

**CERTIFICATE OF AMENDMENT
TO THE AMENDED AND RESTATED BYLAWS OF
KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.**

The Amended and Restated Bylaws of King Mountain Condominium Association, Inc. have been recorded in the public records of Martin County, Florida at Official Records Book 1081, Page 1343, et. seq. and amended at Official Records Book 2040, Page 2521, et. seq., Official Records Book 2329, Page 796, et seq., Official Records Book 2365, Page 1637, et seq., Official Records Book 2446, Page 140, et seq., and Official Records Book 2577, Page 2131, et seq. The same Bylaws are hereby amended as approved at a meeting held on February 4, 2014, by a majority of the Membership.

1. Article VI, Section 1 is amended to read as follows:

DUTIES OF OFFICERS

Section 1. The President shall be the executive officer of the Association and shall preside as Chairman at all meetings of the members and Directors. The President shall ensure the efficient staffing and operation of all standing committees, shall manage the business of the Association as required in order to be in conformance with Florida Statutes and Association Documents, and shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall sign all contracts of the Association. Additional powers of the President may from time to time be designated by the Board of Directors.

(The remainder of the Amended and Restated Bylaws remain unchanged.)

2. The foregoing amendment to the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. was adopted by the membership at a meeting held on February 4, 2014, by a majority of the Membership, which vote was sufficient for approval.
3. The adoption of this amendment is unrevoked.
4. All provisions of the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 18th day of February 2014.

INSR # 2441843 DR BK 2703 Pg 2501 RECD 02/21/2014 12:54:16 PM
(2 Pgs)
CAROLYN TIMMANN MARTIN COUNTY CLERK
DEED DOC \$0.00, MTG DOC \$0.00, INTANGIBLE \$0.00

WITNESSES AS TO PRESIDENT:

[Signature]

Printed Name: Chris Malpiedi

[Signature]

Printed Name: GALE TODD

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

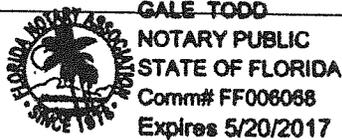
By: Robert T. Meozzi

Robert T. meozzi, President

STATE OF FLORIDA
COUNTY OF martin

The foregoing instrument was acknowledged before me on Feb. 18th, 2014, by Robert T. meozzi, as President of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: GALE TODD].

Notarial Seal



[Signature]
Notary Public

WITNESSES AS TO SECRETARY:

[Signature]

Printed Name: Chris Malpiedi

[Signature]

Printed Name: Gale Todd

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

By: Joan Roehm

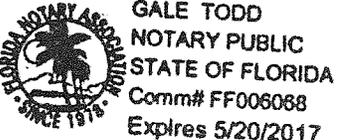
Joan Roehm, Secretary

CORPORATE

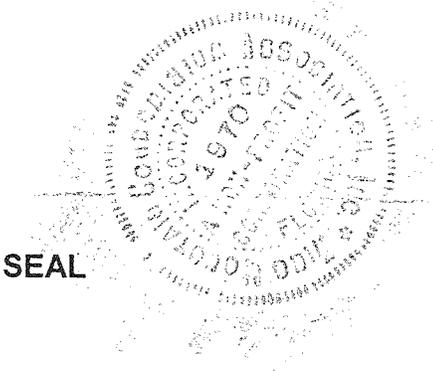
STATE OF FLORIDA
COUNTY OF martin

The foregoing instrument was acknowledged before me on Feb. 18, 2014, by Joan Roehm, as Secretary of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal



[Signature]
Notary Public



RECORD RETURN TO:
Ross Earle & Bond PA
Post Office Box 2401, Stuart, Florida 34996

INSTR # 2331739
OR BK 02577 PG 2131
Pas 2131 - 2132 (2pas)
RECORDED 05/17/2012 04:03:04 PM
MARSHA EWING
CLERK OF MARTIN COUNTY FLORIDA
RECORDED BY S Phoenix

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED BYLAWS OF
KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.**

A Corporation Not-For-Profit Under
the Laws of the State of Florida

The Amended and Restated Bylaws for King Mountain Condominium Association, Inc. has been recorded in the public records of Martin County, Florida at Official Records Book 1081, Page 1343, et. seq. and amended at OR Book 2040, Page 2521, et. seq., OR Book 2329, Page 796, et. seq., OR Book 2365, Page 1637, et. seq., and OR Book 2446, Page 140, et. seq. King Mountain Condominium Association, Inc., by its duly authorized officers, hereby certifies that the Amendment to these Amended and Restated Bylaws was approved by the membership at their Members Meeting on March 3, 2012 and reconvened on April 24, 2012.

1. Article VIII, Section 1 is amended to read as follows:

ARTICLE VIII

FINANCE.

Section 1. The funds of the Association shall be deposited with such banks as shall be designated by the Board of Directors for that purpose, and money shall be withdrawn from them only by check or order signed by the President and the Treasurer; or any two (2) Directors; any one (1) Director and a member of the the Expense Oversight Committee (if there are not two (2) Directors in residence at the Condominium); or by two (2) members of the Expense Oversight Committee (if there are no Directors in residence at the Condominium). The Expense Oversight Committee shall be at least three (3) owners appointed by the Board to review expenses and sign checks during periods when there are not at least two (2) Directors in residence at the Condominium. Directors shall give consideration to members of the Finance Committee or the Budget Committee or past members of the Board when appointing members to the Expense Oversight Committee.

