

BY-LAWS OF  
MILE RUN EAST MASTER ASSOCIATION INC.

ARTICLE I

The name of the corporation is MILE RUN EAST MASTER ASSOCIATION INC. , a Florida Corporation, not for profit, hereinafter referred to as the "Association".

ARTICLE II

Definitions

Section 1. "ASSOCIATION" shall mean and refer to MILE RUN EAST MASTER ASSOCIATION INC.

Section 2. "COMMON AREAS" shall mean all real property and any improvements constructed thereon owned by the Association or any easement rights or interest for the use and enjoyment of the Owners.

Section 3. "DEVELOPER" shall mean and refer to G. W. ROBINSON BUILDERS, INC., a Florida corporation, its successors and assigns and G. W. ROBINSON, his heirs, successors and assigns.

Section 4. "LOT" shall mean any residential lot shown on the recorded subdivision plat of MILE RUN EAST in Alachua County, Florida and shall include all phases of the development as now recorded or as may be recorded in the future, as referred to herein with the exception of the common areas.

Section 5. "MAINTENANCE OF ASSOCIATION PROPERTY OR COMMON AREAS" shall mean the exercise of reasonable care to keep any landscaping, lighting, boundary walls, fountains and other related improvements and fixtures in a condition comparable to their original condition, normal wear and tear excepted. Maintenance of landscaping shall further mean the exercise of generally accepted garden-management practices necessary to promote a healthy, weed-free environment for optimum plant growth.

Further, to maintain, repair, replace, operate, and care for the common area, including but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands and wetland mitigation areas which are owned by the association or the owners in common.

Section 6. "OWNER" shall mean the record Owner, whether one or more persons, or entities, of a fee simple title to any lot or parcel which allows membership in the Association.

Section 7. VOTING RIGHTS shall be based on "one vote per lot" regardless of the number of owners of any particular lot.

ARTICLE III

Meetings of Owners

Section 1. Annual Meetings. The meeting shall be held in January of each year.

Section 2. Special Meetings. Special meetings of the owners may be called at any time by the President or by the Board of Directors, or upon written request of a majority of the owners who are entitled to vote.

Section 3. Notice of Meeting. Written notice of each meeting of owners shall be given, by the Secretary, by mailing a copy of such notice, at least ten (10) days before such meeting to each owner (one notice per lot) entitled to vote thereat, addressed to the owners' addresses last appearing on the books of the Association. Such notice shall specify the place, day and hour of the meeting.

Section 4. Quorum. The presence at the meeting of the owners entitled to cast votes, or of proxies entitled to cast votes, equal to fifty-one percent (51%) of all the owners.

Section 5. Vote Required. At every meeting of the owners, the Owner or Owners of each lot, either in person or by proxy, shall have the right to cast one vote per lot. The vote of the majority of the lots represented by owners present, in person or by proxy, shall decide any question brought before such meeting, unless the question is one upon which, by express provision of the Articles of Incorporation, or of these By-laws, a different vote is required, in which case such express provisions shall govern and control.

Section 6. Order of Business. The order of business at all annual or special meetings of the owners shall be as follows:

- A. Roll Call
- B. Proof of notice of meeting or waiver of notice
- C. Reading of minutes of previous meeting
- D. Reports of officers
- E. Reports of committees
- F. Election of officers or directors (if election is to be held)
- G. Unfinished business
- H. New business
- I. Adjournment

Section 7. Minutes. Minutes of all meetings shall be kept in a businesslike manner and be available for inspection by the owners and Directors at all reasonable times.

ARTICLE IV

Board of Directors: Selection - Term of Office

Section 1. Number. The affairs of this Association shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than five (5). Ownership of a lot is not required to hold office.

Section 2. Term of Office. Each member of the Board shall serve for a term of one (1) year until the next annual meeting, or until such time as his successor is chosen.

Section 3. Removal. Any director may be removed from the Board with or without cause, by a 2/3's vote of the members of the Association (1 vote per lot). In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board of Directors and he shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

#### ARTICLE V

##### Nomination and Election of Directors

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee as appointed by the President.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot.

#### ARTICLE VI

##### Meetings of Directors

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held every three months without notice, at such place and hour as may be fixed from time to time by resolution of the Board.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board. A Director may join in the action of a meeting of the Board by signing the minutes thereof.

Section 4. Action Without A Meeting. Any action required or permitted to be taken at a meeting of the Directors may be taken without a meeting if a consent in writing, specifically setting forth the action to be taken, shall be signed by all the Directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as the unanimous vote of Directors.

#### ARTICLE VII

##### Powers and Duties of the Board of Directors

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

A. Suspend the voting rights of a owner during any period in which such owner shall be in default in the payment of any assessment levied by the Association.

