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**INDEX TO BYLAWS OF
SOUNDINGS HOMEOWNERS' ASSOCIATION, INC.**

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BYLAWS**OF****SOUNDINGS HOMEOWNERS' ASSOCIATION, INC.****ARTICLE I****PRINCIPAL OFFICE AND DEFINITIONS**

Section 1. **PRINCIPAL OFFICE.** The initial principal office of the Association shall be located at 4 Harvard Circle, West Palm Beach, Florida 33409. The Association may have such other office or offices as the Board of Directors may determine.

Section 2. **DEFINITIONS.** Terms used in these Bylaws and not otherwise defined shall have the same meaning as set forth in the Declaration of Covenants, Conditions and Restrictions for Soundings Homeowner's Association, Inc. (Said Declaration, as amended, renewed or extended from time to time, is hereinafter sometimes referred to as the "Declaration.")

ARTICLE II**MEMBERSHIP, MEETINGS, QUORUM, VOTING AND PROXIES**

Section 1. **MEMBERSHIP.** The Association shall have two (2) classes of voting membership, as more particularly set forth in Article V of the Declaration, the terms of which pertaining to membership are specifically incorporated herein by reference.

Section 2. **PLACE OF MEETINGS.** Meetings of the Association shall be held at the principal office of the Association or at such other suitable place convenient to the Members as may be designated by the Board of Directors.

Section 3. **ANNUAL MEETINGS.** Annual meetings of the Members shall be held on the date and at such hour as may be determined by the Board of Directors.

Section 4. **SPECIAL MEETINGS.** Special meetings of the Members may be called at any time by the President or by the Board of Directors, or upon written request of the Members who are entitled to vote one-third (1/3) of all of the votes of the Class A membership. The notice of any special meeting shall state the date, time and place of such meeting and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice.

Section 5. **NOTICE OF MEMBERSHIP MEETINGS.** It shall be the duty of the Secretary to send by regular mail or otherwise cause to be personally delivered to every Member entitled to vote, a notice

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of each annual or special meeting of the Members stating the purpose of the meeting, as well as the time and place where it is to be held. If a Member wishes notice to be given at an address other than the official address registered by the Member with the Association, said Member shall have so designated by notice in writing to the Secretary such other address. The mailing or other delivery of notice of a meeting in the manner provided in this Section shall be considered service of notice. Notices shall be served not less than ten (10) nor more than thirty (30) days before a meeting, unless otherwise provided in these Bylaws.

Section 6. WAIVER OF NOTICE. Waiver of notice of any meeting of the Members shall be deemed the equivalent of proper notice. Any Member may, in writing, waive notice of any meeting of the Members, either before or after such meeting. Attendance at a meeting by a Member, whether in person or by proxy, shall be deemed waiver by such Member of notice of the time, date and place thereof, unless such Member specifically objects to lack of proper notice at the time the meeting is called to order. Attendance at a special meeting shall also be deemed waiver of notice of all business transacted thereat unless objection to the calling or convening of the meeting, of which proper notice was not given, is raised before any business is put to a vote.

Section 7. ADJOURNMENT OF MEETINGS. If any meetings of the Association cannot be held because a quorum is not present, a majority of the Members who are present at such meeting, either in person or by proxy, may adjourn the meeting to a time not more than thirty (30) days from the time the original meeting was called. Notice of the time and place for the recalled meeting shall be posted in a conspicuous place in the Common Area of the Association. At such adjourned meeting at which a quorum is present, any business which might have been transacted at the meeting originally called may be transacted. If a time and place for the adjourned meeting is not fixed by those in attendance at the original meeting or if, for any reason, a new date is fixed for the adjourned meeting after adjournment, notice of the time and place of the adjourned meeting shall be given to Members in the manner prescribed in Section 5 of this Article.

The Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum, provided that any action taken shall be approved by at least a majority of the number of Members required to constitute a quorum. In the event that a meeting is recessed for any reason, no additional notice shall be required.

Section 8. VOTING. The voting rights of the Members shall be as set forth in Article V of the Declaration, and such voting rights provisions are specifically incorporated herein.

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Section 9. PROXIES. Members may not vote by general proxy, but may vote by limited proxy. Limited proxies and general proxies may be used to establish a quorum. Limited proxies may also be used for votes taken to amend the Articles of Incorporation or Bylaws or for any matter that requires or permits a vote of the Members. Any proxy shall be effective only for the specific meeting for which originally given and any lawfully adjourned meetings thereof. A proxy is not valid for a period longer than 90 days after the date of the first meeting for which it was given. A proxy is revocable at any time at the pleasure of the Member who executes it. For election of members to the Board of Directors, Members shall vote in person at a meeting of the Members or by a ballot that the Member personally casts.

Section 10. MAJORITY. As used in these Bylaws, the term "majority" shall mean those votes, Members or other group, as the context may indicate, totaling more than fifty percent (50%) of the total number.

Section 11. QUORUM. Except as otherwise provided in these Bylaws or in the Declaration, the presence in person or by proxy of a majority of the votes outstanding shall constitute a quorum at all meetings of the Association. In the event a quorum is not present, another meeting may be called subject to the same notice requirement for the same purposes as originally stated, and the required quorum at the subsequent meeting shall be one-third (1/3) of the total votes outstanding.

Section 12. CONDUCT OF MEETINGS. The President shall preside over all meetings of the Association, and the Secretary shall keep the minutes of the meetings and record in a minute book all resolutions adopted at the meetings, as well as a record of all transactions occurring thereat. In the event that the President is unavailable, the President shall appoint another Officer or Director to act in his place and stead.

Section 13. ACTION WITHOUT A MEETING. Any action which may be taken by the vote of Members at an annual or special meeting, except the election of Board members, may be taken without a meeting as and to the extent permitted by Florida law.

ARTICLE III

BOARD OF DIRECTORS

A. COMPOSITION AND SELECTION

Section 1. GOVERNING BODY; COMPENSATION. The affairs of the Association shall be governed by a Board of Directors. Except as provided in Section 2 of this Article, the Directors shall be Members of the Association.

Section 2. DIRECTORS DURING DECLARER CONTROL. A majority of the Directors on the Board shall be appointed by the Declarer,

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acting in its sole discretion, and shall serve at the pleasure of the Declarer until Class A Members have more than seventy-five percent (75%) of the total number of votes of the voting membership. The Declarer may earlier surrender this right to appoint Directors or may, in its discretion, appoint less than a majority of Directors. The Declarer shall notify the Secretary of the Association of the Directors which it is appointing to the Board thirty (30) days prior to the annual meeting. The Directors appointed by the Declarer need not be Members of the Association. For so long as the Developer holds any property for sale at River Bridge, at least one member of the Board of Directors may be appointed by the Board of Governors, which Director need not be a Member of the Association. All Directors who are not appointed by either the Declarer or the Board of Governors shall be Members of the Association.

Section 3. NUMBER OF DIRECTORS. The number of Directors on the Board shall be not less than three (3) nor more than seven (7), as the Board of Directors may from time to time determine by resolution. The initial Board shall consist of three (3) members, two (2) of whom shall be appointed by the Declarer and one (1) of whom shall be appointed by the Board of Governors.

Section 4. ELECTION OF DIRECTORS.

(a) When the number of Class A Members is greater than ten (10), they shall be entitled to elect one (1) member of the Board of Directors at the next annual meeting.

(b) When Declarer files a Certificate of Termination in accordance with the Declaration or the Class B membership ceases to exist, whichever first occurs, the President shall call a special reorganization meeting of the Members to determine how seats shall thereafter be held on the Board by Class A Members.

Section 5. TERM OF OFFICE. Except for the initial Directors designated in the Articles of Incorporation and any other Directors appointed by the Declarer and the Board of Governors, a Director shall be elected to serve until the next annual meeting or until his successor has been elected or qualified.

Section 6. REMOVAL OF DIRECTORS. At any regular or special meeting of the Association, any one or more of the members of the Board of Directors, other than those appointed by the Declarer or the Board of Governors, may be removed, with cause, by a majority vote of the Members, and a successor may then and there be elected to fill the vacancy thus created. A Director whose removal has been proposed by the Members shall be given at least ten (10) days' notice of the calling of the meeting and the purpose thereof, and shall be given an opportunity to be heard at the meeting. Additionally, any Director who has three (3) consecutive unexcused absences from Board meetings or who is delinquent in the payment of an Assessment for more than twenty (20) days, may be removed by a majority vote of the Directors at a meeting, a quorum being

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present. In the event of death, resignation or removal of a Director, his successor shall be elected by a majority of the remaining members of the Board and shall serve for the unexpired term of the predecessor.