(The balance of Article VIII remains unchanged)

2. The foregoing amendment to the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. was adopted by the Membership Meeting held on March 3, 2012 and reconvened on April 24, 2012.
3. The adoption of this amendment appears upon the minutes of said meetings and is unrevoked.

4. All provisions of the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 8 day of MAY, 2012.

WITNESSES AS TO PRESIDENT:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

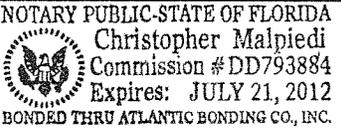
Cassy Price
Printed Name: Cassy Price

By: James Hensel
James Hensel, President

Gail Cost
Printed Name: Gail Cost

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledge before me on 5/8, 2012, by James Hensel as President of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal


[Signature]
Notary Public

WITNESSES AS TO SECRETARY:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

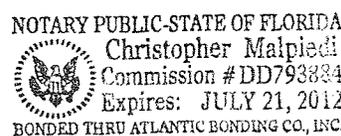
Cassy Price
Printed Name: Cassy Price

By: Joan B. Roehm
Joan B. Roehm, Secretary

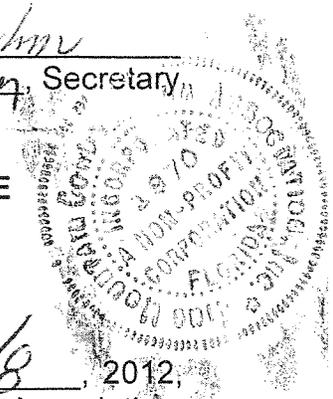
Gail Cost
Printed Name: Gail Cost

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledge before me on 5/8, 2012, by Joan Roehm, as Secretary of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal


[Signature]
Notary Public



**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED
BYLAWS OF
KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.**

A Corporation Not-For-Profit Under
the Laws of the State of Florida

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1. Article V, Section 1 is amended to read as follows:

**ARTICLE V
BOARD OF DIRECTORS**

Section 1. (a) The condominium property, the business and all affairs of the Association shall be managed under the direction of a Board of Directors comprised of seven (7) members, unless a lesser number is authorized at the Annual Meeting.

(b) To provide continuity of direction there shall be two (2) year staggered director terms. At each election following the approval of this amendment, Directors shall be elected for two (2) year terms. Directors may succeed themselves if elected. Any member or member's spouse may be elected a Director. Notwithstanding the foregoing, in order to achieve proportionate staggered terms, at the election to be held in 2011, five (5) Directors will be elected to the Board. The four (4) candidates receiving the highest number of votes shall be elected for two (2) year terms. The candidate receiving the least number of votes shall be elected for a one (1) year term. At each election thereafter, Directors shall be elected for two (2) year terms. In the event there is no election because the number of candidates does not exceed the number of vacancies, then the decision as to which Directors will be entitled to which initial term will be decided by lottery.

(The balance of Article V remains unchanged)

2. The foregoing amendment to the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. was adopted by a majority of the members at a Membership Meeting held on March 6, 2010.

3. The adoption of this amendment appears upon the minutes of said meeting and is unrevoked.

4. All provisions of the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 29 day of MARCH, 2010.

WITNESSES AS TO PRESIDENT:

[Signature]
Printed Name: Tom Priez

[Signature]
Printed Name: Gabe Todd

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

By: [Signature]
FYFE B. DOLLER, President

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledge before me on March 29, 2010, by FYFE B. DOLLER, as President of King Mountain Condominium Association, Inc. who is personally known to me, or who has produced identification [Type of Identification: _____].

NOTARY PUBLIC-STATE OF FLORIDA
Christopher Maitelli
Commission # DD793384
Expires: JULY 21, 2012
BONDED THRU ATLANTIC BONDING CO., INC.

[Signature]
Notary Public

WITNESSES AS TO SECRETARY:

[Signature]
Printed Name: Tom Priez

[Signature]
Printed Name: Gabe Todd

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

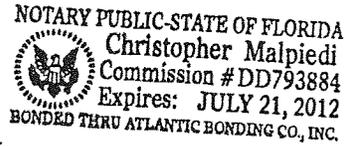
By: X [Signature]
Joseph Romano Secretary

CORPORATE SEAL

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledge before me on March 29, 2010,
by Joseph Romano, as Secretary of King Mountain Condominium Association,
Inc. [] who is personally known to me, or [] who has produced identification [Type of
Identification: _____].

Notarial Seal



[Signature]
Notary Public

Record and Return to:
ELIZABETH P. BONAN, ESQ.
Ross Earle & Bonan, P.A.
Post Office Box 2401
Stuart, Florida 34995

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED BYLAWS OF
KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.**

A Corporation Not-For-Profit Under
the Laws of the State of Florida

The Amended and Restated Bylaws for King Mountain Condominium Association, Inc. have been recorded in the public records of Martin County, Florida at Official Records Book 1081, Page 1343, et. seq. and amended at OR Book 2040, Page 2521, et. seq. and OR Book 2329, Page 796, et. seq. King Mountain Condominium Association, Inc., by its duly authorized officers, hereby certifies that this Amendment to these Bylaws was approved by the membership by written consent.

1. Article V is amended to read as follows:

**ARTICLE V
BOARD OF DIRECTORS**

Section 1. (a) The condominium property, the business and all affairs of the Association shall be managed under the direction of a Board of Directors comprised of seven (7) members, unless a lesser number is authorized at the Annual Meeting.

(b) To provide continuity of direction there shall be two (2) year staggered director terms. At each election following the approval of this amendment, Directors shall be elected for two (2) year terms. Directors may succeed themselves if elected. Any member or member's spouse may be elected a Director.

Section 2. If the office of any Director or Directors becomes vacant for any reason whatsoever, the majority of all remaining Directors shall choose a successor or successors, who shall hold office until expiration of the term.

(The balance of Article V remains unchanged)

2. The foregoing amendment to the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. was adopted by the membership by a vote sufficient for approval by written consent.

3. All provisions of the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 16 day of DECEMBER, 2008.

WITNESSES AS TO PRESIDENT:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

Jack Mullins
Printed Name: Jack Mullins

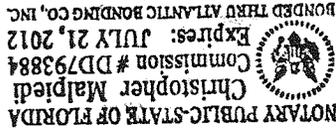
By: Juanita Locker
Juanita Locker, President

Tom Priez
Printed Name: Tom Priez

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledge before me on Dec. 16, 2008, by Juanita Locker, as President of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal



Christopher Malpiedi
Notary Public

WITNESSES AS TO SECRETARY:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

Jack Mullins
Printed Name: Jack Mullins

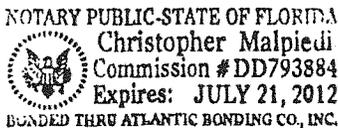
By: Ercola Sabadia
Ercola Sabadia, Secretary

Tom Priez
Printed Name: Tom Priez

STATE OF FLORIDA
COUNTY OF Martin

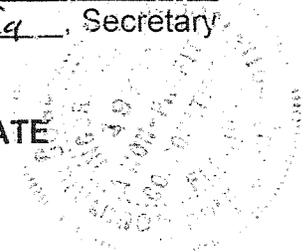
The foregoing instrument was acknowledge before me on Dec 16, 2008, by Ercola Sabadia, as Secretary of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal



Christopher Malpiedi
Notary Public

CORPORATE SEAL



**CERTIFICATE OF AMENDMENT
TO THE AMENDED AND RESTATED BYLAWS OF
KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.**

The Amended and Restated Bylaws of King Mountain Condominium Association, Inc. have been recorded in the public records of Martin County, Florida at Official Records Book 1081, Page 1343, et. seq. and amended at Official Records Book 2040, Page 2521, et. seq. The same Bylaws are hereby amended as approved by the Membership by written consent sufficient for approval.

1. Article X is amended to read as follows:

PARKING

At the time of the purchase of the member's unit, member was specifically assigned one open parking space. The Association shall have the right to assign and control all unassigned parking so long as Association does not interfere with, alter or change the previously made Developer's assignments. Parking spaces may be transferred and swapped only among the various unit owners, when submitted in writing to the Association, but every apartment must at all times have one parking space which belongs to it and is transferable at the time of the sale or transfer of the apartment. Maintenance of the parking area is declared to be a common expense, and the expenses incident to the same shall be divided among all of the unit owners as are other common expenses. Except as provided below, parking spaces are for passenger vehicles only (dimensions not to exceed 220 inches in length and/or 70 inches from top of roof to ground). Vehicles which are strictly prohibited are vehicles exceeding 220 inches in length and/or 70 inches from top of roof to ground, pick-up trucks, any vehicle with an open bed, trucks, motor homes, mopeds, motorcycles, all trailers, boats, and autos with portable roof top carriers.

(The remainder of the Amended and Restated Bylaws remain unchanged.)

2. The foregoing amendment to the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. was adopted by the membership by a written consent sufficient for approval
3. The adoption of this amendment is unrevoked.
4. All provisions of the Amended and Restated Bylaws of King Mountain Condominium Association, Inc. are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 5th day of May 2008.

WITNESSES AS TO PRESIDENT:

Ingrid Kretschmer
Printed Name: INGRID Kretschmer
Gale Todd

Printed Name: Gale Todd

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

By: Juanita Locker
JUANITA Locker President

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on 5/5, 2008, by JUANITA LOCKER as President of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal



Christopher Malpiedi
Commission #DD328146
Expires: Jul 21, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Ch Malpiedi
Notary Public

WITNESSES AS TO SECRETARY:

Ingrid Kretschmer
Printed Name: INGRID Kretschmer
Gale Todd

Printed Name: Gale Todd

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

By: Fyfe Dollar
Fyfe Dollar Secretary

CORPORATE

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on 5/5, 2008, by _____, as Secretary of King Mountain Condominium Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: _____].

Notarial Seal



Christopher Malpiedi
Commission #DD328146
Expires: Jul 21, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Ch Malpiedi
Notary Public

SEAL

B1



INSTR # 1858442
OR BK 02040 PG 2521
RECORDED 07/27/2005 08:01:43 AM
MARSHA EWING
CLERK OF MARTIN COUNTY FLORIDA
RECORDED BY T Copus (asst mgr)

Record and Return to:
Jane L. Cornett
Cornett, Gooze & Associates, P.A.
P.O. Box 66
Stuart, FL 34995

=====THIS SPACE FOR RECORDER'S USE=====

**AMENDMENT TO THE
AMENDED AND RESTATED BY-LAWS
OF
KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.**

The Amended and Restated By-Laws of King Mountain Condominium Association, Inc., have been recorded in the public records of Martin County, Florida at Official Records Book 1081, Page 1343 et.seq. The same Amended and Restated By-Laws are hereby amended as approved by the membership by at a meeting held on March 5, 2005.

