

BRINY BREEZES, INC.

**5000 North Ocean Blvd
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This printing includes revisions adopted by the Briny Breezes Stockholders
As Amended February 28, 2018

ARTICLE I

NAME AND OFFICE

SECTION 1.10: NAME: The name of this Corporation shall be Briny Breezes, Inc. (hereinafter referred to as the "Corporation") *(as amended 2/24/16)*

SECTION 1.20: OFFICE: The principal office of Briny Breezes, Inc. shall be located at the Town of Briny Breezes, Palm Beach County, Florida.

ARTICLE II

PURPOSE AND ORGANIZATION

SECTION 2.10: PURPOSE: The purpose of Briny Breezes, Inc., is to promote the general welfare of the people in Briny Breezes Park, and to own and operate a cooperative mobile home park hereinafter referred to as The Park.

SECTION 2.20: INCORPORATION: Briny Breezes, Inc. is a Florida Corporation approved March 1, 1960, by the Secretary of State of the State of Florida.

SECTION 2.30: BOARD OF DIRECTORS: The governing body of the Corporation shall be a Board of eight (8) directors, consisting of two (2) directors elected from each of the four (4) districts. A director shall be a stockholder for the corporation, and shall reside in the district from which he is elected. The Board of Directors shall elect officers of the Corporation specified in Section 2.40 from the membership of the Board as outlined in Section 4.20. The Board of Directors shall appoint the Executive Committee from the membership of their Board to carry on the ordinary business of the park, and such other matters as the Board of Directors direct.

SECTION 2.40: OFFICERS: The officers of the Corporation shall consist of a President, a First Vice-President, A Second Vice-President, A Secretary and a Treasurer.

SECTION 2.50: FISCAL YEAR: The Fiscal Year of the Corporation shall begin October 1st of each year and end September 30th.

ARTICLE III

GENERAL

SECTION 3.10: *(amended 2/28/18)*

The Board of Directors may approve clubs for the purpose of carrying on social and charitable activities that are not otherwise represented. Such approval must be

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documented in the minutes of a duly called Regular or Special Meeting of the Board of Directors each fiscal year.

1. All clubs authorized by the Board of Directors must first present a club charter that delineates its purpose, its operating procedures and a list of officers who are current stockholders (including at a minimum, a President and Treasurer) for review and approval by the Board of Directors
2. All such Briny Clubs must submit statements of income and expense receipts with a copy of their bank statement to the Corporation on a monthly basis to remain a Corporate-approved, Briny Breezes Club.

SECTION 3.20: BRINY BREEZES, INC. issues stock certificates for a designated number of shares in accordance with Section 8.15, together with Leases to individual mobile home sites in Briny Breezes Park, Palm Beach County, Florida. These By-Laws shall refer to the Stockholder-Lessees also as Members. There shall be no other stocks issued of the Corporation, except by an affirmative vote of sixty-seven (67) percent of the total number of shares outstanding of the Corporation.

SECTION 3.21: Any mobile or qualified modular home existing on a Mobile Home Site or to be placed on a Mobile Home Site in Briny Breezes must be held and/or titled in the same owner(s) names or in a single trust, as permitted in Section 3.70 of these By-Laws, that appear on the stock certificate and the proprietary lease for that Mobile Home Site. A copy of the title for a manufactured home or the ownership documents for a qualified modular home shall be furnished to the Corporation within thirty days of closing. In the event of subsequent changes in ownership, a copy of the new title or new ownership documents, as appropriate, must be furnished to the Corporation within 15 days of issue. All stockholders not in compliance with this By-Law on the date of its approval (2-28-18) must take action necessary within ninety (90) days from February 28, 2018 to change these documents to comply with the above provision (no grandfathering after this adjustment period which ends May 28, 2018). *(New Section 3.21 added 2/28/18)*

SECTION 3.24: NUISANCE / NO IMPROPER USE *(New Section 3.24 added 2/28/28)*
No improper, offensive, hazardous or unlawful use shall be made of the Corporate Property or any part thereof, or any Mobile Home Site or Mobile Home, or any portion of any of the foregoing, and all valid laws, zoning ordinances and regulations of all governmental bodies having jurisdiction thereover shall be observed. Violations of laws, orders, rules, regulations or requirements of any governmental agency having jurisdiction thereover, relating to any portion of the Corporate Property, Mobile Home Site, or Mobile Home, shall be corrected by, and at the sole expense of, the party obligated to maintain or repair such portion of the Corporate Property, Mobile Home Site, or Mobile Home, as elsewhere herein set forth and subject to the provisions of the Bylaws, Rules and Regulations and Leases of this Corporation. Notwithstanding the

foregoing and any provisions of the foregoing documents, the Corporation shall not be liable for its failure to enforce the provisions of this subsection. If the Corporation is responsible to maintain or repair such portion of the Corporate Property but the damage, violation, fine, fee, or cost was incurred by the negligent or intentional acts or omissions of the Shareholder, a Sub-Lessee, or the Shareholder's or Sublessee's family members, guests, invitees, or licensees, the Shareholder shall reimburse the Corporation all such related costs which shall become a Lien for Charges against the Lot and collectible in the same manner as any other carrying charge or assessment as outlined in Article XIII of the Bylaws of the Corporation. If Owner fails to discharge of his/her/their responsibilities; or address emergency situations with regard to any Lot, the Lien for Charges shall be of equal priority to, shall accrue interest and late fees, and shall be foreclosed in the same manner as the Common Expense lien, including the right to recover attorneys' fees, costs and expenses of collection.

