

*The quality of this image
is equivalent to the quality
of the original document.*

B Y L A W S

OF

BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is **BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC.**, a Florida Corporation Not For Profit, hereinafter referred to as the "Association". The principal office of the Corporation shall be located at 440 Fox Run Boulevard, Tavares, Florida, but meetings of members and directors may be held at such place within the State of Florida, County of Lake, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "ASSOCIATION" shall mean and refer to **BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC.**, a Florida Corporation Not For Profit, its successors and assigns.

Section 2. "PROPERTY" shall mean the real property designated as "BAYTREE" as described on Exhibit "A" attached, and personal property subject to the Declaration.

Section 3. "UNIT", "RESIDENTIAL UNIT" or "DWELLING UNIT" shall mean and refer to the residential dwelling constructed upon a lot.

Section 4. "COMMON AREAS" shall mean and refer to all real property owned by the Association or encumbered by easements in favor of the Association for the common use and benefit of the Owners.

Section 5. "OWNER" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Property, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.



Section 6. "DEVELOPER" shall mean and refer to the fee simple owners of the property, UNITED PARTNERS GROUP, LTD.

Section 7. "DECLARATION" shall mean and refer to the Declaration of Protective Covenants, Conditions and Restrictions applicable to the property recorded in the Office of the Clerk of the Circuit Court, Lake County, Florida.

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

ARTICLE III

MEMBERS' MEETINGS

*The quality of this image
is equivalent to the quality
of the original document.*

Section 1. The qualification of members, the manner of their admission to membership in the Association, and the manner of the termination of such membership shall be as set forth in Article IV of the Articles of Incorporation.

Section 2. The annual members' meeting shall be held at such location in Lake County, Florida, as shall be designated in the Notice of Meeting at 10:00 A.M. on the first Friday in February for the purpose of electing directors and transacting any other business authorized to be transacted by the members; provided, however, that if that day is a legal holiday, the meeting shall be held at the same hour on the next date that is not a legal holiday.

Section 3. Special members' meeting shall be held at such location in Lake County, Florida, as shall be designated in the Notice of Meeting whenever called by the President or Vice President or by a majority of the Board of Directors, and must be called by such officers upon receipt of a written request from member entitled to cast one-third (1/3) of the votes of the entire membership.

Section 4. A written notice of all members' meetings (annual or special) shall be mailed to each member stating the time and place and the objects for which the meeting is called and shall be given by the President, Vice President and Secretary unless waived in writing. Such notice shall be mailed to each member not less than ten (10) days nor more than sixty (60) days prior to the date of the meeting. Proof of such mailing shall be given by the affidavit of the person giving the notice. Notice of meeting may be waived before or after meetings.

Section 5. The membership may, at the discretion of the Board, act by written agreement in lieu of a meeting; provided, however, that written notice of the matters to be determined by such members is given to the membership at the addresses and within the time periods set forth herein for notices of meetings, or is duly waived by such members. Any determination by written agreement shall be determined by the number of members capable of determining the subject matter at a members' meeting. Any notice requesting the written agreement of the membership, shall set forth a time period in which a response may be made.

Section 6. A quorum of the members shall consist of those persons entitled to cast a majority of the votes of the entire membership. A member may join in the action of a meeting by signing the minutes thereof, and such signing shall constitute the presence of such member for the purpose of determining a quorum.

The acts approved by a majority of the votes present at a meeting at which a quorum is present, shall constitute the acts of the members, except when approval by a greater number of members is required by the Articles of Incorporation and these Bylaws.

Section 7. If at any meeting of the membership, there shall be less than a quorum present, the President, and in the absence of the President, then the majority of those present, may adjourn the meeting from time to time until a quorum is present. Any business which might have been transacted at a meeting as originally called may be transacted at any adjourned meeting thereof. In case of the adjournment of a meeting, notice to the members of such adjournment shall be as determined by the President or in his absence by the majority of the members present.

Section 8. Minutes of all meetings of the members shall be kept in a business-like manner, and shall be available, upon reasonable notice and at reasonable times, for inspection by the members and directors at the office of the Association.