- 1. Article IV, Section 5 and Article XI are amended as follows:

**ARTICLE IV
MEMBER MEETINGS**

Section 5. Votes shall be cast by ballot except when an owner decides to appoint a proxy. When a proxy is used by an owner, Limited proxies shall be used for votes taken to waive or reduce reserves; waive financial statement requirements; amend the Declaration; and amend the Articles of Incorporation or By-Laws. Only written ballots shall be used in the election of Board members. General proxies may be used for other matters for which limited proxies are not required and may also be used in voting for nonsubstantive changes to items for which a limited proxy is required and given.

**ARTICLE XI
AMENDMENT OF BY-LAWS**

These By-Laws may be amended with the approval of a majority of all condominium unit owners. Approval may be secured at any regular or special meeting of the Association through votes cast by written ballots in person, by proxy, or by mail ballots, or by written agreement or ballots without meeting. Written notice of the proposed changes or additions to these By-Laws shall be given to each member of the Association at least fourteen (14) days prior to the meeting at which approval of the proposed changes or alterations will be

considered. A copy of the proposed changes shall be included in the written notice. If no members meeting will be held, the results shall be tallied and announced at the next directors' meeting which shall be held at least fourteen (14) days after the proposed changes and ballot are sent to all members.

Amendments may be proposed to all Association documents in the following manner:

(a) A written petition signed by fifteen percent (15%) of the general membership of the condominium setting forth the proposed change or addition, which petition shall be submitted in writing to the Board of Directors.

(b) May originate with any member of the Board of Directors. In either case above, the proposed amendment shall be submitted in writing to the Directors, who shall act upon the same within thirty (30) days of its presentment in writing to them. Within sixty (60) days after approval of the proposed amendment by five-seventh (5/7ths) of the Board of Directors in its original or altered form, the President of the Association shall call a special meeting of the general membership of the Association of the purpose of voting upon the proposal unless a general meeting is scheduled within ninety (90) days at which meeting the amendment can be presented or secure such other approval as authorized by the document proposed for amendment.

(c) Upon written request of a majority of all voting members, the President shall, upon receiving the request for an amendment, arrange a meeting between the Association's attorney and the leadership of the owners' group involved in a petition, to insure the proposed amendment is properly written, legal and defensible in court. If there are no changes to the amendment, it shall be recorded as presented. If there are any changes to the amendment, the President shall thereafter proceed as though the amendment or change had been approved by the board of directors by a five-sevenths (5/7ths) vote.

2. The foregoing amendment to the Amended and Restated By-Laws was adopted as approved by the membership by vote sufficient for approval at a meeting on March 5, 2005.

3. All provisions of the Amended and Restated By-Laws are herein confirmed and shall remain in full force and effect, except as specifically amended herein.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President and Secretary and its corporate seal affixed on July 18, 2005.

WITNESSES:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

James A. Hensel
Witness #1 Signature

By: Juanita Locker
Juanita Locker, President

JAMES A. HENSEL
Witness #1 Name Printed

Witness #2 Signature

Witness #2 Name Printed

James A. Hensel
Witness #1 Signature

By: Ingrid Kretschmer
Ingrid Kretschmer, Secretary

JAMES A. HENSEL
Witness #1 Name Printed

Elizabeth H. Compton
Witness #2 Signature

Corporate Seal:



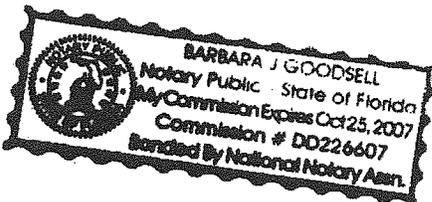
Elizabeth H. Compton
Witness #2 Name Printed

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on July 18, 2005 by Juanita Locker as President of King Mountain Condominium Association, Inc., [who is known to me, or [] who produced _____ as identification.

Barbara J Goodsell
NOTARY PUBLIC
Printed Name: BARBARA J Goodsell
Commission Expires: 10/25/07

Notarial Seal



James A. Hense
Witness #1 Signature

JAMES A. HENSE
Witness #1 Name Printed

Elizabeth H. Compton
Witness #2 Signature

ELIZABETH H. COMPTON
Witness #2 Name Printed

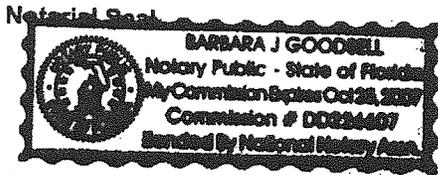
By: Ingrid Kretschmer
Ingrid Kretschmer, Secretary

Corporate Seal:

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on July 8, 2005 by Juanita Locker as President of King Mountain Condominium Association, Inc., [] who is known to me, or [] who produced _____ as identification.