No nuisances (as defined by the Corporation's Board from time to time) shall be allowed on the Corporate Property or on any Mobile Home Site or within or about any Mobile Home, nor shall any use or practice be allowed which is a source of annoyance to residents or occupants of Mobile Homes on Mobile Home Site or which interferes with the peaceful use or possession or proper use of the Corporate Property by its residents or occupants. The Board of Directors is hereby authorized to adopt additional rules and regulations regarding noise, including, but not limited to, regulations regarding the types of activities that are permitted, the level of noise that is permitted, and the hours during the day during which certain types of activities are permitted.

The Common Areas of the Corporation shall be used for the purpose of furnishing services and facilities as herein provided for the welfare and enjoyment of its residents and their guests. The Corporate property and the mobile home sites shall be used in accordance with all federal, state, and local laws and ordinances, and the Corporation's governing documents, and no use shall be permitted which will increase the Corporation's insurance rates or affect its insurability.

SECTION 3.25: COMPLAINTS - SETTLEMENTS OF DISPUTES: When a stockholder files a written complaint to the Board, by certified mail, the Board of Directors shall respond within 30 days of receipt.

In some instances shareholders are entitled to alternative dispute resolution as outlined in applicable Florida Statutes.

SECTION 3.30: BOUNDARIES OF DISTRICTS OF THE PARK:

DISTRICT I: Shall be the present Block 1 bounded by Briny Breezes Boulevard, Ruthmary Avenue, Old Ocean Boulevard and Highway A1A.

DISTRICT II: Shall be present Block 2, bounded by Ruthmary Avenue, Cordova Avenue, Old Ocean Boulevard and Highway A1A.

DISTRICT III: Shall be present Blocks 4 and 5 bounded by South Park property line, Flamingo Drive, Banyan Boulevard and Marineway.

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DISTRICT IV; Shall be present Blocks 6, 7 and 8, bounded by Flamingo Drive, Northpark property line, Banyan Boulevard and the Intracoastal Waterway.

3.40: BLOCK RESTRICTIONS:

Members, owning or maintaining pets may reside in Blocks One, Five, Six, Seven, Eight and that portion of District Three bounded by Dock Drive; Marineway, Flamingo Drive and Banyan Boulevard only. Pets must be on leash at all times when they are outside mobile home.

The above restrictions may only be changed by a vote of one hundred (100) percent of the Members in the section affected, and also by an affirmative vote of one hundred (100) percent of the Members of the Corporation.

SECTION 3.50: ASSOCIATE MEMBER: Leases or rentals by members shall first be approved by the Board of Directors or a committee appointed by the Board of Directors, the same as for General Membership. No new associate or honorary memberships will be issued to any person or persons.

SECTION 3.60: APPLICATIONS: Application for Membership in the Corporation shall be made in writing.

SECTION 3.65: APPROVAL OF APPLICATIONS *(as amended 2/22/17)*: Membership in the Corporation is at the option of the Board of Directors or by a Committee appointed by the Board of Directors and the Board reserves the right to approve or reject applications.

Any person 18 years or older who is a potential stockholder or will reside in Briny Breezes for 30 days or more in any 12 consecutive months must have a background check.

Criteria for Disapproving Membership and/or Residency Applications

1. Anyone who does not meet occupancy restrictions in Briny Corporate documents
2. Any person seeking approval (which shall include all proposed occupants) has been convicted of a felony.
3. Any prospective purchaser paying less than 35% cash with a 65% mortgage or greater from a banking or financial institution.
4. Anyone taking possession prior to approval.
5. Anyone who has a negative history of living in Briny as a renter or guest as documented by rule violations or police reports during the 5 years previous.
6. Anyone who does not submit required application or meet other requirements.
7. Any sale/transfer of a unit with outstanding assessments or uncured bylaws violations.

SECTION 3.70: LIMIT ON MEMBERSHIPS *(as amended 2/24/16)*

a. Number of Persons to Hold Title A lease to an individual mobile home site and the related stock certificate may not be held in the name of more than two (2) natural persons.

b. Prohibition on Entity Ownership Except for the Corporation or a Mortgagee taking title by foreclosure or deed in lieu of foreclosure, entities including but not limited to corporations, limited liability companies, partnerships, and corporate trusts, may not lease or own mobile sites nor be issued stock certificates. The foregoing shall not include trusts for estate planning purposes; however, such trusts are subject to the provisions of 3.70(c), below.

c. Limitation on Number of Mobile Home Sites and Stock Certificates No person, or permitted entity (other than the Corporation or a Mortgagee taking title by foreclosure or deed in lieu of foreclosure), may acquire or have any ownership interest or leasehold interest, directly or indirectly, jointly or individually, in more than two (2) mobile home sites operated by the Corporation and two (2) stock certificates including, without limitation, individually, jointly or through his or her spouse or domestic partner, through his or her parents, or children, a “straw man” or otherwise or a corporate entity as a partner, officer, director, shareholder, trustee, beneficiary or employee of any partnership, limited liability company, corporation, company, trust, or any type of entity owning any ownership interest in or to a unit, except that a person or permitted entity who as of the date this amendment is approved (February 25, 2015) holds more than two (2) stock certificates shall be permitted to continue holding same. By way of example, the foregoing shall be meant to include, but not be limited to spouses who each hold a lease and stock certificate in their individual names or in trust or other type of entity, in one (1) mobile home site. Each spouse shall be considered to hold an interest and control over two (2) units and neither shall be permitted title to a second unit. However, members residing in Districts One, Two and Three, and desiring to increase the land area for the placement of a single mobile home thereon, may acquire a maximum of up to four (4) stock certificates covering adjoining lots. Thereafter, said lots may not be transferred except as one unit. The foregoing shall not be construed as permitting ownership by entity but shall stand for the proposition that entities that owned units prior to the prohibition on such ownership are grandfathered and are not required to sell their stock certificates and/or mobile home sites. The foregoing shall not be interpreted to permit any new ownership of mobile home sites and stock certificates by entities (except for the Corporation or a Mortgagee taking title by foreclosure or deed in lieu of foreclosure) including but not limited to corporations, partnerships, trusts, and limited liability companies, but addresses mobile home sites and stock certificates already owned by entities prior to the date of this amendment. Entities (except for the Corporation or a Mortgagee taking title by foreclosure or deed in lieu of foreclosure) are prohibited from acquiring by purchase or otherwise title to stock certificates and/or mobile home sites. All Shareholders, no matter when title was acquired and all mobile home sites and the mobile homes thereon, shall be bound by the provisions

of Section 7.80 of these Bylaws, as amended from time to time, with regard to leasing or renting.

d. Exceptions

(i) A family acquiring more than two (2) mobile home sites and two (2) shares of stock through marriage or a member acquiring more than two (2) mobile home sites through devise or inheritance will be permitted to keep the additional mobile home sites and shares. Notwithstanding the provisions of this paragraph, all such Shareholders, mobile homes sites, and the mobile homes thereon, shall be bound by the provisions of Section 7.80 of these bylaws, as amended from time to time, with regard to leasing or renting.

(ii) An entity, including but not limited to a corporation, limited liability company, partnership, or trust may acquire mobile home sites and stock certificates in Briny Breezes, Inc. if they are purchasing, either individually or jointly with another entity or entities, one hundred percent (100%) of all of the outstanding shares of stock of the Corporation under an agreement with Briny Breezes, Inc. as approved by the stock holders in accordance with these By-Laws.

SECTION 3.80: TERMS OF LEASES: The Lease Agreements between Briny Breezes, Inc. and Stockholders for the use of designated mobile home sites by Members shall continue in force until the Stockholders of the whole Corporation, by an affirmative vote of sixty-seven (67) percent of the total number of shares outstanding of the corporation shall vote to dissolve the Corporation.

SECTION 3.90: SALES OF STOCK AND LEASE BY MEMBERS: A member may sell his Stock Certificate-Lease to any person approved by the Board of Directors for membership in the Corporation. Transfer of membership shall be effective upon surrender of said Stock Certificate-Lease to the Corporation, properly endorsed whereupon the Corporation shall issue a new Stock Certificate-Lease which shall be one instrument and they may not be sold or transferred separately. The Corporation may charge up to \$100 for administrative expenses for each such transfer of membership. *(as amended 2/24/16)*

ARTICLE IV

TERMS OF OFFICE OF DIRECTORS

SECTION 4.10: TERMS OF OFFICE OF DIRECTORS:

Eight (8) Directors shall be elected to operate the Corporation. Each Director shall be elected from the District in which they reside. Terms of office shall begin with the Annual Election, or with the election to fill an unexpired term, and shall end at the

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designated year, or until a successor has been elected. All Directors will be elected for a three (3) year term of office.

In order to maintain three (3) year terms of office for Directors so that no more than 3/8 of the Board of Directors shall be replaced at anyone election, the following election schedule shall be applied.

(The figures below the year indicate the number of years the director elected during the year will serve.)

Dist	Director	2007	2008	2009	2010	2011	2012	2013
1	A		3			3		
1	B	3			3			3
2	A		3			3		
2	B			3			3	
3	A		3			3		
3	B			3			3	
4	A	3			3			3
4	B			3			3	
Total Each Year		2	3	3	2	3	3	2

Dist	Director	2014	2015	2016	2017	2018	2019	2020
1	A	3			3			3
1	B			3			3	
2	A	3			3			3
2	B		3			3		
3	A	3			3			3
3	B		3			3		
4	A			3			3	
4	B		3			3		
Total Each Year		3	3	2	3	3	2	3

Each Stockholder shall have the right to vote the full number of votes indicated on his stock certificate for the election of each Director to be elected in their District, and upon all matters pertaining to these By-Laws. Voting by proxy in the election of Directors is prohibited; however, limited proxies may be used in the voting for all other matters in accordance with applicable Florida Statutes.

No Person who has, or but for resignation would have, served as Director for two (2) consecutive terms shall be elected Director for the succeeding term.

SECTION 4.20: ELECTION OF OFFICERS WITHIN THE BOARD: Immediately after their election, Directors shall hold an Organization Meeting, and elect officers, all to hold office for one (1) year or until their successors have been appointed. The Directors

shall appoint Standing Committees within thirty (30) days after the Annual Meeting. At least one Director shall be a member of each committee appointed by the Board of Directors.

SECTION 4.30: CHANGE OF RESIDENCE OF A DIRECTOR: If a Director moves his residence from the District in which he is elected, his term as Director shall immediately terminate. See Section 8.65.

ARTICLE V

DUTIES OF OFFICERS

SECTION 5.10: The President shall preside at all Meetings of the Corporation and shall be its Principal Executive Officer.

FIRST VICE-PRESIDENT: The First Vice-President, during the absence or incapacity of the President, shall perform all the duties and have all the powers of the President.

SECOND VICE-PRESIDENT: The Second Vice-President during the absence of both the President and the First Vice-President, shall perform all the duties and have all the powers of the President.

SECRETARY (*as amended 2/22/17*): A Secretary shall keep a written record of all official actions of the Board of Directors, including the minutes of all meetings of the Board and Stockholder Meetings. The Secretary shall act as custodian of all such records, which shall be open to all members at reasonable times by appointment with the Secretary. The Secretary shall have published all resolutions or motions, which have been considered at any meeting of the Board of Directors, showing the voting record of each Director, in the official publication of the Corporation.