Section 7. VOTING PROCEDURE FOR DIRECTORS. The first election of the Board shall be conducted at the first annual meeting of the Association, at which time the Declarer and the Board of Governors shall announce the Directors which they shall each appoint to the Board. At such election, and at all elections thereafter, the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The Members receiving the largest number of votes shall be elected. Cumulative voting shall not be permitted.

B. MEETINGS

Section 8. ANNUAL MEETINGS. Each year, the first meeting of the members of the Board of Directors shall be held within ten (10) days after each annual meeting of the Members of the Association, at such time and place as shall be fixed by the Board.

Section 9. REGULAR MEETINGS. 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, but at least four (4) such meetings shall be held during each calendar year with at least one (1) per quarter. Notice of the time and place of the meeting shall be posted at a prominent place within the Common Area and shall be communicated to Directors in the manner set forth in Article II, Section 5. of these Bylaws, but not less than forty-eight (48) hours prior to the meeting, provided, however, that notice of a meeting need not be given to any Director who may sign a waiver of notice or a written consent to holding of the meeting.

Section 10. SPECIAL MEETINGS. Special meetings of the Board of Directors shall be held when called by written notice signed by the President of the Association, or by a majority of the members of the Board of Directors. The notice shall specify the time and place of the meeting and the nature of any special business to be considered. The notice shall be given to each Director by either (a) personal delivery; (b) written notice by first class mail; (c) telephone communication, either directly to the Director or to a person at the Director's home or office who would reasonably be expected to communicate such notice promptly to the Director; or (d) by telegram, charges prepaid. All such notices shall be given or sent to the Director's address or telephone number as shown on the records of the Association. Notices sent by first class mail shall be deposited into a United States mailbox at least seventy-two (72) hours before the time set for the meeting. Notices given by personal delivery, telephone, or telegraph shall be delivered, telephoned, or given to the telegraph company at least forty-eight (48) hours before the time set for the meeting, unless an emergency situation requires waiver of this requirement as may be determined by the Board. Notices shall be posted at a prominent place within

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the Common Area not less than forty-eight (48) hours prior to the scheduled time of the meeting.

Section 11. WAIVER OF NOTICE. The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice if (a) a quorum is present, and (b) either before or after the meeting, each of the Directors not present signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. Notice of a meeting shall also be deemed given to any Director who attends the meeting without protesting before or at its commencement about the lack of adequate notice.

Section 12. QUORUM OF BOARD OF DIRECTORS. At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business and the votes of a majority of the Directors present at a meeting at which a quorum is present shall constitute the decision of the Board of Directors. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for that meeting. At an adjourned meeting at which a quorum is present, any business which might have been transacted at the meeting originally called may be transacted without further notice.

Section 13. COMPENSATION. No Director shall receive any compensation from the Association for acting in such capacity or capacities unless approved by a majority vote of the Board of Directors at a regular or special meeting.

Section 14. CONDUCT OF MEETINGS. The President shall preside over all meetings of the Board of Directors and the Secretary shall keep a minute book for the Board of Directors, recording therein all resolutions adopted by the Board of Directors and a record of all transactions and proceedings occurring at such meetings. In the absence of the President, any Officer or Director designated by the President shall act in his place and stead. Members of the Board shall be deemed present in person at a meeting of such Board of a conference telephone or similar communications equipment is used by means of which all persons participating in the meeting can hear each other at the same time.

Section 15. OPEN MEETINGS. All meetings of the Board shall be open to all Members, but Members other than Directors may not participate in any discussion or deliberation unless expressly authorized by the President or other Officer or Director presiding over the meeting.

Section 16. EXECUTIVE SESSION. The Board may adjourn a meeting and reconvene in executive session to discuss and vote upon personnel matters, litigation in which the Association is or may become involved and other business of a similar confidential nature.

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Section 17. ACTION WITHOUT A FORMAL MEETING. Any action to be taken at a meeting of the Board or any action that may be taken at a meeting of the Board may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the Directors. An explanation of the action taken shall be posted at a prominent place or places within the Common Area within three (3) days after the written consents of all the Board members have been obtained, except for items discussed in executive session.

