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CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC.

ARTICLE I. NAME AND LOCATION

Section 1. The name of this corporation shall be CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC.

Section 2. Its principal place of business shall be 401 Briny Avenue, Pompano Beach, Florida.

ARTICLE II. PURPOSE

Section 1. This corporation has been organized as a non-profit corporation pursuant to the provisions of Chapter 617 Florida Statutes for the purpose of operating and managing CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS pursuant to the provisions of Chapter 711 Florida Statutes 1963, as amended. The condominium to be operated and managed by this corporation shall be located upon the following described lands in Broward County, Florida:

Those certain lands as fully set forth in the Declaration of Condominium of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS.

Section 2. CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC. was duly incorporated in the Office of the Secretary of State of the State of Florida on November 4, 1970.

ARTICLE III. MEMBERS

Section 1. All of the owners of condominium units shall be members of this corporation. Upon recording of a deed or other instrument establishing a change of record title to a condominium unit in the condominium, and the delivery to the corporation of a certified copy of said instrument, the new owner designated by said instrument shall become a member of the corporation, and the membership of the prior owner shall be thereby terminated.

Section 2. The owners of individual condominium units shall be entitled to a vote in the affairs of the corporation equal to one vote for each condominium unit owned.

If a unit 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 a 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 this corporation. If a unit is owned by a corporation, the person entitled to cast a vote for the unit

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shall be designated by a certificate signed by the President or Vice President and attested by the Secretary or Assistant Secretary of the corporation and filed with the Secretary of this corporation. Such certificate shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the unit concerned.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 a 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 requirement for a quorum nor for any other purpose.

Section 3. No other person or legal entity may be a member of the corporation or vote in its affairs.

ARTICLE IV. MEMBERS MEETINGS

Section 1. The annual meeting of the members shall be held at 2:00 p.m. Eastern Standard Time on the first Wednesday in March of each year at the principal office of the corporation or at such other place as may be set forth in the Notice of said meeting in Pompano Beach, Florida. At such meeting the members shall elect directors to serve until the next annual meeting of the members, or until their successors shall be duly elected and qualified, and for such other business as may be authorized to be transacted by the members.

The first annual meeting of the members shall be held on the first Wednesday in March of 1972. The holding of the first annual meeting of the members may be accelerated if, in the opinion of the developer, CHRISTOPHER HOUSE, INC., there is a sufficient number of members available to hold said meeting.

Section 2. A special meeting of the members to be held at the same place as the annual meeting, or such other place in Pompano Beach, Florida, as may be set forth in the Notice of said meeting, may be called at any time by the President or in his absence, by the Vice President, or by a majority of the Board of Directors. It shall be the duty of the Directors, President, or Vice President to call such a meeting whenever so requested by members holding thirty-three per cent (33%) or more of the voting rights of the corporation.

Section 3. Notice of the time and place of all annual and special meetings shall be mailed by the President or Vice President or Secretary to each member not less than ten (10) days prior to the date of said meeting, to the address of said member as it appears upon the books of the corporation. A certificate of the officer mailing said notice shall be prima facie proof that said notice was given.

Section 4. The President, or in his absence, the Vice President, shall preside at all annual or special meetings of the members.

Section 5. A quorum for members meetings shall consist of persons entitled to cast fifty-one per cent (51%) of the votes of the entire

membership. In the event that a quorum is not present, the members present at any meeting, though less than a quorum, may adjourn the meeting to a future date.

The execution by any member of a copy of the Minutes shall constitute the presence of such member for the purpose of determining a quorum, and for the further purpose of validating all of the actions taken at said meeting.

Section 6. Votes may be cast in person or by proxy. All proxies shall be in writing and shall be filed with the Secretary and entered of record in the Minutes of the meeting. No proxy shall be valid unless the same is executed by all members owning any interest in the individual condominium unit.

Section 7. Annual or special meetings of the members may be held at any time or place without notice, with the written consent of the members.