TREASURER: The Treasurer shall have custody of the funds and assets of the Corporation and shall keep proper books of accounts and shall submit a financial statement to the Board of Directors monthly. The Treasurer shall disburse the funds of the Corporation under the direction of the Board of Directors and shall be authorized to sign all checks and financial papers jointly with the President. The Board of Directors may appoint one additional Director authorized to sign checks and financial papers in lieu of either the President or the Treasurer if either will not be in Briny Breezes, Inc. for more than five (5) consecutive days or is otherwise incapacitated. *(last sentence added by amendment of Section 5.10 on 2/28/18)*

ARTICLE VI

BONDING OF OFFICERS & DESIGNATION OF DEPOSITORIES:

SECTION 6.10: FIDELITY BONDS: The Corporation shall obtain and maintain adequate provisions for the fidelity bonding of all persons who control or disburse funds

of the Corporation in an amount deemed necessary by the Board of Directors, not less than that amount required by statute. Bonded positions shall always include the President, Secretary, and Treasurer and Manager. The Corporation shall bear the cost of bonding.

SECTION 6.20: DESIGNATION OF DEPOSITORIES: Bank used as depositories by the Corporation shall be designated by the Board of Directors.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

SECTION 7.10: POWERS OF THE BOARD OF DIRECTORS:

Subject to the direction of the Stockholders given by resolution adopted at any Regular or Special Meeting and in accordance with applicable statutes, the Management of the Corporation shall be in the Board of Directors. The Board of Directors shall have control of the affairs of the Corporation, with authority to negotiate and enter into agreements with any person, firm or corporation.

The Board of Directors shall also have authority to execute or revoke Stock Certificates - Leases (Subject to Section 7.70), create and appoint Committees and define their duties, make Rules and Regulations, with respect to the Park and the conduct of the Stockholders.

The Board of Directors shall have the authority to levy reasonable fines against stockholders for failure of the stockholder, their licensee or invitee, or the occupant of their unit to comply with the by-laws or rules of the Corporation. The procedures for and limitations on such a levy must be in accordance with applicable Florida Statutes.

SECTION 7.30: COMPENSATION: Members of the Board of Directors shall serve without compensation, except that they shall be paid first-class plane fare (or the equivalent) and reasonable travel expenses while on Corporation business. Members of the Board of Directors shall not be allowed travel expenses for attendance at regularly scheduled Meetings of the Board.

SECTION 7.40: BUDGET: As soon as conveniently possible, but in no event at a time later than February 15th, the Board of Directors shall prepare and adopt an Annual Budget of the expected revenues and expenses of the Corporation for the current fiscal year.

SECTION 7.50: CAPITAL EXPENDITURES LIMITED: The Board of Directors shall have the power and authority to include in the current fiscal year budget and expend or approve the expenditures of monies of the Corporation for Capital Improvements in an amount aggregating not more than sixty thousand (\$60,000) dollars in any fiscal year. Expenditures in excess of this amount in any fiscal year shall first be approved by an

affirmative vote of fifty-one (51) percent of the total number of shares outstanding of the Corporation. For purposes of this section, expenditures for Capital Improvements are defined as capital expenditures, which expand the services and facilities of the Corporation. *(as amended 2-24-16)*

SECTION 7.51: REPLACEMENT OF CAPITAL ASSETS: The Board of Directors shall have the power and authority to include in the current fiscal year budget and expend or approve the expenditures of monies of the Corporation for the replacement of Capital Assets in an amount aggregating not more than sixty thousand (\$60,000) dollars in any fiscal year. Expenditures in excess of this amount in any fiscal year shall first be approved by an affirmative vote of fifty-one (51) percent of the total number of shares outstanding of the Corporation. For purposes of this section, expenditures for replacement of Capital Assets are defined as capital expenditures which do not expand the services and facilities of the Corporation. *(as amended 2-24-16)*

SECTION 7.52: MATERIAL ALTERATIONS AND SUBSTANTIAL ADDITIONS TO CORPORATE PROPERTY: Any proposed Material Alteration or Substantial Addition, (as those terms are defined below) to Corporate property shall first be approved by an affirmative vote of fifty-one (51) percent of the total number of shares outstanding of the Corporation. *(as amended 2-24-16)*

- a. A “material alteration” as used in this Section 7.52 means one that palpably or perceptively varies or changes the form, shape, elements or specifications of a building or the common areas from its original design or plan, or existing condition in such manner as to appreciably affect or influence its function, use or appearance.
- b. A “substantial addition”, as used in this Section 7.52, shall be one which adds an asset to the corporate property and which has a value greater than the annual spending authority granted to the Board of Directors for expenditures for Capital Improvements under By-Law 7.50. Any “substantial addition” must be approved by an affirmative vote of fifty-one (51) percent of the total number of shares outstanding of the Corporation.
- c. In addition to the foregoing, the Corporation may materially alter, convert, lease or modify the common areas of the mobile home cooperative if the action is approved by an affirmative vote of fifty-one (51) percent of the total number of shares outstanding of the Corporation.

SECTION 7.60: ANNUAL AUDIT: The Board of Directors shall appoint an independent Certified Public Accountant who shall make an annual audit of the books of the Corporation and render a complete audit prior to December 15th of each year. This audit shall be made available for inspection by any stockholder (a copy of a condensed audit report as submitted by the auditors shall be mailed to all stockholders with the notice of the Annual Meeting.)

SECTION 7.70: REVOCATION OF STOCK CERTIFICATE-LEASE: The Board of

Directors may revoke a Stock Certificate Lease for any cause deemed sufficient for the welfare of other stockholders of the Corporation; provided, however, that written notice by registered mail, return receipt requested, shall be sent to the last address on record in the files of the Corporation, informing the stockholder in detail of the impending action and the reasons therefore at least fifteen (15) days before the date set by the Board of Directors to hear evidence of all interested parties, provided, further, the stockholder is residing in the Park area at the time of this impending action. A Stockholder not residing in the park area at the time of the action shall be given thirty (30) days notice. A concurring vote of a quorum of the Board of Directors shall be required for the revocation of a Stock Certificate-Lease.