C. POWERS AND DUTIES

Section 18. POWERS. The Board of Directors shall be responsible for the affairs of the Association and shall have all of the powers and duties necessary for the administration of the Association's affairs and, as provided by law, may do all acts and things as are not by the Declaration, Articles, or these Bylaws directed to be done and exercised exclusively by the Members.

In addition to the duties imposed by these Bylaws or by any Resolution of the Association that may be hereafter adopted, the Board of Directors shall have the power to and be responsible for the following, by way of explanation, but not limitation:

(a) preparation and adoption of an annual budget in which there shall be established the contribution of each Member to the Common Expenses;

(b) making general, special and individual special assessments to defray the Common Expenses, establishing the means and methods of collecting such Assessments and establishing the period of the installment payments of such Assessments, all as more particularly set forth in the Declaration. Unless otherwise determined by the Board of Directors, the annual assessment against the proportionate share of the Common Expenses shall be due and payable by each Member in quarterly installments;

(c) collecting the Assessments, depositing the proceeds thereof in a financial institution which it shall approve and using the proceeds to administer the Association;

(d) opening of bank accounts on behalf of the Association and designating the signatories required;

(e) providing for the operation, care, upkeep and maintenance of all of the Common Area;

(f) designating, hiring, and dismissing the personnel for the Association necessary for its maintenance, operation, repair and replacement of the Common Area and, where appropriate, providing for the compensation of such personnel and for the purchase of equipment, supplies and material to be used by such personnel in the performance of their duties;

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- (g) making and amending Rules and Regulations;
- (h) making or contracting for the making of repairs, additions and improvements to or alterations of the Common Area in accordance with the other provisions of the Declaration and these Bylaws after damage or destruction by fire or other casualty;
- (i) enforcing by legal means the provisions of the Declaration, these Bylaws and any Rules and Regulations adopted by it and bringing any proceedings which may be instituted by the Association on behalf of or against the Members;
- (j) obtaining and carrying insurance against casualties and liabilities, as may be available, as provided in the Declaration, and paying the premium cost thereof; and
- (k) keeping books with detailed accounts of the receipts and expenditures affecting the Association and its administration, specifying the maintenance and repair expenses and any other expenses incurred. The said books and vouchers accrediting the entries thereupon shall be available for examination by the Members and their mortgagees, their duly authorized agents, accountants or attorneys, during reasonable business hours on working days as may be determined by the Board of Directors. All books and records shall be kept in accordance with generally accepted accounting practices.

Section 19. MANAGEMENT AGENT.

- (a) The Board of Directors may employ for the Association a professional management agent or agents at a compensation established by the Board of Directors to perform such duties and services as the Board shall authorize. The Board of Directors may delegate to the management agent or manager, subject to the Board's supervision, all of the powers granted to the Board of Directors by these Bylaws. The Declarer, the Developer or an affiliate of either the Declarer or the Developer may be employed as managing agent or manager.
- (b) No management contract may have a term in excess of one (1) year and must permit termination by either party without cause and without a termination fee upon thirty (30) days' or less written notice.
- (c) No remuneration shall be accepted by the management agent from vendors, independent contractors or others providing goods or services to the Association, whether in the form of commissions, finder's fees, service fees, prizes, gifts or otherwise. Anything of value received shall benefit the Association.
- (d) Any financial or other interest which the management agent may have in any firm providing goods or services to the Association shall be disclosed promptly to the Board of Directors.

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Section 20. ACCOUNTS AND REPORTS. The following management standards of performance will be followed unless the Board by resolution specifically determines otherwise:

(a) accounting and controls should conform with established American Institute of Certified Public Accountants (AICPA) guidelines and principles. A segregation of accounting duties should be maintained and disbursements by check shall require such signatures as may be determined by the Board;

(b) cash accounts of the Association shall not be commingled with any other accounts;

(c) annual financial reports shall be prepared for the Board of the Association containing a balance sheet as of the last day of the Association's fiscal year, and an income statement for said fiscal year, which shall be distributed to the Board within ninety (90) days after the close of the fiscal year;

Section 21. BORROWING. The Board of Directors shall have the power to borrow money for the purpose of repair or restoration of the Common Area and facilities without the approval of the Members of the Association.