Section 9. Voting.

- (a) In any meeting of members, the voting shall be by Owners in accordance with the voting rights of each Class of Membership as specified in the Articles of Incorporation of BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC., a Florida corporation not for profit.

*The quality of this image
is equivalent to the quality
of the original document.*

- (b) If a Unit or Lot is owned by one person, his right to vote shall be established by the record title to his Unit. If a Unit is owned by more than one person, or is under lease, the person entitled to cast the vote for the Unit shall be designated by a certificate signed by all of the record owners of the Unit and filed with the Secretary of the Association. If a Unit is owned by a corporation, the person entitled to cast the vote for the Unit shall be designated by a certificate signed by the President or Vice President and attested to by the Secretary or Assistant Secretary of the corporation and filed with the Secretary of the Association. Such certificates shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the Unit concerned. A certificate designating the person entitled to cast the vote of a Unit may be revoked by any Owner of a Unit. If such a certificate is not on file, the vote of such Owner shall not be considered in determining the requirements for a quorum nor for any other purpose.
- (c) Votes may be cast in person or by proxy. A proxy must be designated in writing by any person entitled to vote, and shall be valid only for the particular meeting designated in the proxy. It must be filed with the Secretary before the appointed time of the meeting or any adjournment of the meeting.
- (d) No member shall be allowed to exercise his vote or serve as a director unless he is current on all assessments.

Section 10. The order of business at annual members' meetings and, as far as practical at other members' meetings, shall be:

1. Election of chairman of the meeting.
2. Calling of the roll and certifying of proxies.
3. Proof of notice of meeting or waiver of notice.
4. reading and disposal of any unapproved minutes.
5. Reports of Officers.
6. Reports of Committees.
7. Election of inspectors of elections.
8. Election of directors.
9. Unfinished business.
10. New business.
11. Adjournment.

*The quality of this image
is equivalent to the quality
of the original document.*

Section 11. Until the Developer has completed all of the contemplated improvements and closed the sale of all of the units located in BAYTREE, or until the Developer elects to terminate its control of the Association, whichever shall occur first, the proceedings of all meetings of members of the Association shall have no effect unless approved by the Board of Directors.

ARTICLE IV

BOARD OF DIRECTORS; SELECTION; TERM OF OFFICE

Section 1. The affairs of this Association shall be managed by a Board of not less than three (3) nor more than five (5) directors. After the Developer elects to divest control of the Association, Directors must be members of the Association.

Section 2. At the first annual meeting, the members shall elect three (3) directors for a term of one (1) year, and at each annual meeting thereafter, the member shall elect three (3) directors for a term of one year.

Section 3. 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. 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. 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 for election to the Board of Directors shall be made by a Nominating Committee. 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 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 elections 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.

Section 2. Election to the Board of Directors shall be made 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 of the Board of Directors shall be held quarterly without notice, 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 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. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. The Board of Directors shall have the power to:

- (a) Adopt and publish rules and regulations governing the 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) Suspend the voting rights and right to use the recreational facilities 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. 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 Unit at least fifteen (15) days in advance of each annual assessment period;
 2. Send written notice of each assessment to 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 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) Procure and maintain adequate officer's and director's liability insurance;
 - (g) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
 - (h) Cause the Common Areas to be maintain.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. 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, Assistant Secretary, a Treasurer and Assistant Treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. 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. 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. 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. Any officer may be removed from office with or without cause by a vote of a majority of 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 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. A vacancy in any office may be filled by appointment by a majority of the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. 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 in the case of special offices created pursuant to Section 4 of this Article.

Section 8. The duties of the officers are as follows:

- (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 co-sign all checks and promissory notes.
- (b) 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) The Secretary, or the Assistant Secretary in the absence of the Secretary, shall record the votes and keep the minutes of meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.
- (d) The Treasurer, or the Assistant Treasurer in the absence of 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 meeting, and deliver a copy of each to the members.

