BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

## ARTICLE XI

### BUDGET AND ASSESSMENTS

Section 1. Budget. On or before November 15 of each year, the Board of Directors, shall adopt a budget for the next calendar year that shall include the estimated funds required for common expenses and to provide and maintain funds for the Association. The budget may be adopted by the Board of Directors without the approval of the members, except as otherwise provided in the Declaration, the Articles or the Bylaws.

Section 2. Budget Elements. The budget shall be detailed and shall show the amounts budgeted, including, if applicable, but not limited to the following:

- (a) Administrative Costs of the Association;
- (b) Maintenance, including all maintenance obligations enumerated in the Declaration;
- (c) Taxes upon property owned by the Association;
- (d) Insurance; and
- (e) Other expenses
  - (1) Electricity
  - (2) Sewer and water
  - (3) Pest control
  - (4) Miscellaneous.

Section 3. Adoption. A copy of the proposed annual budget shall be mailed to each Member at least thirty (30) days prior to the meeting of the Board of Directors at which the budget will be considered, together with a notice of that meeting. Such meeting shall be open to all members. The adopted budget cannot require annual assessments against the Owners in any fiscal year which exceeds the maximum annual assessment set forth in the Declaration.

## ARTICLE XII

### CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: TILDENS GROVE HOMEOWNERS ASSOCIATION, INC., CORPORATION NOT FOR PROFIT.

## ARTICLE XIII

### AMENDMENTS

Section 1. These Bylaws may be amended, at a regular or special meeting of the membership, by a majority of the votes of a quorum of the members voting in person or by proxy, 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 Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

## ARTICLE XIV

### MISCELLANEOUS

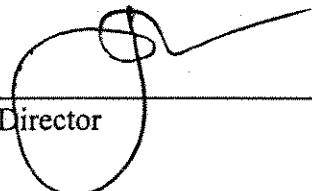
Section 1. Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the thirty-first day of December every year, except that the first fiscal year shall begin on the date of incorporation.

Section 2. Mortgagee's Rights. Any holder of a first mortgage on a Lot shall upon request be entitled to:

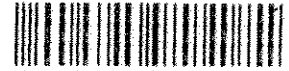
- (a) Inspect the books and records of the Association during normal business hours;
- (b) Receive copies of all financial reports; and
- (c) Receive written notice of all meetings of the Association and be permitted to designate a representative to attend all such meetings.

Section 3. Parliamentary Rules. Roberts' Rules of Order (latest edition) shall govern the conduct of Association meetings when not in conflict with the Declaration, Articles or these Bylaws.

IN WITNESS WHEREOF, we, being all of the Directors of TILDENS GROVE  
COMMUNITY ASSOCIATION, INC., have hereunto set our hands this 17th day of  
April, 2001.

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director



DR Bk 6268 Pg 1251  
Orange Co FL 2001-0233449



OR Bk 6268 Pg 1252  
Orange Co FL 2001-0233449  
Recorded - Martha D. Haynie

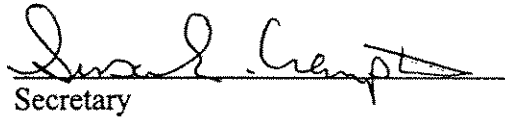
**CERTIFICATION**

I, the undersigned, do hereby certify:

**THAT** I am the duly elected and acting secretary of the TILDENS GROVE COMMUNITY ASSOCIATION, INC., a Florida corporation not for profit; and

**THAT** the foregoing Bylaws constitute the original Bylaws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 17th day of April, 2001.

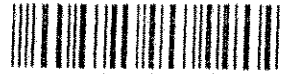
**IN WITNESS WHEREOF**, I have hereunto subscribed my name and affixed the seal of said Association this 17th day of April, 2001.

  
Secretary

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*Handwritten initials*



Orange Co FL 2001-0233448  
05/30/2001 08:40:26am  
OR Bk 6268 Pg 1139  
Rec 5.00  
Recorded - Martha O. Haynie

PREPARED BY AND RETURN TO:  
JOHN B. SHOEMAKER, ESQ.  
P.O. BOX 607098  
ORLANDO, FL 32860-7098

PROJECT TILDENS GROVE PHASE 1  
PLAT BOOK 47 PAGE 65-70

**JOINDER AND CONSENT TO DEDICATION**

The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property, which encumbrance is recorded in Official Records Book 6082 Page 4810; Assignment of Lessor's Interest in Rents and Leases recorded in Official Records Book 6082, Page 4831; and UCC-1 Financing Statement recorded in Official Records Book 6082, Page 4838, all recorded on September 7, 2000 of the Public Records of Orange County, Florida and that the undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof, and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication.

IN WITNESS WHEREOF, the Mortgagee has hereunto set its hand and seal this 17 day of April, 2001.

SIGNED, SEALED AND DELIVERED  
IN THE PRESENCE OF:

*Judy A. Bowers*  
Signature of Witness  
JUDY A. BOWERS  
Type/Print Name

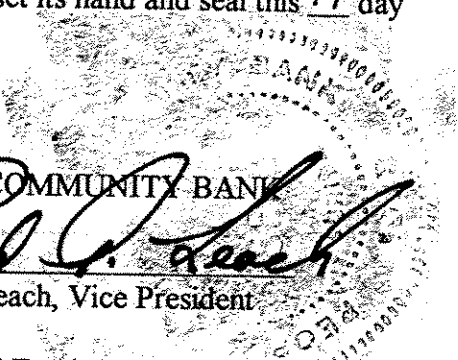
*John B. Shoemaker*  
Signature of Witness  
JOHN B. SHOEMAKER  
Type/Print Name

MORTGAGEE:

PEOPLES FIRST COMMUNITY BANK

By: *Ronald A. Leach*  
Ronald A. Leach, Vice President

Address: 116 E. Altamone Drive  
Altamonte Springs, FL 32701



STATE OF FLORIDA )  
COUNTY OF ORANGE ) ss.

BEFORE ME, the undersigned authority, duly authorized by law to take oaths and acknowledgments, personally appeared Ronald A. Leach, Vice President of Peoples First Community Bank, a Florida corporation, on behalf of the corporation. He is personally known to me or produced N/A as identification and did take an oath.

WITNESS my hand and official seal in the county and state last aforesaid on this 17 day of April, 2001.

*Judy A. Bowers*  
Notary Public Signature  
JUDY A. BOWERS  
Print Notary Public Name

My commission expires:

