

BY-LAWS

HOLIDAY SPRINGS VILLAGE RECREATION CORPORATION, INC.

EXHIBIT "C"

INDEX TO BY-LAWS

-of-

HOLIDAY SPRINGS VILLAGE RECREATION CORPORATION, INC.

	<u>Page</u>
I. General	1
II. Directors	2
III. Officers	8
IV. Membership	12
V. Meetings of Membership	13
VI. Notices	17
VII. Finances	17
VIII. Default	20
IX. Joint Ownership	22
X. Amendment	22
XI. Construction	22

BY-LAWS

-of-

HOLIDAY SPRINGS VILLAGE RECREATION CORPORATION, INC.

ARTICLE I

GENERAL

Section 1. Name: The name of the corporation shall be HOLIDAY SPRINGS VILLAGE RECREATION CORPORATION, <sup>INC.,</sup> hereinafter referred to as the "CORPORATION".

Section 2. Principal Office: The principal office of the Corporation shall be at 3300 Holiday Springs Boulevard, Margate, Florida, or at such location as may be designated by the Corporation's Board of Administration. All books and records of the Corporation shall be kept at its principal office.

Section 3. Definitions: As used herein, the terms

A. "RECREATION AREA" shall refer to the recreation area at Holiday Springs Village legally described as follows:

Tract 2 of HOLIDAY SPRINGS VILLAGE AND OCEAN CLUB, SECTION ONE, according to the Plat thereof, recorded in Plat Book 77 at Page 8 of the Public Records of Broward County, Florida.

B. "DECLARATIONS" shall refer to the declarations of condominium, and any amendments thereto, with respect to Condominiums 1 through 4 at Holiday Springs Village in Margate, Broward County, Florida, which have been recorded as more particularly set forth in the Articles of Incorporation of the Corporation.

C. "CONDOMINIUM PARCEL" and "CONDOMINIUM" shall refer to such

terms as defined in Chapter 718, Florida Statutes, as amended.

D. "NATIONWIDE" shall refer to Nationwide Building & Development, Ltd. or its successors.

E. "UNIMPROVED LAND" shall refer to the following:

See Exhibit "A" attached hereto  
and made a part hereof.

## ARTICLE II

### DIRECTORS

Section 1. Number and Term: The number of directors ("DIRECTORS") which shall constitute the Corporation's Board of Administration shall be not less than three (3). Until succeeded by Directors elected at the first meeting of Members ("MEMBERS"), Directors need not be members of the Corporation, but, thereafter, all Directors shall be persons or entities or representatives of entities who own condominium units at Holiday Springs Village in Condominiums One (1) through Four (4), or who own residential condominium units constructed on the Unimproved Land or other residential dwellings thereon. Each Member shall be entitled to elect not less than one (1) Director for each one hundred (100) residential units entitled to use of the Recreation Area through said Member [e.g., six hundred fifty-two (652) unit Member elects six (6) Directors] or, if there are less than one hundred (100) residential units using the Recreation Area through said Member, then such Member shall be entitled to elect one (1) Director. Notwithstanding anything herein contained to the contrary, any Members which are separate residential units shall be entitled to elect only one (1) Director

for each one hundred (100) residential units using the Recreation Area or, if there are less than a total of one hundred (100) separate residential units using the Recreation Area as Members, then such separate Members shall be entitled to elect one (1) Director. Within the limits above specified, the number of Directors shall be determined by the Members at their annual meeting. Each Director shall be elected to serve for a term of one (1) year or until his successor shall be elected and shall qualify. The first Board of Administration (Board of Directors) shall have three (3) members.

Section 2. Vacancy and Replacement: If the office of any Director or Directors becomes vacant by reason of death, resignation, retirement, disqualification, removal from office or otherwise, a majority of the remaining Directors, though less than a quorum, at a special meeting of Directors duly called for this purpose, shall choose a successor or successors from the Member entity which the prior Director represented, who shall hold office for the unexpired portion of the term of the vacated office.

Section 3. Removal: Directors may be removed with or without cause by an affirmative vote of a majority of the qualified votes of Members weighted in accordance with ARTICLE III J. of the Articles of Incorporation of the Corporation. Notwithstanding the foregoing, as long as Nationwide is the owner of any condominium unit in Condominiums One (1) through Four (4), no Director who represents the interests of and is employed by Nationwide may be removed with or without cause, except with the prior written consent of Nationwide or except where Nationwide has failed to pay any assessment levied against it by the Board of Administration, whether regular or special

assessment, within thirty (30) days after its due date, in which case such Director shall be automatically removed as a Director and the remaining Directors shall select a successor to serve the unexpired portion of the term of said removed Director. Said absolute right of Nationwide to a continuing Director's position shall expire, in any event, three (3) years after this Corporation is organized, even if Nationwide is then still the owner of any condominium unit in Condominiums One (1) through Four (4). Such expiration shall not, in any way, affect Nationwide's rights to vote for the election of Directors (including representatives of Nationwide) following the exercise of its election to become a Member of the Corporation, as set forth in the Articles. No other Director may continue to serve on the Board if, during his term of office, his membership or right to use the Recreation Area is terminated or suspended, or the membership or right to use the Recreation Area by the condominium association to which he belongs is terminated or suspended because of any similar failure to pay assessments, and any such other Director shall likewise be automatically removed.

Section 4. Powers: The property and business of the Corporation shall be managed by the Board of Administration, which may exercise all corporate powers not specifically prohibited by statute, the Articles or these By-Laws. The powers of the Board of Administration shall specifically include, but not be limited to, the following:

- A. To levy and collect regular and special assessments.
- B. To use and expend the assessments collected to maintain, care for and preserve the Recreation Area.

C. To purchase the necessary equipment required in the maintenance, care and preservation of the Recreation Area.

D. To enter into and upon the Recreation Area when necessary, with as little inconvenience to the Members as possible, in connection with said maintenance, care and preservation.

E. To insure and keep insured said Recreation Area against loss from fire and/or other casualty and against public liability, and to purchase such other insurance as the Board of Administration may deem advisable.

F. To collect delinquent assessments by suit or otherwise, abate nuisances and enjoin or seek damages from the Members for violations of these By-Laws, the Articles, and Rules and Regulations promulgated by the Board of Administration.

G. To employ and compensate such personnel as may be required for the maintenance, operation and preservation of the Recreation Area.

H. To make reasonable Rules and Regulations for the use of the Recreation Area.

I. To acquire, rent or lease property in the name of the Corporation or a designee.

J. To contract for management of the Recreation Area and to delegate to such other party all powers and duties of the Corporation except those specifically required by law to have the specific approval of the Board of Administration or the membership of the Corporation.

K. To carry out the obligations of the Corporation under any easements, restrictions or covenants running with any land occupied by the Recreation Area.

L. To perform generally each and every act deemed necessary by the Board of Administration to carry into effect those purposes set forth in the Articles, these By-Laws and the Rules and Regulations.

Section 5. Compensation: Directors shall not receive compensation for their services as such, but shall be entitled to reimbursement for costs in performing their duties.

Section 6. Meetings:

A. The first meeting of each Board of Administration newly elected by the Members shall be held as soon after adjournment of the meeting at which they were elected, provided a quorum shall then be present, as may be practicable. The annual meeting of the Board of Administration shall be held at the same place as the Members' annual meeting and as soon after the adjournment of same as practicable.

B. Special meetings shall be held whenever called by the President or a majority of the Board. The Secretary shall give notice of each special meeting either personally, by mail or telegram, at least three (3) days before the date of such meeting, but the Directors may waive notice of the calling of the meeting.

C. Meetings of the Board of Administration shall be open to all Members and except in cases of emergency, notices of such meetings shall be posted conspicuously on the Recreation Area at least forty-



eight (48) hours in advance of such meetings.

D. A majority of the Board shall be necessary at all meetings to constitute a quorum for the transaction of business and the act of a majority present at any meeting at which there is a quorum shall be the act of the Board. If a quorum shall not be present at the meeting, the Directors then present may adjourn the meeting until a quorum shall be present.

E. Any action of the Board permitted by the Articles or these By-Laws may be taken without a meeting if a consent in writing setting forth the action so to be taken signed by all of the Directors is filed in the minutes of the proceedings of the Board.

Section 7. Order of Business: The order of business at all meetings of the Board shall be as set forth in Roberts' Rules of Order.

Section 8. Accounting Records: The Corporation shall maintain accounting records following generally accepted principles of accounting, consistently applied, which shall be open to inspection by Members or their authorized representatives at all reasonable times and written summaries of which shall be supplied at least annually to Members or their authorized representatives. Such records shall include, but are not limited to, a record of all receipts and expenditures and an account for each Member which shall designate the name and address of the Member, the amount of each assessment, the dates on which and amounts in which the assessments are due, the amounts paid upon the account and the balance due.