ARTICLE IX

COMMITTEES

The Association shall appoint 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

ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within fifteen (15) days after the due date, the assessment shall bear interest from the date of delinquency at the maximum rate allowable by law, 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. 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 Unit.

ARTICLE XII**CORPORATE SEAL**

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

BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC.

ARTICLE XIII**AMENDMENTS**

These Bylaws may be amended in the following manners:

- (a) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
- (b) A resolution adopting a proposed amendment may be proposed by either the Board of Directors of the Association or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than a two-thirds (2/3) vote of the Residential Unit Owners.
- (c) A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment to the Bylaws, which certificate shall be executed by the officers of the Association with the formality of the execution of a deed. The amendment shall be effective when such certificate and copy of the amendment are recorded in the Public Records of Lake County, Florida.
- (d) These Bylaws shall not be amended in any manner which shall amend, abridge, modify, or conflict with the provisions of any institutional mortgage, constituting a first mortgage on a Unit, without the prior written consent of the institutional mortgagee affected.
- (e) 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.

- (f) The Department of Housing and Urban Affairs and the Veteran's Administration of the United States Government shall have the right to veto amendments for as long as there exists more than one class of membership in the Association.

ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first (1st) day of January and end on the thirty-first (31st) day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

ARTICLE XV

FISCAL MANAGEMENT

The provisions for fiscal management of the Association set forth in the Articles of Incorporation shall be supplemented by the following provisions:

- (a) The expenditures of the Association shall be created and charged to all accounts under the following classifications as shall be appropriate, all of which expenditures shall be Association's expenses:
1. Current/Operating Expense (i.e., utilities, landscaping, maintenance, sanitation, supplies, administration and legal, insurance, management, and the like), which shall include all expenditures within the year for which the budget is made, excluding those expenses chargeable to the accounts delineated in Paragraph 2 through 4 below.
 2. Current/Operating Expense Contingency, which shall include an allowance for the contingency where actual operation/current expenses exceed the budgeted amount thereof.

3. Reserve for Deferred Maintenance and for Replacement. The reserve for deferred maintenance shall include funds for maintenance items that occur less frequently than annually. The reserve for replacement shall include funds for repair or replacement required because of damage, depreciation or obsolescence.
4. Betterments, which shall include the funds to be used for capital expenditures for additional improvement or additional personal property.

(b) The Board of Directors shall adopt a budget for each year that shall include the estimated funds required to defray the expenditures and to provide and maintain funds for the foregoing accounts and reserves according to good accounting procedure as follows:

1. Current/Operating Expense.
2. Current/Operating Expense contingency.
3. Reserve for deferred maintenance and for replacement.
4. Betterments, which shall include the funds to be used for capital expenditures for additional improvements to the common property; provided, however, that expenditures in excess of \$1,000.00 from this fund for a single item or for a single purpose shall require at least seventy-five (75%) percent of the vote of the members present at a duly called meeting.
5. Copies of the budget and proposed assessments shall be transmitted to each member of the Association before the end of the calendar year, preceding the year for which the budget is made. If the budget is amended subsequently, a copy of the amended budget shall be furnished to each member.