Barbara J Goodsell
NOTARY PUBLIC
Printed Name: BARBARA J Goodsell
Commission Expires: 10/25/07

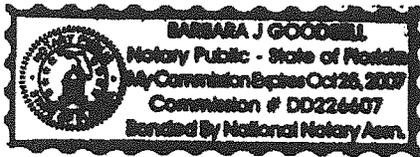


STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on March 5 2005, by Ingrid Kretschmer as Secretary of King Mountain Condominium Association, Inc., [] who is known to me, or [] who produced _____ as identification.

Barbara J Goodsell
NOTARY PUBLIC
Printed Name: BARBARA J Goodsell
Commission Expires: 10/25/07

Notarial Seal



01073235

94 JUL 18 PM 4:08

**AMENDED AND RESTATED
BY-LAWS OF KING MOUNTAIN
CONDOMINIUM ASSOCIATION, INC.**

The By-Laws of King Mountain Condominium Association, Inc., have been recorded in the Public Records of Martin County, Florida, at Official Records Book 325, Page 325. The same By-Laws are hereby amended and restated by vote sufficient for approval by the voting members at an annual meeting held March 5, 1994.

ARTICLE I.

NAME AND LOCATION.

Section 1. The name of this Association shall be KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC. DBA/MONTEREY YACHT AND COUNTRY CLUB.

Section 2. The principal office of the Association shall be in Martin County, Florida.

ARTICLE II.

GOVERNING DOCUMENTS.

These By-Laws, together with the Declaration of Condominium and Chapter 718, Chapter 617, Florida Statutes and all amendments together with rules and regulations passed by the Association, shall govern and control the Association.

ARTICLE III.

VOTING MEMBERS.

There shall be five hundred ten (510) voting members. Each unit shall have one voting member.

ARTICLE IV.

MEMBER MEETINGS.

Section 1. The Annual Meeting of the members of the Association shall be held on the First (1st) Saturday of March of each year at one o'clock P.M. in the Club House or at such other place or places as the Board of Directors may from time to time direct. Notice of Annual Meeting shall be given to each unit owners as required by Florida Law.

(a) At the annual meeting the members shall fill, by plurality vote and by written ballot, the vacancies created by the expiring terms of the Board of Directors. Each unit shall have one vote, to be cast in person, and by written ballot.

(b) A majority of the total number of members of the Association present in person or represented by proxy shall be necessary to constitute a quorum.

(c) When a quorum is present at any meeting, the vote of the majority of the members in person or represented by proxy shall decide any question brought before such meeting.

Section 2. At least fourteen (14) days before the election of Directors, a complete list of the members entitled to vote at said election shall be prepared by the Secretary.

Section 3. Special meetings of the members shall be called by the President, or the Secretary at the request in writing of a majority of the Board of Directors or at the request in writing of fifty percent (50%) of the membership of this Association. Such request shall state the purpose or purposes of the proposed meeting. All business transacted at such special meeting shall be confined to the subject stated in the Call and Notice of Meeting.

Section 4. Written notice of the Annual meeting and of special meetings shall be served upon or directed 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. Any appropriate method of service or delivery may be used. The foregoing requirements are not to be construed to prevent unit owners from waiving notice of meetings or from acting by written agreement without meeting.

B1
Section 5. Limited proxies shall be used for votes taken to waive or reduce reserves; waive financial statement requirements; amend the declaration; amend the Articles of Incorporation or By-Laws. Only written ballots shall be used in the election of Board members. General proxies may be used for other matters for which limited proxies are not required and may also be used in voting for nonsubstantive changes to items for which a limited proxy is required and given.

Section 6. (a) If quorum shall not be present or represented at any properly called meeting, the Members entitled to vote, present in person or represented by proxy, shall have the power to adjourn the meeting until another meeting date set at the time of adjournment, which date in no case shall be more than thirty (30) days after the original meeting. At the second meeting no quorum, as above defined shall be necessary in order to transact business. At such adjourned meeting which subsequently meets pursuant to notice given at the time of adjournment, any business may be transacted which might have been transacted at the meeting as originally notified.

(b) It shall be necessary, however, fourteen (14) days prior to the meeting date designated at the time of adjournment, that all members be notified as provided in Section 2 of this Article of the date, time and purpose of the meeting, and that it is being called pursuant to this Section.

Section 7. Limited proxies or ballots shall be signed by member and bear a date not more than thirty (30) days prior in time to date of meeting. All proxies and ballots shall be filed with the Secretary prior to the meeting at which the same are to be used. If two or more condominium units are joined together by one owner as one large condominium living unit, such owner shall have one vote for each condominium unit so joined, and should such joined condominium units thereafter be separated, one vote shall go with each separate unit.

Section 8. The transfer book of the Association shall be closed for a period of fourteen (14) days against any transfer immediately preceding any member meeting, and only those owners properly registered therein shall be entitled to vote at said meeting. The transfer book shall again be reopened after said meeting has been finally adjourned.

Section 9. NOMINATION AND ELECTION:

(a) The directors of the Board shall be elected by written ballot.

(b) Not less than sixty (60) days before the annual meeting, the Association shall mail or deliver, whether by separate Association mailing or included in another Association mailing or delivery including regularly published news letters; to each unit owner entitled to vote, a first notice of the date of the election.

(c) Upon request of a candidate, the Association shall include in the notice of the meeting an information sheet, no larger than a 8 1/2 inches by 11 inches, which must be furnished by the candidate not less than thirty-five (35) days before the election, to be included with the mailing of the ballot. However, the Association has no liability for the contents of the information sheets prepared by the candidates.