ARTICLE III

OFFICERS

Section 1. Executive Officers: The executive officers of the Corporation shall be a President, Vice-President, Treasurer and Secretary, all of whom shall be elected annually by the Board of Administration. Any two (2) of said offices may be united in one (1) person, except that the President shall not also be the Secretary or an Assistant Secretary of the Corporation. If the Board so determines, there may be more than one Vice-President.

Section 2. Subordinate Officers: The Board of Administration may appoint such other officers and agents as it may deem necessary, who shall hold office at the pleasure of the Board of Administration and who shall have such authority and perform such duties as from time to time may be prescribed by said Board.

Section 3. Tenure of Officers; Removal: All officers and agents shall be subject to removal, with or without cause, at any time by action of the Board of Administration, which may delegate such powers to any officer. Notwithstanding the foregoing, as long as Nationwide is the owner of any condominium unit in Condominiums One (1) through Four (4), no officer who represents the interests of and is employed by Nationwide may be removed with or without cause, except with the prior written consent of Nationwide or except where Nationwide has failed to pay any assessment levied against it by the Board of Administration, whether regular or special assessment, within thirty (30) days after its due date, in which case such officer shall be automatically removed as an officer and the Directors shall select

a successor to serve the unexpired portion of the term of said removed officer. Said absolute right of Nationwide to a continuing officer's position shall expire, in any event, three (3) years after this Corporation is organized, even if Nationwide is then still the owner of any condominium unit in Condominiums One (1) through Four (4). Such expiration shall not, in any way, affect Nationwide's rights to cause representatives of Nationwide who are Directors vote for the election of officers (including representatives of Nationwide) following the exercise of its election to become a Member of the Corporation, as set forth in the Articles. No other officer may continue to serve if, during his term of office, his membership or right to use the Recreation Area is terminated or suspended, or the membership or right to use the Recreation Area by the condominium association to which he belongs is terminated or suspended because of any similar failure to pay assessments, and any such other officer shall likewise be automatically removed. The original officers need not be Members of the Corporation, but thereafter all officers shall be persons or entities or representatives of entities who own condominium units at Holiday Springs Village in Condominiums One (1) through Four (4), or who own residential units constructed on the Unimproved Land or other residential dwellings thereon.

Section 4. The President:

A. The President shall be Chairman of, and shall preside at, all meetings of the Members and Directors, shall have general and active management authority over the business of the Corporation except that which is delegated, shall see that all orders and resolu-

tions of the Board are carried into effect and shall execute bonds, mortgages and other contracts requiring a seal of the Corporation. The seal, when affixed, shall be attested by the signature of the Secretary.

B. He shall supervise and direct all other officers of the Corporation and shall see that their duties are performed properly.

C. He shall submit a report of the operations of the Corporation for the fiscal year to the Directors (whenever called for by them) and to the Members at their annual meeting and, from time to time, shall report to the Board all matters within his knowledge which the best interests of the Corporation may require be brought to their notice.

D. He shall have the power to appoint committees and shall be an ex-officio member of all committees and shall have the general powers and duties of supervision and management usually vested in the office of the President of a corporation.

Section 5. The Vice-President: The Vice-President shall be vested with all the powers and be required to perform all the duties of the President in his absence, together with such other duties as may be prescribed by the Board of Administration or the President.

Section 6. The Secretary:

A. The Secretary shall keep the minutes of meetings of the Members and of the Board of Administration in one or more books provided for that purpose.

B. He shall see that all notices are duly given in accordance

with the provisions of these By-Laws or as otherwise required by law.

C. He shall be custodian of the corporate records and of the seal of the Corporation and shall see that the seal of the Corporation is affixed to all documents, the execution of which, on behalf of the Corporation under its seal, is duly authorized in accordance with the provisions of these By-Laws.

D. He shall keep a register of the post office address of each Member, which shall be furnished to the Secretary by such Member.

E. In general, he shall perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Administration.

Section 7. The Treasurer:

A. The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation and shall deposit all monies and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Administration or the President.

B. He shall disburse the funds of the Corporation as ordered by the Board or the President or pursuant to approved budgets, taking proper vouchers for such disbursement, and shall render to the President and Directors, at the regular meeting of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Corporation.

C. He may be required to give the Corporation a bond in a

sum and with one or more sureties satisfactory to the Board for the faithful performance of the duties of his office and the restoration to the Corporation in case of his death, resignation or removal from office of all books, papers, vouchers, money or other property of whatever kind in his possession belonging to the Corporation.