Section 8. The order of business at all meetings of the members of the corporation where applicable shall be as follows:

- (a) Election of chairman of the meeting.
- (b) Calling of the roll and certifying of proxies.
- (c) Proof of notice of meeting or waiver of notice.
- (d) Reading and disposal of any unapproved minutes.
- (e) Reports of officers.
- (f) Reports of committees.
- (g) Election of inspectors of election.
- (h) Election of directors.
- (i) Unfinished business.
- (j) New business.

Section 9. The affairs of the corporation proceedings shall be conducted in accordance with Roberts Rules of Order when not otherwise in conflict with the Articles of Incorporation and By-laws of the corporation, or with the Statutes of the State of Florida, or the Declaration of Condominium.

ARTICLE V. DIRECTORS

Section 1. The business and affairs of the corporation shall be managed by a Board of Directors who shall be elected by the members. Said Board of Directors shall consist of not less than three (3) persons nor more than nine (9) persons. The exact number of directors is to be set at the annual meeting prior to the election of said directors. The developer, CHRISTOPHER HOUSE, INC., shall have the right to elect a majority of the members of the Board of Directors of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC. until such time as 100% of the individual units have been sold to other owners, said right to elect a majority of the members of the Board of Directors shall, in any event, expire two (2) years from the date of the recording of the Declaration of Condominium. Directors elected by CHRISTOPHER HOUSE, INC. shall have the right to serve until the next annual meeting and until their successors have been duly elected and qualified, even though the percentage set forth above has been reached during the year prior to the holding of said annual meeting. This shall not modify the voting rights of CHRISTOPHER HOUSE, INC. as to any unsold apartment units.

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It shall not be necessary for a member of the Board of Directors to be the owner of an individual condominium unit if elected by CHRISTOPHER HOUSE, INC. as provided above. It shall be necessary for any other member of the Board of Directors to also be the owner of an individual condominium unit or an officer of any corporation owning an individual condominium unit or the trustee of a trust owning an individual condominium unit.

Section 2. The original members of the Board of Directors shall be those elected at the first meeting of the members of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC. by CHRISTOPHER HOUSE, INC. who shall hold office until the first annual meeting of the members. At the first annual meeting of the members as specified in these By-laws and thereafter the directors shall be elected annually by the members and by CHRISTOPHER HOUSE, INC., where applicable, at said annual meeting and said directors shall serve until the next annual meeting or until their successors are duly elected and qualified or until they are removed in the manner elsewhere provided.

Section 3. In the event of a vacancy occurring in the Board of Directors for any reason whatsoever, prior to the first annual meeting of the members, the remaining directors shall elect a person of legal age to serve as a director for the unexpired portion of the term of the former director. In the event of a vacancy occurring in the Board of Directors for any reason whatsoever after the first annual meeting of the members, the remaining directors shall elect one of the members to serve as a director for the unexpired portion of the term of the former director. If the vacancy is brought about by resignation or other reason of a member of the Board of Directors who has been elected by CHRISTOPHER HOUSE, INC. prior to the time when the members elect all of the directors, then in that event CHRISTOPHER HOUSE, INC. shall have the right to fill said vacancy in accordance with the provisions of these By-laws.

Section 4. After the first annual meeting of the members, a director may be removed from office with or without cause by a majority of the owners at any regular or special meeting duly called. At said meeting a successor may then and there be elected to fill the vacancy thus created. Any director whose removal has been proposed by the members shall be given an opportunity to be heard at the meeting, provided, however, that no director elected by CHRISTOPHER HOUSE, INC. shall be removed without its written consent so long as it has the right to elect directors in accordance with these By-laws.

Section 5. No compensation shall be paid to directors for their services as directors. Compensation may be paid to a director in his or her capacity as an officer or employee or for other services rendered to the corporation outside of his or her duties as a director. In this case, however, said compensation must be approved in advance by the Board of Directors and the director to receive said compensation shall not be permitted to vote on said compensation. The directors shall have the right to set and pay all salaries or compensation to be paid to officers, employees or agents or attorneys for services rendered to the corporation.