If the Stockholder whose Stock Certificate-Lease has been revoked holds more than one (1) stock certificate-lease, the revocation shall apply to all the stock certificate-leases held.

Upon the revocation of a Stock Certificate-Lease, the Board of Directors, at their option may reimburse the stockholder the purchase price from the Corporation of Stock Certificate-Lease, more or less reduced or increased by such factors as the then market value, provided, however, that nothing herein shall prevent the stockholder from selling his stock certificate-lease in the manner prescribed for the general sale or transfer of stock certificate-lease.

The Board of Directors may enter and take possession of the premises held under the lease by the stockholder, ten (10) days after revocation of his stock certificate-lease.

SECTION 7.80: SUB-LEASING: All sub-leasing or renting of mobile home sites and the mobile homes thereon shall be governed by the following provisions. *(as amended 2/24/16)*

- a. The term “sublease” shall be used interchangeably with the term “rent” and shall mean the agreement by which the Shareholder transfers occupancy of mobile home site to a Tenant or Lessee for consideration. Any shareholders with outstanding fines or delinquent fees will not be allowed to rent or lease their units until all fines/assessments are paid in full. All rental rules and procedures must then be followed once these fines and/or fees have been paid. *(subsection (a) amended 2/28/18)*
- b. “Tenant” or “Lessee” means a person occupying a mobile home, other than the Shareholder, pursuant to an agreement where said occupancy by the non-Shareholder involves consideration, the payment of money, the exchange of goods and services, etc. The term “Tenant” shall be used interchangeably with “Lessee”.
- c. Only mobile home sites with a mobile home unit thereon may be subleased. When used herein, the term “mobile home” will mean the mobile home or qualified modular home (as defined in Section 12.11 of these bylaws) along with the Lot upon which the mobile home or qualified modular home is situated.

- d. No Shareholder acquiring stock certificates to a lot in Briny Breezes and ownership documents to a mobile or modular home on that lease after the effective date of this amendment (2/28/18) may sublease the mobile home for a period of one (1) year [twelve (12) consecutive calendar months] from the date that the lease is approved. This one (1) year moratorium period shall run from the date of recording of any instrument transferring any ownership interest in the stock or any lease for the lot upon which the mobile home is situated, except for transfers to add or remove members of the Stockholder's immediate family with the Stockholder(s) or to a trust where such transfers were undertaken for the purpose of estate planning. The only other exceptions to the foregoing moratorium are for stock certificates, leases, and Mobile or Modular Homes obtained by beneficiaries or heirs of the previous unit owner when title was acquired through inheritance or devise. This restriction shall not apply to Units acquired by the Corporation while the Units are owned by the Corporation. If at the time of transfer of any interest in title to a mobile home or/and a mobile home site that is already sub-leased pursuant to a sub-lease agreement entered into by the previous Shareholder/owner, the aforementioned one (1) year period during which the mobile home may not be sub-leased shall commence at the expiration of the current term of the existing sub-lease which may not be renewed, extended, or sub-subleased. *(subsection (d) amended 2/28/18)*
- e. Guests.
- (i) A guest shall be considered any occupant who is not a Shareholder or approved tenant.
 - (ii) For the purpose of this 12-month leasing moratorium, a guest shall be considered any occupant who is not a Shareholder or approved tenant occupying the unit at the time of transfer.
 - (iii) Any guest who occupies a Unit in excess of thirty (30) days cumulatively in any calendar year without the Shareholder or approved tenant or renter (who was occupying the unit at the time of transfer) in residence, shall be considered a tenant or renter and must vacate the premises.
 - (iv) Prior to any occupancy of the Unit by any guest in the absence of the Owner or approved tenant, the Owner or approved tenant must provide written notice to the Corporation of the name or names of the intended guests, the anticipated date of arrival, and the anticipated date of departure.
 - (v) For purposes of this paragraph, the term "in residence" shall mean that the tenant, renter, or Shareholder is sleeping in the mobile home each night that the guest is present.
- f. Stockholders who have an ownership interest in more than one mobile home or mobile home site as outlined in Article 3.70(c) of these Bylaws shall be prohibited from renting or leasing more than one mobile home at a time. By way of example, the foregoing shall be meant to include, but not be limited to spouses who each hold a

Proprietary Lease and stock certificate in their individual names or in a trust where either is a trustee or beneficiary, in one (1) mobile home each, shall be considered to hold an interest and control over two (2) mobile homes and only one (1) of those two mobile homes may be leased or rented. If shareholders own three (3) or more mobile homes, as such ownership is defined in Article 3.70, only one (1) such mobile home may be sub-leased. The foregoing shall not be interpreted as permitting the ownership of multiple mobile homes but is meant to explain how rentals and leases are to be handled by those who may have acquired multiple sites prior to February 2015.

- g. No lease may be for a period of less than two (2) months or more than nine (9) months. No rentals are permitted in Briny Breezes from July 1 through September 30, inclusive, of each year.
- h. Only Shareholders may sub-lease units. Tenants may not sub-sublease units. Any sub-sublease shall be considered void.
- i. All tenants and occupants of units may be screened by the Board of Directors; such screening may include but not be limited to criminal, financial, employment and residential histories.
- j. All mobile homes for rent must be adequately furnished as described in the Rules and Regulations as amended from time to time.
- k. The Board of Directors by a majority vote may terminate any sub-lease, for any cause deemed sufficient for the welfare of the other stockholders of the corporation.
- l. No sublease or rental agreement may be renewed, extended, or sub-subleased without the prior written consent of the Board of Directors.