Section 8. Vacancies: If the office of the President, Vice-President, Secretary, Treasurer or any other office established by the Board of Administration becomes vacant by reason of death, resignation, disqualification or otherwise, the Directors, by a majority vote of the Board of Administration, may choose a successor or successors who shall hold office for the unexpired portion of the term of the vacated office. Any such vacancy on the part of one who represents the interests of and is employed by Nationwide may only be filled by another person who represents and is employed by Nationwide, except with the prior written consent of Nationwide to the contrary.

Section 9. Resignations: Any Director or officer may resign his office at any time, in writing, which resignation shall take effect from the time of its receipt by the Corporation, unless some later time is fixed in the resignation, and then from that date. The acceptance of a resignation shall not be required to make it effective.

#### ARTICLE IV

#### MEMBERSHIP

Membership shall be limited to those persons and entities specifically listed in ARTICLE III of the Articles of Incorporation.

ARTICLE V

MEETINGS OF MEMBERSHIP

Section 1. Place: All meetings of the Corporation's membership shall be held at such place as may be stated in the notice of the meeting.

Section 2. Annual Meeting:

A. The first annual meeting of Members shall be held one (1) year after the filing of the Article of Incorporation if not a legal holiday or weekend and, if a legal holiday or weekend, then on the next secular day following. In addition to the election of Directors at said first meeting, such other business as may properly come before the meeting may be transacted.

B. All annual meetings thereafter shall be held at such time and place as shall be determined by the Board of Administration, but at least once a year.

C. At the annual meetings, the Members, subject to the provisions of ARTICLE II hereof, shall elect a Board of Administration and transact such other business as may properly come before the meeting.

D. Written notice of the annual meeting shall be served upon or mailed to each Member entitled to vote at such address as appears on the books of the Corporation at least fourteen (14) days prior to the meeting. A notice of such meeting shall be posted at a conspicuous place on the Recreation Area at least fourteen (14) days prior to the meeting.

Section 3. Membership List: At least fourteen (14) days before

every election of Directors, a complete list of Members entitled to vote at said election, shall be prepared by the Secretary. Such list shall be produced and kept for said fourteen (14) days and throughout the election at the office of the Corporation and shall be open to examination by any Member during such time.

Section 4. Special Meetings:

A. Special meetings of the Members, for any purpose or purposes, unless otherwise prescribed by statute or by the Articles, may be called by the President and shall be called by the President or Secretary at the request, in writing, of one-third (1/3) of the Members. Should the President fail to call such a special meeting, such Members may, in lieu thereof, call such meeting. Such request shall state the purpose or purposes of the proposed meeting.

B. Written notice of a special meeting of Members stating the time, place and object thereof shall be served upon or mailed to each Member entitled to vote thereon at such address as appears on the books of the Corporation at least fourteen (14) days before such meeting. A notice of such meeting shall be posted at a conspicuous place on the Recreation Area at least fourteen (14) days prior to the meeting.

C. Business transacted at all special meetings shall be confined to the objects stated in the notice thereof.

Section 5. Quorum: Members having a majority of the total votes weighted in accordance with ARTICLE III J of the Articles of Incorporation



of the Corporation, present in person or represented by written proxy, shall be requisite to and shall constitute a quorum at all meetings of the Members for the transaction of business, except as otherwise provided by statute, the Articles or these By-Laws. If, however, such quorum shall not be present or represented at any meeting of the Members, the Members entitled to vote thereat, present in person or represented by written proxy, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting originally called.

Section 6. Vote Required To Transact Business: When a quorum is present at any meeting, a majority of the votes cast, in person or represented by written proxy, shall decide any question brought before the meeting, unless the question is one which, by express provision of the Florida Statutes, the Articles or these By-Laws, requires a different vote, in which case such express provision shall govern and control the decision of such question.

Section 7. Right To Vote:

A. The number of votes that each Member shall have are as set forth in ARTICLE III, Section J, of the Articles of Incorporation; provided, however, that Members who are delinquent in the payment of assessments shall not be entitled to vote at any meeting of the Members, annual or special, for so long as any such assessments remain delinquent. Upon electing to become a Member, Nationwide

shall be entitled to one (1) vote [up to a maximum of seven hundred fifty-two (752) votes] for each residential unit completed by Nationwide and for which a certificate of occupancy has been issued.