- (c) Assessments against the Units Owners for their shares of the budget shall be made for the year annually in advance before the end of the calendar year preceding the year for which the assessments are made. If the annual assessment is not made as required, an assessment shall be presumed to have been made in the amount of the last prior assessment and semi-annual installments on such assessment shall be due upon each installment payment date until changed by an amended assessment. In the event the annual assessment proves to be insufficient, the budget and assessments may be amended at any time by the Board of Directors. In the event the increase exceeds one hundred fifteen (115%) percent of the annual assessment for the preceding year, the Board of Directors, upon written application of ten (10%) percent of the members of the Board, shall call a special meeting of members within thirty (30) days, upon not less than ten (10) days written notice to each member. At a special meeting, members shall consider and enact a budget. In determining whether assessments exceed one hundred fifteen (115%) percent of similar assessments in prior years, any authorized provisions for reserves for deferred maintenance and for replacement or for betterments shall be excluded from the computation. The unpaid assessment for the remaining portion of the year for which the amended assessment is made shall be due upon the date of the assessment if made on or after July 1; and if made prior to July 1, one-half (1/2) of the increase shall be due upon the date of the assessment and the balance of the assessment upon the said July 1. The first assessment shall be determined by the Board of Directors of the Association.
- (d) If a member shall be in default in the payment of an installment upon an assessment, the Board of Directors may accelerate the remaining installments of the assessment upon notice to the member and the unpaid balance of the assessment shall come due upon the date stated in the notice, but not less than ten (10) days after delivery of the notice to the member, or not less than twenty (20) days after the mailing of such notice to him by registered or certified mail, whichever shall first occur.
- (e) Assessment for the Association expenses of emergencies that cannot be paid from the annual assessments for association expenses shall be made only after notice of the need for such expenditures is given to the members concerned. After such notice and upon approval in

writing by persons entitled to cast more than one-half (1/2) of the votes of the members concerned, the assessment shall become effective and shall be due after thirty (30) days notice in such manner as the Board of Directors of the Association may require in the notice of assessment.

- (f) The depository of the Association shall be such bank or banks and/or savings and loan associations as shall be designated from time to time by the directors and in which the monies of the Association shall be deposited. Withdrawals of monies from such accounts shall be only by checks signed by such persons as are authorized by such persons as are authorized by the Directors.
- (g) At the Annual Meeting of the Association, the members present shall determine by a majority vote whether an audit of the accounts of the Association for the year shall be made by a Certified Public Accountant, a Public Accountant, or by an auditing committee consisting of not less than three (3) members of the Association, none of whom shall be Board members. The cost of the audit shall be paid by the Association.
- (h) Fidelity Bonds shall be required by the Board of Directors from all officers and employees of the Association and from any contractor handling or responsible for the Association funds. The amount of such bonds shall be set by the Board of Directors. The premium for such bonds shall be paid by the Association.
- (i) Until such time as the Developer relinquishes control of the property, each Owner shall pay a Fifty And No/100 (\$50.00) Dollar Assessment monthly in lieu of (a) through (h) above. The Assessment shall cover Administration, Insurance, Ground Maintenance, Maintenance of Common Areas and other miscellaneous work. The Monthly Assessment can only be increased annually by the Cost of Living Index or five (5%) percent, whichever is greater.

In addition, a Twenty and No/100 (\$20.00) Dollar monthly fee shall be placed in an interest bearing escrow account to be used for the maintenance, repair or replacement of the roofing or siding on the Owner's Unit. Monies deposited into the escrow account may also be used to repair the storm drainage system and to repair Common Area paving with the exclusion of any repairs to the paving of the driveways of each Owner's Unit.

The foregoing document was adopted as the Bylaws of BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC., a Florida Corporation Not For Profit, under the laws of the State of Florida, at the first meeting of the Board of Directors on the 22 day of February, 1990.

Harold Hall
By: **AS PRESIDENT**

ATTEST:

SECRETARY

CORPORATE SEAL

The quality of this image is equivalent to the quality of the original document.

TAYLOR & CARLS, P.A.
ATTORNEYS AND COUNSELORS AT LAW
850 CONCOURSE PARKWAY SOUTH

SUITE 105

MAITLAND, FL 32751

TELEPHONE: (407) 660-1040

TOLL FREE: (800) 395-6235

FAX: (407) 660-9422

BRANCH OFFICES:

DAYTONA BEACH, FLORIDA
TELEPHONE: (386) 257-3203
FAX: (386) 257-3129

MELBOURNE, FLORIDA
TELEPHONE: (321) 253-2223
FAX: (321) 253-2237

HARRY W. CARLS
ROBERT L. TAYLOR

GENE S. BOGER
PATRICK C. HOWELL
ELIZABETH A. LANHAM-PATRIE
ROBYN SEVERS BRAUN
MARNIE DALE RAGAN
SCOTT D. NEWSOM
SARA K. WILSON