(d) The board shall hold a meeting within five (5) days after the deadline for a candidate to provide notice to the Association of intent to run. At this meeting, the board shall accept additional nominations. Any unit owner or, other eligible person, may nominate himself or may nominate another unit owner or eligible person, providing permission has been given in writing.

(e) Not less than thirty (30) days before the election meeting, the Association shall then mail or deliver a second notice of the election meeting to all unit owners entitled to vote therein, together with a ballot which shall list all candidates.

(f) Elections shall be decided by a plurality of those ballots cast. There shall be no quorum requirement; however, at least 20 percent of the eligible voters must cast a ballot in order to have a valid election of members of the Board of Directors.

(g) No unit owner shall permit any other person to vote his ballots, and any such ballots improperly cast shall be deemed invalid. A unit owner who needs assistance in casting the ballot may obtain assistance in casting the ballot.

(h) The regular election shall occur on the date of the annual meeting.

(i) Notwithstanding the provisions of this paragraph, an election and balloting are not required unless more candidates file notices of intent to run or are nominated than vacancies exist on the Board of Directors.

ARTICLE V. **B3**

BOARD OF DIRECTORS.

Section 1. (a) The condominium property, the business and all affairs of the Association shall be managed under the direction of a Board of Directors comprised of seven (7) members, unless a lesser number is authorized at the Annual Meeting.

(b) To provide continuity of direction there shall be three (3) classes of Directors. Each director of each class shall be elected for a three-year term. There is one class of two for 1991 and thereafter, one class of two for 1992 and thereafter, and one class of three for 1993 and thereafter. Directors may succeed themselves if elected. Any member or member's spouse may be elected a Director.

Section 2. If the office of any Director or Directors becomes vacant for any reason whatsoever, the majority of all remaining Directors shall choose a successor or successors, who shall hold office until the next Annual Meeting. Such unexpired term or terms of each class are to be filled by election at the next Annual Meeting. Candidates for the unexpired term or terms of each class must stand for and be elected to each class separately from the expired class to be elected at the Annual Meeting.

Section 3. The Annual Meeting of the Board of Directors shall be held immediately following the adjournment of the annual meeting at the same location as the members' meeting.

Section 4. Regular Meetings of the Board of Directors to be held at King Mountain Condominium Assoc. are called by the President, and in the absence of the President by the Vice-President or by the full membership of the Board. Notice must be posted forty-eight (48) hours prior to the meeting. Emergency meetings may be called at any time and place with a quorum of directors present.

Section 5. A majority of the authorized number of Directors shall be necessary to constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. Every act or decision done or made by a majority of the Directors present at the meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number be required by law. The Board may designate from among its members an Executive Committee to act for the Board as provided for in Florida Statutes 617.0825 during any period a quorum cannot be constituted.

Section 6. The Directors shall elect the officers of the Association at the Annual Board Meeting, for a one (1) year term, such officers to be a President, a Vice President, a Secretary and a Treasurer, or a Secretary-Treasurer. All officers must be directors. An officer may be removed at any time by a 5/7ths vote of the full Board of Directors with or without cause and with or without notice.

Section 7. As is set forth in Section 1, all of the affairs of the Association shall be managed by the Board of Directors and, accordingly, all powers and duties shall center therein. The Board shall among other duties, carry out the following:

(1) Make rules and regulations respecting the use of the condominium property;

(2) Interview, investigate, approve or disapprove of proposed purchasers and lessees of condominium units.

(3) Make and collect assessments from the members and expend said assessments for maintenance, insurance, taxes, utility services for common elements, for the repair and operation of the condominium property or for such other purposes as shall fall within the general powers of the Board of Directors and collect rent referred to under Article III of the Lease and remit the same to the Lessor, to assess for and collect expenses for utilities, supplies, fees, taxes, or services provided to, consumed by, utilized by, taxed to, or billed on the basis of the individual units and/or unit occupants which expenses may be billed to and collected by the Association and remitted to such purveyors, suppliers or taxing authorities for such authorities convenience. Said expense shall include, but not be limited to water, sewer, trash removal, cable TV, recreational lease payments, State of Florida annual condominium fee and any other charges which may be directly attributable to the units on an individual basis.

(4) Enter contracts on behalf of the condominium to employ necessary personnel and carry out all functions and purposes of the condominium.

(5) Satisfy all liens against the condominium property, and pay necessary expenses connected therewith.

Section 8. No fee or other compensation shall be paid to any member of the Board of Directors at any time.

Section 9. A member of the Board of Directors may be removed from office at any time during his term, either with or without cause, by a vote at a regular or special meeting of the members by a majority of the total membership of the condominium, or according to 718.112 of the Florida Statutes.

ARTICLE VI.

DUTIES OF OFFICERS

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Section 1. The President shall be the executive officer of the Association and shall preside at all meetings of the members and Directors. The President shall be the ex-officio member of all standing committees and shall have general and active management of the business of the Association, and shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall sign all contracts of the Association. Additional powers of the President may from time to time be designated by the Board of Directors.

Section 2. The Vice-President, in the absence of or because of the disability of the President, shall perform the duties and exercise the powers of the President, and shall perform such other duties as the Board of Directors may prescribe.