B. If a membership is held by more than one (1) individual or by a corporation or other entity, said owners, corporation or other entity shall file a statement with the Secretary naming the person authorized to cast said vote. If the same is not on file prior to any meeting of the Members, annual or special, a vote of such Member shall not be considered, nor shall the presence of said owners at a meeting be considered in determining whether the quorum requirement has been met.

C. All proxies must be in writing, signed by the voting Member granting the proxy and filed with the Secretary at least twenty-four (24) hours prior to the meeting, annual or special, for which said proxy is granted. The proxy shall be valid only for such meeting or meetings subsequently held pursuant to an adjournment of that meeting.

Section 8. Waiver and Consent: Whenever the vote of Members at a meeting is required or permitted by any provision of the Florida Statutes, the Articles or these By-Laws in connection with any action of the Corporation, the meeting and vote of Members may be dispensed with if more than Fifty Percent (50%) of all Members who would have been entitled to vote upon the action of such meeting, if such meeting were held, shall consent in writing to such action being taken, provided, however, that written notice of such action is given to all Members.

Section 9. Order of Business: The order of business at annual Members' meetings and, as far as practical, at other Members' meetings, will be as set forth in Roberts' Rules of Order.

## ARTICLE VI

### NOTICES

Section 1. Definition: Whenever under the provisions of the Florida Statutes, the Articles or these By-Laws, notice is required to be given to any Director, officer or Member, it shall not be construed to mean personal notice, but such notice may be given in writing by mail by depositing the same in a post office or letter box in a postpaid, sealed envelope, addressed as appears on the books of the Corporation. Any such notice and any notice of any meeting of the Members, annual or special, need not be sent by certified mail.

Section 2. Service of Notice Waiver: Whenever any notice is required to be given under the provisions of the Florida Statutes, the Articles or these By-Laws, a waiver thereof, in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed the equivalent thereof.

Section 3. Address: The address for notice to the Corporation is 3300 Holiday Springs Boulevard, Margate, Florida.

## ARTICLE VII

### FINANCES

Section 1. Fiscal Year: The fiscal year shall be the calendar year.

Section 2. Checks: All checks or demands for money and notes of the Corporation shall be signed by any one of the following officers: President, Vice-President, Secretary or Treasurer, or by such officer or officers or such other person or persons as the Board of Administration may from time to time designate. The Board of Administration, by resolution, may require more than one (1) signature.

Section 3. Determination of Assessments:

A. (1) The Board of Administration shall fix assessments adequate to meet the expenses of the Corporation. Expenses shall include expenses for the repair, operation, maintenance, utility, replacement and management of the Recreation Area, costs of carrying out the powers and duties of the Corporation, all insurance premiums and expenses relating thereto, including fire insurance, and any other expenses designated as such by the Articles, By-Laws, any management agreement for the operation of the Recreation Area or, from time to time, by the Board of Administration.

(2) Funds for the payment of such expenses shall be assessed against Members based upon the number of votes allocated to such Member divided by the total number of votes of all then Members and shall be collectible from such Members as is provided herein.

(3) The Board of Administration is specifically empowered, on behalf of the Corporation, to make and collect regular or special assessments.

(4) Special assessments, which may be required by the

Board of Administration, shall be levied and paid in the same manner as provided for regular assessments.

B. When the Board of Administration has determined the amount of any assessment, the Secretary or Treasurer shall mail or present a statement of the assessment to each Member. All assessments shall be payable to the Corporation, and upon request, the Secretary or Treasurer shall give a receipt for each payment made.

Section 4. Annual Budget: A copy of the Corporation's proposed annual budget of expenses shall be mailed to each Member not less than thirty (30) days prior to the meeting of the Board of Administration at which the budget will be considered together with a notice of that meeting. Such meeting of the Board of Administration shall be open to all Members.

Section 5. Working Capital and Reserve Fund:

A. The Board of Administration may establish a working capital fund for the initial months of operation equal to a minimum amount of two (2) months' estimated expenses for the use of the Recreation Area.

B. The Board of Administration shall have the right to assess Members to establish a reserve fund or funds for the future replacement of or additions to the Recreation Area facilities and such reserve fund or funds shall be held in trust or specifically set aside by the Board or its designated nominee to be used solely for the purpose for which it was established.

Section 6. Payment of Assessments: All assessments shall be payable

to the Corporation upon receipt of a statement from the Corporation setting forth the amount thereof. Assessments shall be made against Members not less frequently than annually, in advance, payable monthly and in amounts no less than are required to provide funds in advance for payment of all of the anticipated current operating expenses for the period until the next regular assessment shall be made and for all the unpaid operating expenses previously incurred.