Section 6. The first meeting of a newly elected Board of Directors shall be held within ten (10) days of election at such place as shall

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be fixed by the directors at the meeting at which such directors were elected, and no notice shall be necessary to the newly elected directors in order legally to constitute such meeting, providing a majority of the whole board shall be present.

Section 7. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the directors. Notice of such regular meetings of the Board of Directors shall be given to each director personally or by mail, telephone or telegraph, at least five (5) days prior to the day named for such meeting.

The directors may establish a schedule of regular meetings to be held in the offices of the corporation and no notice shall be required to be sent to said directors of said regular meetings, once said schedule has been adopted.

Section 8. Special meetings of the Board of Directors may be called by the President on five (5) days' notice to each director, given personally or by mail, telephone or telegraph, which notice shall state the time, place (as hereinabove provided) and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of at least five (5) directors.

Section 9. Before or at any meeting of the Board of Directors, any director may, in writing, waive notice of such meeting, and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a director at any meeting of the board shall be a waiver of notice by him of the time and place thereof. If all the directors are present at any meeting of the board, no notice shall be required and any business may be transacted at such meeting.

Section 10. At all meetings of the Board of Directors, a majority of the directors shall constitute a quorum for the transaction of business, and the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If, at any meeting of the Board of Directors, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice. The President of the corporation shall act as chairman of the Board of Directors and he shall be entitled to vote as a member of the Board of Directors on all questions arising before the Board of Directors.

Section 11. The Board of Directors shall have all of the powers vested in it under common law, and pursuant to the provisions of Chapter 617 et seq., Florida Statutes, and Chapter 711, Florida Statutes 1963, as amended, together with any powers granted to it pursuant to the terms of the Articles of Incorporation of the corporation, and the condominium documents, subject only to such approval of the owners of the individual condominium units as may be required under these By-Laws, the Articles of Incorporation and the condominium documents.

Such powers shall include but shall not be limited to the following:

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A. Management and operation of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, a condominium.

B. To make and collect assessments from members for the purpose of operating and maintaining the condominium.

C. The maintenance, repair and replacement of the condominium property.

D. The reconstruction of improvements after any casualty, and the further improvement of the property.

E. The hiring and dismissal of any necessary personnel required to maintain the operate the condominium.

F. To make and amend regulations respecting the use of the property in the condominium, provided, however, that all such regulations and amendments thereto shall be approved by not less than 75% of the votes of the entire membership of the corporation before such shall become effective.

G. To approve or disapprove proposed purchasers, lessees and mortgagees of the apartment units in the manner as provided in the Declaration of Condominium.

H. To carry and pay the premium for such insurance as may be required for the protection of the owners of condominium units and the corporation against any casualty or any liability to third persons.

I. To employ a management agent at a compensation established by the Board of Directors and to delegate to said management agent such powers and duties as the board shall authorize except those as are specifically required to be exercised by the Board of Directors or the membership.

J. To enforce by legal means the provisions of the condominium documents, the Articles of Incorporation, the By-laws of the corporation and the regulations for the use of the property in the condominium.

K. To pay any taxes or special assessments against any condominium unit where the same are in default and to assess the same against the condominium unit, subject to said taxes and liens.

To pay any taxes or special assessments on any condominium units acquired by the corporation through the enforcement of any lien held by the corporation against said condominium unit.

L. To execute and accept any assignment of a ninety-nine (99) year lease on certain units to be utilized for guest parking and recreational areas for the owners of condominium units in CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS and to pay the rentals and other charges called for in said ninety-nine (99) year lease.

M. To acquire the title by foreclosure or by deed of conveyance to any condominium unit, provided, however, that the title to said unit and all appurtenances therewith shall be held in trust for the use and benefit of all of the owners of units in CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, a condominium.

ARTICLE VI. OFFICERS

Section 1. The principal officers of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer, all of whom shall be elected by and from the Board of Directors. The

directors may appoint an Assistant Treasurer and an Assistant Secretary and such other officers as in their judgment may be necessary. The office of the Secretary and Treasurer may be filled by the same person.