September 3, 2003

RECEIVED SEP 04 2003

Baytree Villas Homeowners Association, Inc.
c/o Art Swanton, LCAM
10332 U.S. Hwy 441
Suite 102
Leesburg, FL 34788

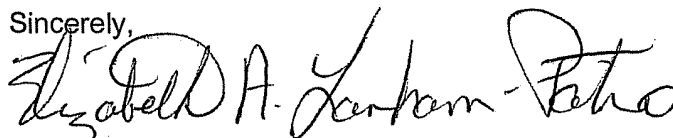
RE: Original Bylaws

Dear Art:

Enclosed is the **original recorded** Bylaws. Please put this original document in a safe place with your corporate documents. We have retained a copy for our file.

If you have any questions or concerns, please do not hesitate to contact us.

Sincerely,



Elizabeth A. Lanham-Patrie

ELP/clp

Enclosure

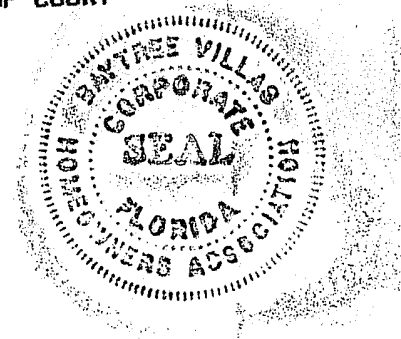
Btv001 ltr16

1 1001 10 110 03 0001 11 0001 000 111 001 110 11 0001 11 1000 100 110 001 101 110 1 1000

CFN 2003107281
Bk 02392 Pgs 0365 - 382; (18pgs)
DATE: 08/26/2003 10:25:34 AM
JAMES C. WATKINS, CLERK OF COURT
LAKE COUNTY
RECORDING FEES 73.00
TRUST FUND 9.50

This instrument prepared by and)
should be returned to:)

Elizabeth A. Lanham-Patrie, Esquire)
TAYLOR & CARLS, P.A.)
850 Concourse Parkway South)
Suite 105)
Maitland, Florida 32751)
(407) 660-1040)



**CERTIFICATE OF RECORDING A TRUE AND CORRECT COPY OF BYLAWS
OF BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC.**

THIS IS TO CERTIFY THAT attached as Exhibit "A" is a true and correct copy of the original Bylaws of Baytree Villas Homeowners Association, Inc. ("Bylaws"). The original Bylaws were duly and properly adopted on February 22, 1990.

EXECUTED at _____, Lake County, Florida, on this the 20 day of August, 2003.

(CORPORATE SEAL)

WITNESSES:

BAYTREE VILLAS HOMEOWNERS
ASSOCIATION, INC.

Print Name: Gerald F. Harmon

By: Ann Harmon
ANN HARMON, President

Print Name: Meshia Andrews

Address: 619 Juniper Way
Tavares, FL 32778
FL DL. #655-053-43-547-0

Print Name: Gerald F. Harmon

Attest: Frank Sargent
FRANK SARGENT, Secretary

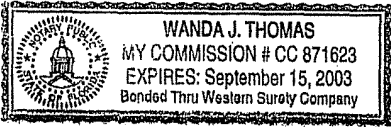
Print Name: Meshia Andrews

Address: 2316 BAYWATER ROAD
TAVARES, FL 32778
FL DL 5625-253-28-203-0

STATE OF FLORIDA
COUNTY OF Lake

The foregoing instrument was acknowledged before me this 20th day of August, 2003, by ANN HARMON, and FRANK SARGENT, as President and Secretary, respectively, of BAYTREE VILLAS HOMEOWNERS ASSOCIATION, INC., a Florida not for profit corporation, on behalf of the Corporation. They are personally known to me or have produced FID L as identification.

WITNESS my hand and official seal in the County and State last aforesaid on this 20th day of August, 2003.



Wanda J. Thomas
Notary Public-State of Florida
Print Name: Wanda J. Thomas
Commission No.: CC 871623
My Commission Expires: 9-15-03