Section 7. Limitation on Expenditures: Notwithstanding anything in these By-Laws or the Articles which authorizes expenditures, and except for expenditures provided for in approved budgets, no expenditure exceeding FIVE THOUSAND AND NO/100 DOLLARS (\$5,000.00) per annum shall be made without the approval of Members holding a majority of the votes, except for the repair of the Recreation Area due to casualty loss.

Section 8. Application of Payments and Commingling of Funds: All sums collected by the Corporation from assessments may be commingled in a single fund or divided into more than one fund as determined by the Board of Administration. All assessments shall be applied as provided in these By-Laws, the Articles and the Rules and Regulations.

#### ARTICLE VIII

##### DEFAULT

In the event a Member does not pay any sum, charge, or regular or special assessment required to be paid to the Corporation within ten (10) days from the due date, the Corporation, acting through its Board of Administration, may take such action to recover the sum, charge or assessment to

which it is entitled and to deny the right to use the Recreation Area by the defaulting Member and all residential occupants using the Recreation Area through such Member in accordance with the laws of the State of Florida, the Articles, these By-Laws, the Rules and Regulations, and the documents incident to which the Corporation acquired the Recreation Area.

In the event of a violation of the provisions of the Articles, these By-Laws, or the Rules and Regulations, which violation is not corrected within ten (10) days after notice from the Corporation to the Member to correct said violation, the Corporation may take such action as it may deem appropriate, including the institution of legal action, to correct the violation. Nothing contained in this Article shall be construed to require that the Corporation furnish notice to any Member of his or its failure to pay any assessment, sum or other charge due to the Corporation. In the event such legal action is brought for any defaults as specified in this ARTICLE VIII against a Member and results in a judgment for the Corporation, the Member shall pay the Corporation's reasonable attorneys' fees and court costs, including any court costs and attorneys' fees incurred on appeal.

Each Member, for himself, his heirs, successors and assigns, agrees to the foregoing provisions regardless of the availability to the Corporation of any other legal or equitable remedy. It is the intent of these By-Laws to give the Corporation sufficient powers and authority to enable it to operate the Recreation Area on a business-like basis, to collect those monies due and owing to it from Members and to preserve each Member's right to enjoy the Recreation Area free from unreasonable restraint and nuisance.

ARTICLE IX

JOINT OWNERSHIP

Membership may be held in the name of more than one person, corporation or other entity. In the event ownership is in more than one person, corporation or other entity, all of the joint owners shall be entitled collectively to one vote in the management of the affairs of the Corporation and said vote may not be divided between multiple owners.

ARTICLE X

AMENDMENT

These By-Laws may be amended at any duly called meeting of the Members. The notice of the meeting shall contain a full statement of the proposed amendment. It shall be necessary that there be an affirmative vote of Members holding a majority of the votes and a majority of the Board of Administration to amend these By-Laws. Notwithstanding the foregoing, these By-Laws may not be amended without the consent of Nationwide if such amendment would impose any limitation on Nationwide's rights to elect to become a Member, or to have access to the Recreation Area, or in any way limit Nationwide's rights as a Member, including its right of assignment of membership rights.

ARTICLE XI

CONSTRUCTION

Wherever the masculine singular form of the pronoun is used in these By-Laws, it shall be construed to include the masculine, feminine or neuter, singular or plural, wherever the context so requires.



Should any of the provisions of these By-Laws be void or be or become unenforceable at law or in equity, the remaining provisions of this instrument shall nevertheless be and remain in full force and effect.

The foregoing were adopted as the By-Laws of HOLIDAY SPRINGS VILLAGE RECREATION CORPORATION, INC. at the first meeting of its Board of Directors held on March 16, 1977.