ARTICLE VIII

VOTING RIGHTS & VOTING PROCEDURES BY STOCKHOLDERS

SECTION 8.10: NEW STOCKHOLDERS: A stockholder shall be eligible to vote at meetings after he has been an accredited stockholder of record for thirty (30) days.

SECTION 8.15: VOTING RIGHTS: Stock certificates entitle the member to one (1) vote for each One Dollar par which represents one (1) share for each One Hundred (\$100.00) Dollars in value.

Each member shall have the right to vote the number of votes indicated on his Stock Certificate at all elections and on all matters pertaining to these By-Laws.

SECTION 8.20: STOCK CERTIFICATES OWNED BY THE CORPORATION: Stock Certificates owned by the Corporation shall have no voting rights.

SECTION 8.30: NOTICE OF MEETING: Due notice of the Annual and General Meeting shall be mailed to all stockholders of the Corporation no less than twenty (20) days before the date of the Meeting. The notice shall include the agenda for the meeting, copies of resolutions and other matters to be voted upon and a ballot for voting by mail.

Due notice shall similarly be given for other Regular or Special Meetings in which voting by stockholders is required.

SECTION 8.35: SECRET BALLOT: Voting by secret ballot, in person, or by mail, shall be used in the election of directors, the recall of a director, and in voting upon resolutions in accordance with applicable statutes.

SECTION 8.40: VOTING COMMISSIONERS: The Board of Directors shall appoint eight (8) voting commissioners (two (2) from each of the four districts) one of whom shall be designated as the Chief Commissioner who shall be in charge of the vote counting at the Annual Election and any other meetings when required. In accordance with applicable statutes, an Election Coordinator appointed by the Board of Directors shall select four (4) stockholders (one (1) from each district) who will certify the vote count of each district. Upon completion, those who certified the vote count along with the Election Coordinator will submit to the Board of Directors a signed report or reports showing the results of the voting. The Board of Directors shall then announce these results and declare the successful candidate elected and the adoption or rejection of the other matters voted upon by the stockholders. Secrecy in the balloting procedure shall be assured by compliance with the provisions of the applicable Florida Statutes.

SECTION 8.45: PROCEDURES FOR RESOLUTIONS: A petition originating with the stockholders for the placing of a proposed resolution on the agenda of any regular or special meeting of the stockholders called by the Board of Directors shall bear the signatures of not less than ten (10) percent of the total number of shares outstanding of the corporation and shall be presented to the Board of Directors not less than thirty-five (35) days before the date set for the meeting, with the exception of a petition for the recall of a director. The Board of Directors shall mail due notice to all stockholders not less than twenty (20) days before the meeting. Voting by stockholders shall be done by secret ballot, in person or by mail, and an affirmative vote of fifty-one (51) percent of the total number of shares outstanding of the corporation shall be required for the passage of a resolution.

If the proposed resolution originates with the Board of Directors, the petition from the stockholders is not required, but the remaining procedure outlined above shall be followed.

SECTION 8.46: The BOARD OF DIRECTORS sitting at the time of a bona fide emergency has the authority to act to protect the lives, health, safety and welfare of all Briny residents, plus all the common property of the stockholders, without waiting for the

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20 days required for normal business. This by-law may only be used in case of a true catastrophe and will allow the Board to take the action that only common sense would dictate they should under those conditions.

SECTION 8.50: BY-LAWS AMENDED: These By-Laws may be amended, supplemented, or repealed by any regular or special meeting of the stockholders called by the Board of Directors, provided that the procedures specified for resolutions (Section 8.45) shall be followed. The provisions for this section shall not be used in any way to alter the number of votes specified in the following sections:

Section 3.20 - 67%	Section 8.70 - 33.3%
Section 3.40 - 100%	Section 9.10 - 51%
Section 3.80 - 67%	Section 12.10 - 80%
Section 7.50 - 51%	Section 12.20 - 51%
Section 8.60 - 67%	Section 13.15 - 67%

The sections herein above enumerated shall only be amended, supplemented, or repealed by an affirmative vote of the stockholders equal to the percentage vote required by each of said sections.

SECTION 8.55: CANDIDATES FOR DIRECTORS: Any eligible stockholder desiring to be a candidate for Director shall give written notice to Briny Breezes, Inc., not less than forty (40) days before a scheduled election. If a candidate desires an information sheet to be included with the ballot, such information sheet must be received by Briny Breezes, Inc., not less than thirty-five (35) days before the election, all in accordance with applicable statutes. At the election, a plurality of votes cast for each candidate from their district in person and by mail shall determine the election of the director or directors.

In the event that there are two (2) directors to be elected from any district at the Annual Election, the candidate who received the greatest number of votes shall serve the three (3) year term. The candidate who receives the next greatest number of votes shall serve for the lesser term. In the event of a tie, a runoff election shall be held in accordance with applicable statutes.

SECTION 8.60: RECALL OF A DIRECTOR: Recall procedures shall be in accordance with applicable statutes.

SECTION 8.65: VACANCY IN BOARD OF DIRECTORS: When a vacancy in the Board of Directors occurs from any cause, a new director to fill the vacancy shall be selected in accordance with applicable statutes.

SECTION 8.70: SPECIAL MEETINGS OF STOCKHOLDERS: Special Meeting of the stockholders is mandatory upon receipt by the Board of Directors of a petition bearing the signatures of the stockholders representing thirty-three and one third (33 1/3) percent of the total number of shares outstanding of the Corporation.

ARTICLE IX

QUORUM

SECTION 9.10: QUORUM: At all meetings which require voting by stockholders and for which due notice has been mailed, a quorum shall be fifty-one (51) percent of the total number of shares outstanding of the Corporation, represented by stockholders who attend the meeting in person and mailed ballots of stockholders received up to the time of the meeting.

