

ARTICLE VII**BOARD OF DIRECTORS**

Section 1. This Association's affairs are managed by a Board of Directors initially composed of three Directors. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, but at all times it must be either three (3) members or five (5) members. The initial Directors appointed by the Declarant named below shall serve until this Association's first annual meeting. The term of office for all Directors is one year. Before any such annual meeting occurring after the Class "B" Control Period (as defined in the Declaration) expires, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by secret written ballot. Each member may vote for each vacancy; however, cumulative voting is not permitted. Directors need not be Association members.

Section 2. The names and addresses of the persons who will serve as Directors until their successors have been duly elected and qualify, unless they sooner die, resign, or are removed, are:

Andrew J. Berger
107 Dunbar Avenue, Suite I
Oldsmar, Florida 34677

David Pelletz
107 Dunbar Avenue, Suite I
Oldsmar, Florida 34677

Frank S. Baker
4350 W. Cypress Street, Suite 640
Tampa, Florida 33607

ARTICLE VIII**INCORPORATOR**

The name and residence of the incorporator is:

Name: Richard A. Schlosser

Address: 500 East Kennedy Blvd., Suite 200
Tampa, Florida 33602

ARTICLE IX

DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any member or other private individual.

ARTICLE X

DURATION

This Association exists perpetually.

ARTICLE XI

BY-LAWS

This Association's By-Laws initially will be adopted by the Board of Directors. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of the Board of Directors, except as to any special requirements for amendment to the By-Laws which may be provided in the Declaration or any future supplemental declaration, in which case those requirements shall control such amendments.

ARTICLE XII

AMENDMENTS

Subject to the provisions of Article XIII, amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of two-thirds (2/3) of the entire membership, except as to any special requirements for amendment to these Articles which may be provided in the Declaration or any future supplemental declaration, in which case those requirements shall control such amendments.