B. 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 By-laws, the Articles of Incorporation, or the Restrictions;

C. 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;

D. Employ a management company or an independent contractor as the Board deems necessary and to prescribe the duties to be undertaken and the compensation therefor, and authorize the purchase of necessary supplies and equipment and to enter into contracts with regard to the foregoing items or services;

E. Accept such other functions or duties with respect to the property hereunder, including Architectural Control, in addition to maintenance responsibilities, as are determined from time to time to be proper by the majority of the Board of Directors; and

F. Delegate to and contract for collection of the assessments of the Associations.

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

A. To cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the owners at the annual meeting of the owners;

B. To supervise all officers;

C. To fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period and to send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and in relation thereto, to establish the Annual Budget;

D. To foreclose the lien against any property for which assessments are not paid or to bring an action at law against the Owner personally obligated to pay the same, at the election of the Board of Directors;

E. To issue or cause to be issued by an appropriate officer 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;

F. To procure and maintain adequate liability insurance on property in which the Association has an interest, and such other insurance which in the opinion of a majority of the directors may be necessary or desirable for the Association;

G. To cause the common areas to be maintained and perform the duties imposed by the restrictive covenants.

#### ARTICLE VIII

##### Officers and Their Duties

Section 1. Enumeration of Officers. The officers of this Association shall be a president and vice president a secretary and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors which shall immediately follow the adjournment of each annual meeting of the owners.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year.

Section 4. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time.

Section 5. Vacancies. A vacancy in any office may be filled by appointment by a majority vote of the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 6. Duties. The duties of the officers are as follows:

A. President: The president shall preside at all meetings of the Board of Directors; shall sign all leases, deeds and other written instruments and shall sign all checks, and shall have all of the powers and duties which are usually vested in the office of the President of a corporation.

B. Vice President: The vice president shall act in the place and stead of the president in the event of his absence, inability or refusal to act.

C. Secretary: The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the owners.

D. Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors.

#### ARTICLE IX

##### Accounting Records; Fiscal Management

Section 1. The Association shall use the cash basis method of accounting and shall maintain accounting records in accordance with good accounting practices, which shall be open to inspection by Owners and Institutional Mortgagees or their respective authorized representatives at reasonable times. Such authorization by a representative of a Owner must be in writing and signed by the person giving the authorization and dated within sixty (60) days of the date of the inspection. Written summaries of the accounting records shall be available at least annually to the Owners.

Section 2. The Board shall adopt a Budget of the anticipated Operating Expenses of the Association for each forthcoming calendar year (the fiscal year of the Association being the calendar year).

Section 3. The Assessments shall be payable as provided by the Board.

Section 4. The depository of the Association shall be such bank or banks as shall be designated from time to time by the Board in which the monies of the Association shall be deposited.

Section 5. A report of the accounts of the Association shall be made annually and a copy of the report shall be furnished to each Owner no later than the first day of April of the year following the year for which the report is made. The report shall be deemed to be furnished to the owner upon its delivery or mailing to the Owner shown on the records of the Association at his last known address shown on the records of the Association. The holder, insurer or guarantor of a first mortgage upon any Lot in MILE RUN EAST shall be entitled, upon written request therefor, to receive financial statements of the Association for the prior fiscal year without charge.

#### 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 owner.

#### ARTICLE XI

##### Assessments

As more fully provided in the herein, each owner is obligated to pay to the Association annual and special assessments.

#### ARTICLE XII

##### Corporate Seal

The ASSOCIATION shall have a seal in circular form, having within its circumference the words: MILE RUN EAST MASTER ASSOCIATION INC., a Florida Corporation, not for profit, 1993.

### ARTICLE XIII

#### Amendments

Section 1. Requirements to Amend. For three years from the date of the sale of the first lot in the subdivision for which the association was created, these by-laws may be amended by the Developer. Thereafter these By-laws may be amended at a regular or special meeting of the owners by a vote of sixty-six percent (66%) of the owners present in person or by proxy (1 vote per lot), notwithstanding the provisions of Article III hereof.

Section 2. Control of Conflict. In the case of any conflict between the Articles of Incorporation and these By-laws, the Articles shall control.

### ARTICLE XIV

#### Miscellaneous

Section 1. Indemnification. Every director and officer of the Association, and every owner of the Association serving the Association at its request, shall be indemnified by the Association against all expenses, and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association or by reason of his serving or having served the Association at its request, whether or not he is a director or officer or is serving at the time the expenses or liabilities are incurred; provided that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, the indemnification shall apply only when the Board of Directors approves the settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to an not exclusive of all other rights or which that person may be entitled.

Section 2. Insurance. The Board of Directors may, but is not required to, elect to carry a policy of officers' and directors' liability insurance, insuring the officers and directors against any claim made against them whatsoever, except claim of willful negligence and misfeasance of office.

AMENDMENT TO THE BYLAWS OF  
MILE RUN EAST MASTER ASSOCIATION, INC.

Know all men by these presents that by vote of a quorum of the membership at its Annual Meeting conducted on 1/20/09, Article III, Section 4 of the Bylaws Of Mile Run East Master Association, Inc., is hereby amended to read as follows:

Section 4. The presence at the meeting of the owners entitled to cast votes, or of proxies entitled to cast votes, equal to twenty five percent (25%) of all the owners.

In witness whereof the undersigned, as President of Mile Run East Master Association, Inc., hereto sets his hand and seal this 19th of June, 2009.

Louise D. Emmert  
Witness **Louise D. Emmert**

James P. Sucher  
President of Mile Run East Master Association, Inc.

Judy C. Gookin  
Witness **Judy C. Gookin**

State Of Florida  
Count Of Alachua

Before me, the undersigned authority, personally appeared James P. Sucher, who identified himself to me by having displayed personally known and who did then and there acknowledge to and before me that he executed the foregoing instrument for the purposes expressed therein and swear to and subscribe same in my presence on the date last stated above.

Louise D. Emmert  
Notary Public **Louise D. Emmert**