SECTION 9.15: PRESIDING OFFICERS: The presiding officer of the Board of Directors shall conduct all meetings.

SECTION 9.20: QUORUM OF BOARD OF DIRECTORS: Five (5) directors shall constitute a quorum at all meetings of the Board of Directors.

ARTICLE X

MEETINGS

SECTION 10.10: ANNUAL MEETING: The Annual Meeting of the Corporation shall be held in the Auditorium of Briny Breezes, Inc., Briny Breezes, Palm Beach County, Florida, at 9:30 A.M. on the last Wednesday of February each year.

A General Meeting of the Corporation shall be held in the Briny Breezes Auditorium, Briny Breezes, Inc., Briny Breezes, Palm Beach County, Florida, at 9:30 A.M. on the 2nd Wednesday of January of each year for the purpose of discussing matters which are proposed for voting by the membership at the Annual Meeting and other matters concerning the welfare of the Corporation.

SECTION 10.15: SPECIAL MEETINGS: The directors may call Special Meetings of the stockholders to act on matters, which in their judgment cannot await action at the Annual Meeting.

The Call of this meeting shall state the reason therefore, and due notice shall be given by the Board of Directors to the stockholders not less than twenty (20) days before the meeting.

SECTION 10.20: REGULAR MEETINGS The Board of Directors shall hold a regular meeting of the Board on the second Wednesday of each month beginning with November and continuing through April. All applicable Florida Statutes and Rules will be followed in regular and special meetings of the Board of Directors.

SECTION 10.30: SPECIAL MEETINGS - BOARD OF DIRECTORS: Special meetings of the Board of Directors may be called by the President or by a majority of the Board of

Directors at any time, by serving each member of the Board of Directors with a written notice and the posting of such notice at least forty-eight (48) hours prior to the time of meeting. Emergency meetings may be called in accordance with applicable Florida Statutes.

ARTICLE XI

ORDER OF BUSINESS AND RULES OF ORDER

SECTION 11.10: ORDER OF BUSINESS: The order of business at Annual Meetings shall be as follows (*as amended 5-25-15*):

1. Roll Call
2. Reading of Minutes of Last Meeting
3. Reading of Communications
4. Report of Officers
5. Report of Standing Committees
6. Reports of Special Committees
7. Unfinished Business
8. New Business
9. Election of Directors

At all other Regular meetings, the order of business shall be the same as outlined above with the exception of election of directors. However, Special Meetings may have abbreviated agendas suitable for the purpose of the Special Meeting but must contain the following elements but only as they relate to the purpose of the Special Meeting:

1. Roll Call
2. Approval of Minutes
3. Reading of Communications
4. Report of Committees
5. Unfinished Business
6. New Business

Special Meetings solely of the purpose of developing agendas for Board of Director meetings (*Agenda Meetings*) may simply contain the following Order of Business.

1. Roll Call
2. Discussion of Agenda Items
3. Agreement on Agenda

SECTION 11.20: RULES OF ORDER: Any question of proper procedure at any Meeting shall be settled by reference to Robert's Rules of Order.

ARTICLE XII

SALE OR LEASE OF ANY PORTION OF THE PARK

SECTION 12.10: SPACE LEASED FOR MOBILE HOMES TO STOCKHOLDERS:

No portion of Districts One, Two, Three or Four shall be sold or leased for any use other

than a site for a mobile home unless eighty (80) percent of the shares outstanding of the stockholder-lessees in the specific district are in favor of such change, and in addition such sales or lease shall also require an affirmative vote of eighty (80) percent of the total number of shares outstanding of the corporation.

No portion of the area between the Ocean Boulevard and the Atlantic Ocean shall be sold unless eighty (80) percent of the total number of shares outstanding of the corporation shall approve.

SECTION 12.11: QUALIFIED MODULAR HOMES *(added 2/25/15)* A “Qualified Modular Home” is considered equivalent to and used interchangeably with the term mobile home in Section 12:10 and elsewhere in our By-Laws and may be placed on a stockholder lease or leases.

A Modular Home is defined as a building which is assembled on an approved building site from components manufactured off-site in the form of separate elements or modular units produced in standardized sizes and designs which can be arranged and fitted together in a variety of relationships that, upon completion, form a detached single family residence.

A “Qualified Modular Home” is considered equivalent to a mobile home and may be placed on a stockholder lease or leases if it meets each of the following requirement(s):

- 1) The structures or sections are designed and built so that the exterior of the finished housing unit is similar to a (Briny) mobile home in look, architectural style and appearance.
- 2) The manufacturer or company selling the modular home provides a letter to the Corporation stating that the “Qualified Modular Home” to be placed in Briny is built to equal or surpass Federal HUD standards/codes for manufactured homes built in the US.

SECTION 12.20: SPACE NOT LEASED FOR MOBILE HOMES: The sale of any portion of the Park not included in District One, Two, Three or Four or the areas between the Old Ocean Boulevard and the Atlantic Ocean, must be approved by fifty-one (51) percent of the total number of shares outstanding of the Corporation.

SECTION 12.30: LEASES: No lease shall be made in any District of the Park not included in Districts One, Two, Three or Four for a period in excess of five (5) years, with the exception of that area bounded by the Intra-coastal waterway on the West, Marineway Street on the East, and North line of extension of B-C Lane to the Intra-coastal waterway on the south, and Briny Breezes Yacht Basin on the north; this area to be used only for the purpose of the life tenancy (leases) necessary for the purpose of establishing a municipality for Briny Breezes.