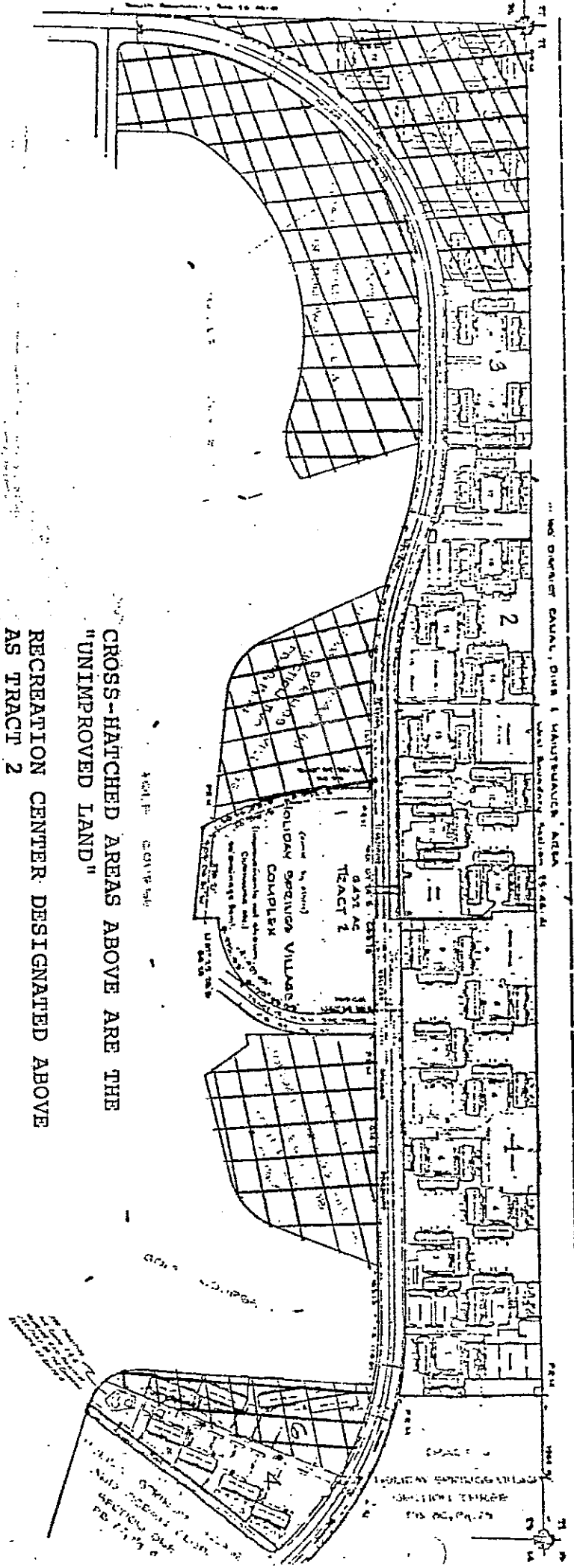
Martin E. Eichel  
SECRETARY

APPROVED:

Laurel S. Sweeney  
PRESIDENT



Vertical  
SCALE 1" = 500'



CROSS-HATCHED AREAS ABOVE ARE THE  
"UNIMPROVED LAND"  
RECREATION CENTER DESIGNATED ABOVE  
AS TRACT 2

CERTIFICATE:  
We hereby certify that the attached Developer's  
Prospecting Sketch is true and correct to the  
best of our knowledge and belief.

DATE: December 12, 1974

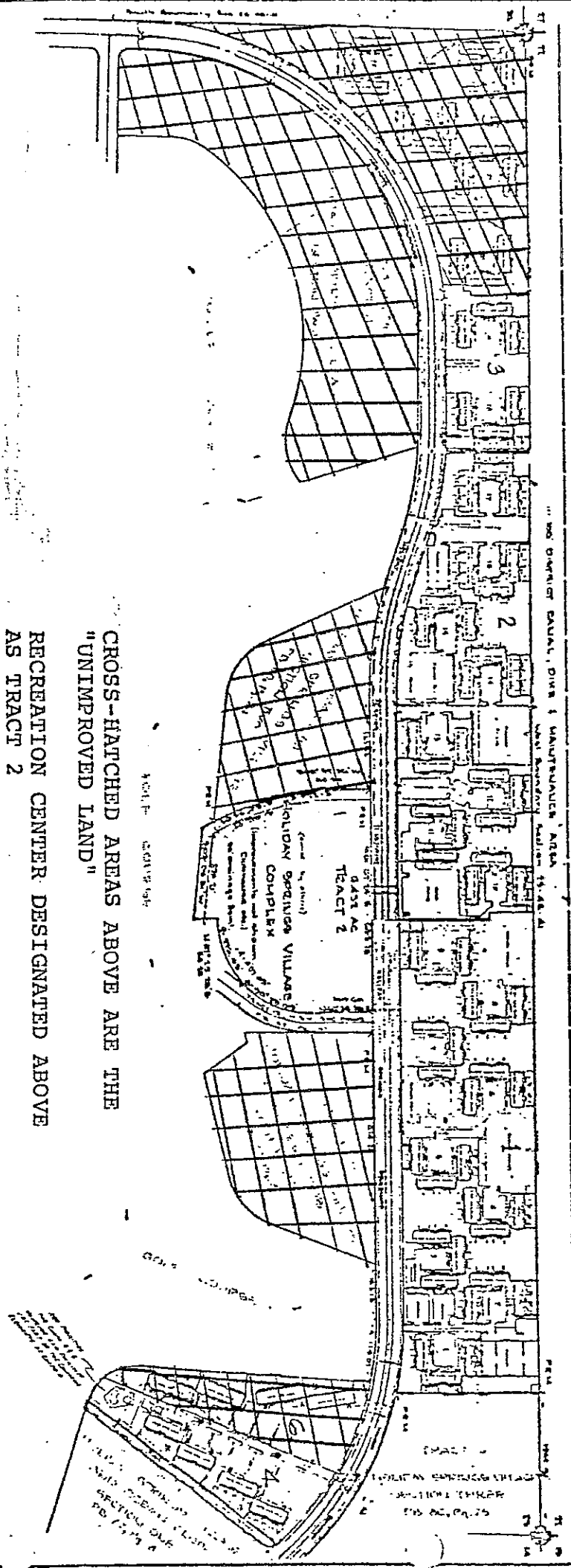
ELIIR and SCHWAB  
Land Surveying Engineers, P.A.