Section 3. The Secretary shall attend all sessions of the Board of Directors and all meetings of the members, and report all votes and the minutes of all proceedings in a book to be kept for that purpose, and shall perform like duties for standing committees when required. He shall give, or cause to be given, notice of all meetings of the members and special meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board or the President under whose supervision he shall be. He shall keep in safe custody the seal of the Association, and, when authorized by the Directors, affix the same to any instrument requiring it and when so affixed it shall be attested by his signature. The Secretary shall also perform all other duties as are incident to his office.

Section 4. The Treasurer shall be responsible for the custody of the corporate funds and securities and be responsible for the full and accurate account of the receipts and disbursements in books belonging to the Association. He shall be responsible for the deposit of all monies and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Board of Directors. He shall be responsible for the disbursement of the funds of the Association as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors at the regular meetings of the Board or, whenever they may require, an account of all transactions as Treasurer and of the final condition of the Association.

ARTICLE VII.

INDEMNIFICATION OF DIRECTORS, OFFICERS, FINANCE COMMITTEE MEMBERS, AND EMPLOYEES

Section 1. The Association shall indemnify and reimburse any present or former Director, officer, finance committee member, or employee, or former Director or employee of the Association, or any person who may have served these positions at its request, against expenses actually and necessarily incurred by him in connection with the defense of any action, any suit or proceeding in which he is made a party, except in relation to matters in which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such rights of indemnification, and reimbursement shall not be deemed exclusive of any rights to which such Director, officer, finance committee member, or employee may be entitled under any By-Laws, agreement, vote of owners of condominium units or otherwise. The Association shall not purchase liability insurance for this purpose.

FINANCE.

ARTICLE VIII.

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Section 1. The funds of the Association shall be deposited with such banks as shall be designated by the Board of Directors for that purpose, and money shall be withdrawn therefrom only upon check or order signed by the President and the Treasurer, or any two (2) Directors.

Section 2. The fiscal and accounting year of this Association shall be fixed by resolution of the Board of Directors of this Association. In the absence of specific designation by the Board the accounting and fiscal year of the Association shall be deemed to begin January 1st of each year and end December 31st of the same year.

Section 3. BUDGET (a) The Directors shall adopt a budget for each fiscal year of the Association. Such budget will contain estimates of the cost of operating the Association during such fiscal year and shall include rental payments for the Ground Lease Underlying Recreation Area, as modified. All expenses incident to the leased property, and shall include all Common Expense items as may be set forth in the declaration. All other expenses items, although not designated as a common expenses which insure to and benefit all owners equally shall be assessed and charged to the owners as though it were a common expense. All expense billed or taxed on the basis of the individual units and/or unit occupants which expense may be billed to and collected by the Association, shall not be considered common expenses for the purpose of the budget. Also, the Directors shall determine what assessment, if any, will be required for improvements, capital expenditures, or other operations.

(b) A copy of the proposed budget shall be submitted by the Board of Directors to each member on or before the fifteenth day prior to the end of the fiscal year. Any changes in the budget shall be forwarded to each member as the budget is amended.

(c) The Board shall approve the annual budget and the charges to be assessed against each unit for the fiscal year. The annual assessment may be paid monthly in advance and shall be subject to acceleration for the full annual assessment if the unit owner is more than thirty (30) days delinquent for any monthly payment. The first assessment payment shall be made on a prorated basis where proper, upon receipt by the unit owner of his deed to his condominium unit. In event of a failure on the part of a unit owner to pay the assessment within the time herein specified such shall constitute a default hereunder and the Board of Directors shall take appropriate measures as may be allowable by law.

Section 4. The books of record of the Association shall be audited each year by a firm of certified public accountants and copies of the Annual audit of the Association be available for perusal no later than seventy-five (75) days after the end of the fiscal year by Unit Owners in the Association Office, unless waived by the owners.

Section 5. All officers, Directors or employees who are responsible for the Association's funds shall be bonded at the expense of the Association.

Section 6. FINANCE COMMITTEE There shall be a Finance committee to advise the Board of Directors concerning the formation, accumulation, safe-guarding and disposition of restricted Capital and Reserve Funds. The Finance Committee, when required by the Board, will develop long range financial planning including adequate reserves formation, cash requirements forecasting, and similar functions affecting restricted Capital and Reserve Funds. The Finance Committee will, when required by the Board, review and comment on utilization and disposition of non-operating funds.

The Finance Committee shall be a Standing Committee to be appointed by and responsible to the Board as a whole, and shall be limited in number to seven members, all or whom shall be owners or owner's spouses. There shall be three classes of members, their terms to expire on March 31st annually. Except for 1989 and 1990, each member will serve for a three year term. Classes follow:

Class A - 1 year term - 1989-1990 Three members
Class B - 2 year term - 1989-1991 Two members
Class C - 3 year term - 1989-1992 Two members

The Finance Committee will elect its own Chairperson and determine the rules under which it will operate. A member of the committee may be removed by a majority vote of the Board. Should a member resign or be removed, the Board shall appoint a new member to fill the unexpired term for the class in which the vacancy occurs.

ARTICLE IX

MAINTENANCE AND REPAIRS OF CONDOMINIUM PROPERTY

Section 1. Access: Any officer of the Association or any agent of the Board of Directors shall have the irrevocable right, during reasonable hours and at any time during an emergency, to have access to each unit for necessary inspection, maintenance, repairs or replacement of the common elements or limited common elements, either therein or accessible therefrom.