Section 2. The officers of the corporation shall be elected annually by the Board of Directors at the annual meeting of each new board and shall hold office until the next annual meeting of the Board of Directors or until their successors should be duly elected and qualified except as hereinafter provided.

Section 3. Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board of Directors called for such purpose.

Section 4. The President shall be the chief executive officer of the corporation. He shall preside at all meetings of the corporation and of the Board of Directors. He shall have all of the general powers and duties which are usually vested in the office of President of a corporation, including but not limited to, the power of appointing committees from among the members from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the corporation.

Section 5. The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Directors shall appoint some other member of the board to do so on an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Directors.

Section 6. The Secretary shall issue notice of all directors and member meetings and shall attend and keep the Minutes of the same; shall have charge of all corporate books, records and papers; shall be custodian of the corporate seal; shall attest with his signature and impress with the corporate seal all contracts or other documents required to be signed on behalf of the corporation and shall perform all such other duties as are incident to his office. The duties of the Assistant Secretary shall be the same as those of the Secretary in the absence of the Secretary.

Section 7. The Treasurer shall have the responsibility for corporation funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the corporation. He shall be responsible for the deposit of all monies and other valuable effects in the name and to the credit of the corporation in such depositories as may from time to time be designated by the Board of Directors. The duties of the Assistant Treasurer shall be the same as those of the Treasurer in the absence of the Treasurer.

Section 8. Any vacancy in the office of the President, Vice President, Treasurer, Assistant Treasurer, Secretary or Assistant Secretary or any other officer or employee for any reason whatsoever

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may be filled by the Board of Directors at any regular or special meeting which may elect a successor to the vacant office who shall hold office for the balance of the unexpired term.

ARTICLE VII. FINANCE

Section 1. The funds of the corporation shall be deposited in a bank in Broward County, Florida, and shall be withdrawn only upon the check or order of such officers, employees or agents as are designated by resolution by the Board of Directors from time to time.

Section 2. For accounting purposes, the corporation shall operate upon the calendar year beginning the first day of January and ending the 31st day of December each year.

Section 3. An audit of the accounts of the corporation shall be made annually by a certified public accountant and a copy of the report shall be furnished to each member not later than March 1st of the year following the year for which the report is made.

Section 4. The Board of Directors of the corporation shall maintain a set of books of account for the corporation which shall show all the receipts and expenditures of the corporation, all of which shall be considered as common expenses, which shall include the following specific accounts:

A. Individual Accounts. An individual account for each of the owners of units in the condominium, which account shall designate the name and address of the owner or owners, the amount of each assessment against the owners, the dates and amounts in which the assessments become due, the amounts paid upon the account and the balance due upon the assessments.

B. Current Expense, which shall include all receipts and expenditures to be made within the year for which the budget is made, including a reasonable allowance for contingencies and additional improvements. The balance in this fund at the end of each year shall be applied to reduce the assessments for current expense for the succeeding year, or may be refunded proportionately to each member.

C. Reserve for Deferred Maintenance, which shall include funds for maintenance items that occur less frequently than annually.

D. Reserve for Replacement, which shall include funds for repairs or replacement required because of damage, depreciation or obsolescence.

E. Expenditures, which shall include the funds to be used for capital expenditures for additional improvements or additional personal property that will be part of the common elements.

Section 5. The Board of Directors shall adopt a budget for each calendar year that shall include the estimated funds required to

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defray the common expense and to provide and maintain funds for the foregoing accounts and reserves according to good accounting practices, as follows:

A. Current Expense and Reserve for Deferred Maintenance. The amount to be budgeted by the Board of Directors for current expense and reserve for deferred maintenance shall not exceed 115% of the budget for this account for the prior year.

B. Reserve for Replacement and Expenditures: The amount adopted in the budget by the Board of Directors for reserve for replacement and expenditures which shall include the funds to be used for capital expenditures or for additional improvements or additional personal property that will be a part of the common elements, shall be considered as special assessments and shall not exceed the sum of \$100.00 per year per unit, unless the same has been approved by members owning at least 75% of the undivided interests in the common elements in CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, provided, however, that said budget and any assessment levied in connection therewith for reconstruction or repair under the provisions of Article X.G.5 of the Declaration of Condominium, shall not be subject to this restriction if it has been determined, as provided in this Declaration of Condominium, to repair or reconstruct said damage.