ARTICLE XIII

ASSESSMENTS

SECTION 13.10: ASSESSMENTS: Sixty Dollars (\$60.00) shall be assessed annually against each lease for expense common to all stockholder lessees. There shall be an additional annual assessment of One Hundred and Two Dollars (\$102.00) for the installation of Community Cable and Satellite System, reception facilities and service. This additional annual assessment shall continue at such an amount as is required to cover the cost of the continued maintenance of the system. For the purpose of administration and billing to the shareholders, the above two annual common assessments shall be combined. Corporate taxes, interest and all other assessments shall be pro-rated in accordance with the number of shares held by each stockholder.

SECTION 13.12: COMBINATIONS OF LOTS AND ASSESSMENTS: Any stockholder in District One, Two and Three owning or desiring to purchase the adjoining stock certificate and leasehold of the lots on either side or rear of their lot (not to exceed four lots including their own, and all lots adjoining each other) shall then be required to return all new and present stock certificates to the Briny Breezes Corporation, and will be issued a new single stock certificate covering the total numbers involved. Only one living unit may be placed on the combined lots, and such combination of lots shall be considered as a single lot for purposes of the annual Sixty Dollar (\$60.00) common use assessment and the additional annual One Hundred and Two Dollar (\$102.00) Community Cable and Satellite TV assessment (or such lesser amount as charged for continued maintenance of the system only). All other assessments shall be in accordance with existing assessment methods or as per future changes.

SECTION 13.15: APPLICATION OF FUNDS AGAINST MORTGAGE: Any monies received from the sale of Leases or any other property of the Corporation in excess of the amount necessary to cover current payments due on any mortgage shall be placed in a special interest-bearing savings account to be used only in the event of a catastrophic hurricane or tidal wave or fire. If this amount is in excess of \$100,000.00 at any time, the excess can only be spent on capital improvements. No mortgage or loan can be obtained against the Corporation without an affirmative vote of sixty-seven (67) percent of the total number of shares outstanding of the Corporation.

SECTION 13.24: RESERVE ACCOUNTS FOR CAPITAL EXPENDITURES: In accordance with Florida Statutes, reserve accounts for capital expenditures and deferred maintenance shall be established. These accounts shall include, but not be limited to, roof replacement, building painting and pavement resurfacing. Effective with the 1994-95 fiscal year, funds shall be budgeted to establish these accounts as outlined in these statutes and use thereof is restricted in accordance with same.

SECTION 13.25: DISPOSITION OF YEAR-END BUDGET OPERATING CASH SURPLUSES *(as amended 2/25/15 and 2/28/18)*: When the final audited financial results of the prior fiscal year are presented to and approved by the Board of Directors and the audit indicates that there is prior-year cash remaining in excess of the operating expenditures for the year and without considering surpluses and or deficits related to

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Club accounts, the Board of Directors will vote to transfer these funds to one or more of the following current year accounts based on the needs of the Corporation:

1. Catastrophe Fund
2. Briny Breezes Reserve Accounts
3. Park Improvement Fund
4. Prepaid Assessments to reflect a reduction of the Stockholder Operating Assessment

The Park Improvement Fund shall be maintained in an interest-bearing account and no monies can be disbursed from this fund without the approval of a majority vote of the stockholders. However, in the event of a catastrophe, when funds are needed immediately, the Board of Directors may temporarily borrow funds from this Park Improvement Fund which shall be reimbursed from the first of any insurance proceeds.

SECTION 13.30: DEFAULT OF ASSESSMENT: Any stockholder-lessee in default of assessment for thirty (30) days shall be penalized two (2) percent per month until paid; provided that after six (6) months default, the Board of Directors may declare the stock certificate-lease forfeited and proceed to revoke the stock certificate-lease and at their option may refund the stockholder's purchase price from the Corporation, less penalty and any other expenses in connection with the forfeiture. Provided, however, that nothing herein shall prevent the stockholder from selling his Stock Certificate-Lease in the manner prescribed for the sale or transfer of stock certificate-leases, except that the unpaid assessments shall be a lien against the Stock Certificate-Lease, and the sale thereof shall be conditional upon the lien being satisfied from the proceeds of the sale.

SECTION 13.35: DATE EFFECTIVE: These By-Laws will become effective immediately after an affirmative vote at a Special Meeting of the Stockholders to be called for that purpose by the Board of Directors.

ARTICLE XIV

DISSOLUTION

SECTION 14.10: DISSOLUTION: In the event of the dissolution of Briny Breezes, Inc., the net assets remaining shall be distributed pro-rata according to the number of shares of stock standing in the name of each stockholder.

ARTICLE XV

EXHIBITS

SECTION 15.10: The following exhibits are hereby incorporated within these By-Laws:

- (A) Corporation Charter of Briny Breezes, Inc.
- (B) Plat Plan of Briny Breezes Park
- (C) Specimen Stock Certificate-Lease

ARTICLE XVI

PRIORITY OF DOCUMENTS

SECTION 16.10: The Cooperative Documents, as defined in Chapter 719, Florida Statutes, shall have the following priorities in the event of a conflict between governing documents:

1. The Articles of Incorporation
2. These By-Laws
3. The Stock Certificate
4. The Proprietary Lease
5. The Rules and Regulations

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VACANCY in Board of Directors	8.65
VICE-PRESIDENT of Corporation, officer.	2.40
- duties of.	5.10
- elected each year by Board Members	4.20
VOTE COUNTERS- impartial..	8.40
VOTE - full # of votes on stock certificates.....	4.10
VOTING - Commissioners	8.40
- new stockholder	8.10
- procedures	8.30, 8.40, 8.50, 8.55 & 8.60
- record of vote to be published by Secretary.....	5.10
- rights of S.H.	8.15
- rights on stock owned by Corporation.....	8.15
- rights suspended	8.25
- secret ballot.	8.35
WELFARE - general.....	2.10
WRITE-IN ballot.	8.55
YEAR, FISCAL	2.50
YEAR, of Elections.....	4.10
YEARS, five, max. for lease on commercial property.....	12.30