Section 2. In order to preserve a uniform and homogenous outside appearance, there shall be no alterations, changes, additions or other modification, either permanent or temporary in any manner whatsoever to the exterior of the building, by any unit owner, nor shall said unit owner make any alterations to the portions of the improvement to the condominium which are maintained by the Association or remove any portion thereof, or make any additions thereto or do any work which would jeopardize the safety or soundness of the building containing his unit, or impair any easement or violate any restrictions, without first having the approval of two thirds of all of the owners of the condominium apartment in writing. This provision shall include prohibition against sun shutters.

B2 ARTICLE X

PARKING

At the time of the purchase of the member's unit, member was specifically assigned one open parking space. The Association shall have the right to assign and control all unassigned parking so long as Association does not interfere with, alter or change the previously made Developer's assignments. Parking spaces may be transferred and swapped only among the various unit owners, but every apartment must at all times have one parking space which belongs to it and is transferrable at the time of the sale or transfer of the apartment. Maintenance of the parking area is declared to be a common expense and the expenses incident to the same shall be divided among all of the unit owners as are other common expenses. Parking spaces are for passenger automobiles only (dimensions not to exceed 220 inches in length and/or 53 inches from top of door opening to ground). This would include all vans, mini-vans, recreational vehicles, multi-purpose vehicles, all purpose vehicles (notwithstanding their state motor vehicles registration as a station wagon), trucks, motor homes, mopeds, motorcycles, all trailers, boats, and autos with portable roof top carriers.

ARTICLE XI

AMENDMENT OF BY-LAWS AND DECLARATION OF CONDOMINIUM

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The Declaration of Condominium and these By-Law may be amended by a majority vote of all voting members and may be proposed in the following manner:

(a) A written petition signed by fifteen percent (15%) of the general membership of the condominium setting forth the proposed change or addition, which petition shall be submitted in writing to the Board of Directors.

(b) May originate with any member of the Board of Directors. In either case, the proposed amendment shall be submitted in writing to the Directors, who shall act upon the same within thirty (30) days of its presentment in writing to them. Within sixty (60) days after approval of the proposed amendment by five-seventh (5/7ths) of the Board of Directors in its original or in an altered form, the President of the Association shall call a special meeting of the general membership of the Association of the purpose of voting upon the proposal unless a general meeting is scheduled within ninety (90) days at which meeting the amendment can be presented.

(c) Upon written request of fifty percent (50%) of all voting members, the President shall, upon receiving the request for a special meeting, thereafter proceed as though the amendment or change had been approved by the Directors by a five-sevenths (5/7ths) vote.

The amendment shall be executed for recording purposes only by the President and Secretary of the Condominium Association.

ARTICLE XII

PARLIAMENTARY PROCEDURE

The Association, at all its meetings shall be governed by Roberts Rules of Order as to procedure and order, unless otherwise directed or required by these By-Laws, the Declaration of Condominium, or the laws of the State of Florida.

1. The foregoing Amended and Restated By-Laws of King Mountain Condominium Association, Inc. were adopted by vote sufficient for approval by the voting members at a meeting held on March, 5, 1994.

2. The adoption of these Amended and Restated By-Laws appear upon the minutes of said meeting and is unrevoked.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 14th day of July, 1994.

WITNESSES:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

Debra Ann Amann
witness #1 name printed: Debra Ann Amann

By: Lyle Green
Lyle Green, President

Christine Livio
witness #2 name printed: Christine Livio

By: Joyce Hickman
Joyce Hickman, Secretary

SEAL

State of Florida
County of Martin

The foregoing instrument was acknowledged before me this 14th day of July, 1994, by Lyle Green, as President and Joyce Hickman, as Secretary of King Mountain Condominium Association, Inc., who are personally known to notary or produced _____ as identification and who did [] or [x] did not take an oath.

Christine Livio
Notary Public/print name: Christine Livio
notary stamp:

OFFICIAL NOTARY SEAL
CHRISTINE LIVIO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC365014
MY COMMISSION EXP. APR. 17, 1998

CERTIFICATE

King Mountain Condominium Association, Inc., by its duly authorized officers, hereby certifies that the Amended and Restated By-Laws of King Mountain Condominium Association, Inc., a copy of which is attached hereto, was duly and regularly adopted by the voting members by vote sufficient for approval at the annual meeting held on March 5, 1994.

EXECUTED this 14th day of July, 1994.

WITNESSES:

KING MOUNTAIN CONDOMINIUM ASSOCIATION, INC.

Debra Ann Amann
witness #1 name printed: Debra Ann Amann

By: Lyle Green
Lyle Green, President

Christine Livio
witness #2 name printed: Christine Livio

By: Joyce Hickman
Joyce Hickman, Secretary

SEAL

State of Florida
County of Martin

The foregoing instrument was acknowledged before me this 14th day of July, 1994, by Lyle Green, as President and Joyce Hickman, as Secretary of King Mountain Condominium Association, Inc., who are personally known to notary or produced _____ as identification and who did [] or [X] did not take an oath.

Christine Livio
Notary Public/print name: Christine Livio
notary stamp:

OFFICIAL NOTARY SEAL
CHRISTINE LIVIO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC365014
MY COMMISSION EXP. APR. 17, 1998

This Instrument prepared by and return to:
Wackeen, Cornett & Googe, P.A.
401 East Osceola Street
Stuart, FL 34994