BY: *William Elidir*  
WILLIAM ELIDIR  
Professional Land Surveyor  
Florida Registration No. 10316

- SHORTH NOTICES:
1. Expeditions of this sketch are not valid unless sealed with an endorsed surveyor's seal.
  2. Lands shown herein were not abstracted for file-and-ways and/or easements of record.
  3. The legal description herein is in accordance with the instrument of record.
  4. See indices to non-judicial number.
  5. See indices to judicial number.

DEVELOPER'S PROSPECTING SKETCH		DATE:	12/12/74
HOLIDAY SPRINGS VILLAGE		SCALE:	1" = 500'
ELIIR and SCHWAB Land Surveying Engineers, P.A.		BY:	<i>William Elidir</i>
700A D		DATE:	12/12/74

Vertical  
SCALE 1" = 100'



CROSS-HATCHED AREAS ABOVE ARE THE  
"UNIMPROVED LAND"  
RECREATION CENTER DESIGNATED ABOVE  
AS TRACT 2

- SHRIMP NOTES:**
1. Interpretations of this sketch are not valid unless related with an endorsed surveyor's map.
  2. Lands shown hereon were not surveyed for rights-of-way and/or easements of record.
  3. The legal description hereon is in accord with the instrument of record.
  4. See indicator Concession Number.
  5. See indicator Assessor's Building Number.

**CERTIFICATE:**  
I hereby certify that the attached Developer's Prospective Sketch is true and correct to the best of our knowledge and belief.

**DATED:** December 12, 1974

**REITH and SCHWARTZ**  
Land Surveying Consultants, P.A.

*D. P. Reith*  
D. P. Reith  
Professional Land Surveyor  
Florida Registration No. 18936

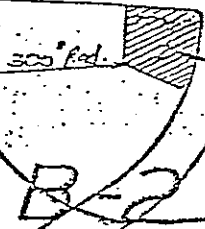
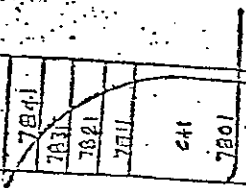
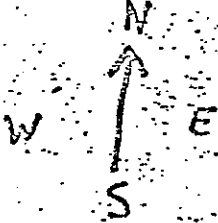
DYPLOPIAS PROSPECTIVE SKETCH	
HOLIDAY SPRINGS TILBACK	NO. 100
REITH and SCHWARTZ Land Surveying Consultants, P. A.	
DATE	704 D



CORAL SPRINGS

SAMPLE ROAD

CITY LIMITS



ENTRY FEATURES

TRACT 6

TRACT 5

TRACT 4

TRACT 14

S-2

TRACT 1

TRACT 3

TRACT 12

R-3A

TRACT 2

ENTIRE HOLIDAY SPRINGS 1 SQ. MILE ORD.

EXHIBIT "D"

Page 3 of 3 Pages

1-24-73 TRACT 15

S-2

23  
ARSAIC

HOLIDAY SPRINGS BLVD.

R 3A