C. Provided, however, that the amount for each budgeted item may be increased over the foregoing limitations when approved by unit owners entitled to cast not less than 75% of the votes of the entire membership of the Association.

D. Copies of the budget and proposed assessments shall be transmitted to each member on or before December 1st 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.

Section 6. The Board of Directors shall require that a fidelity bond be obtained from all officers and employees of the corporation handling or responsible for corporation funds. The amount of such bond shall be determined by the Board of Directors, and the premiums on such bond shall be paid by the corporation as an item of general expense.

Section 7. All assessments paid by members of the corporation for the maintenance and operation of the condominium shall be utilized by the corporation for the purposes of said assessments. Any excess monies received from said assessments paid by any members shall be held by the corporation for the use and benefit of the members. Any surplus held by the corporation after the payment of expenses for maintaining and operating the limited and general common elements shall be considered as general surplus and held for the benefit of all of the members.

ARTICLE VIII. AMENDMENTS

Section 1. The Articles of Incorporation of the non-profit corporation may be amended by the members at a duly constituted

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meeting for such purpose, provided, however, that no amendment shall take effect unless approved by members representing at least 75% of the votes in the condominium as set forth in the Declaration of Condominium.

Section 2. These By-laws may be amended by the corporation at a duly constituted meeting for such purpose, provided, however, that no amendment shall take effect unless approved by members representing at least 75% of the votes in the condominium as set forth in the Declaration of Condominium.

Section 3. The Declaration of Condominium may be amended in accordance with the provisions of the Declaration of Condominium.

Section 4. No amendment to the Articles of Incorporation, the By-laws, or the Declaration of Condominium shall be valid without the written consent of 100% of the members as to any of the following: No amendment may be made which in any way changes the percentage of ownership owned by any member of a condominium parcel in the general common elements of the condominium, or which in any way changes or modifies the percentage of votes which may be cast by any member, or which in any way modifies the percentage of the assessments to be levied against any member for the operation and maintenance of the general common elements of the condominium, or which changes the location of a member's unit.

Section 5. Before any amendment shall be effective it shall also be approved by a majority of the members of the Board of Directors.

Section 6. Notice of the subject matter of any proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

Section 7. No amendment to the Articles of Incorporation or the By-laws of the corporation or the Declaration of Condominium shall be effective until the same has been recorded with the Clerk of the Circuit Court in Broward County, Florida.

Section 8. No amendment to the Articles of Incorporation, the By-laws of the corporation, or the Declaration of Condominium shall be effective without the written consent of CHRISTOPHER HOUSE, INC. so long as it retains the ownership of any condominium unit, provided, however, that in no event shall said period of time exceed two years from the recording of the Declaration of Condominium.

In addition to the foregoing, any proposed amendment to any of the documents described in the preceding paragraph must also be approved in writing by any institutional mortgagee holding a first mortgage against any of the condominium units in CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS.

Section 9. Prior to the first annual meeting of the members of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, a condominium, CHRISTOPHER HOUSE, INC. shall have the right to make changes in the Declaration

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of Condominium, By-laws, Certificate of Incorporation of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC., and any Exhibits thereto, including the Plat thereof, so long as such changes do not decrease a member's share of the general common elements or increase a member's percentage of the common expenses or ground rentals, or change or modify the percentage of votes which may be cast by any member, or change the location of the individual unit sold to a member, or substantially decrease the size of any unit.

The foregoing were duly adopted as the By-laws of CHRISTOPHER HOUSE CONDOMINIUM APARTMENTS, INC., being a corporation not for profit, under the laws of the State of Florida, at the first meeting of the Board of Directors on December 1, 1970.

Thomas E. O'Kane
President

Helen P. O'Kane
Secretary