Section 22. RIGHTS OF THE ASSOCIATION. With respect to the maintenance of the Common Area or other Association responsibilities and in accordance with the Articles of Incorporation and the Declaration, the Association shall have the right to contract with any person or entity for the performance of various duties and functions. Without limiting the foregoing, this right shall entitle the Association to enter into common management, operational or other agreements with trusts, condominiums, cooperatives, the Master Association or other Associations or Condominium Associations, both within and without the Property. Such agreements shall require the consent of two-thirds (2/3) of the total votes of all Directors of the Association.

Section 23. HEARING PROCEDURE. The Board shall not impose a fine (a later charge does not constitute a fine) or suspend voting rights of a Member or occupant for violations of these Bylaws unless and until the procedure set forth in Article XIV of the Declaration is followed.

Section 24. DECLARER'S RIGHTS AND VETO POWER. The Declarer shall have the rights and veto power as set forth in Article XV of the Declaration.

ARTICLE IV

OFFICERS

Section 1. OFFICERS. The officers of the Association shall be a President, Vice President, Secretary and Treasurer. The Board of Directors may elect such other officers as it shall deem

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desirable, such officers to have the authority and to perform the duties prescribed from time to time by the Board of Directors. Any two or more offices may be held by the same person, excepting the offices of President and Secretary. The President and Treasurer shall be elected from among the members of the Board of Directors.

Section 2. ELECTION, TERM OF OFFICE, AND VACANCIES. The officers of the Association shall be elected annually by the Board of Directors at the first meeting of the Board following each annual meeting of the Members. A vacancy in any office arising because of death, resignation, removal or otherwise may be filled by the Board for the unexpired portion of the term.

Section 3. REMOVAL. Any officer may be removed by a majority vote of the Board of Directors whenever in its judgment the best interests of the Association will be served thereby.

Section 4. POWERS AND DUTIES. The officers of the Association shall each have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may from time to time be specifically conferred or imposed upon them by the Board of Directors. The President shall be the chief executive officer of the Association. The Treasurer shall have primary responsibility for the preparation of the budget as provided for in the Declaration and may delegate all or part of the preparation and notification duties to a finance committee, management agent or in such other manner as deemed appropriate by the Board.

Section 5. RESIGNATION. Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect on the date of the receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. AGREEMENTS, CONTRACTS, DEEDS AND LEASES. All agreements, contracts, deeds, leases and other instruments of the Association shall be executed by at least two (2) officers or by such other person or persons as may be designated by resolution of the Board of Directors.

Section 7. COMPENSATION. No officer shall receive any compensation from the Association for acting in such capacity unless approved by a majority vote of the Board of Directors at a regular or special meeting.

ARTICLE V

COMMITTEES

Committees shall perform such tasks and serve for such periods as may be designated by a resolution adopted by a majority of the Directors. Such committees shall perform such duties and

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have such powers as may be provided in the resolution. Each committee shall operate in accordance with the terms of the resolution of the Board of Directors designating the committee or with rules adopted by the Board of Directors.

ARTICLE VI

MISCELLANEOUS

Section 1. FISCAL YEAR. The fiscal year of the Association shall be the calendar year or as may be otherwise determined by the Board.

Section 2. PARLIAMENTARY RULES. Except as may be modified by Board resolution establishing modified procedures, Robert's Rules of Order (current edition) shall govern the conduct of Association proceedings when not in conflict with Florida law, the Declaration, the Articles of Incorporation or these Bylaws.

Section 3. CONFLICTS. If there are conflicts or inconsistencies between the provisions of Florida law, the Declaration, the Articles of Incorporation, and these Bylaws, the provisions of Florida law, the Declaration, the Articles of Incorporation and the Bylaws (in that order) shall prevail.

Section 4. BOOKS AND RECORDS.

(a) Inspection by Members. The membership register, books of account and minutes of meetings of the Members, the Board and committees shall be made available for inspection and copying by any Member of the Association or by its duly appointed representative, by the Declarer, by the Developer at any reasonable time and for a purpose reasonably related to their interests at the office of the Association or at such other place within River Bridge as the Board shall prescribe.

(b) Rules for Inspection. The Board shall establish reasonable rules with respect to (i) notice to be given to the custodian of the records by any authorized person desiring to make the inspection; (ii) hours and days of the week when such an inspection may be made; and (iii) payment of the cost of reproducing copies of documents requested by any authorized person.

(c) Inspection by Directors. Every Director shall have the absolute right at any reasonable time to inspect all books, records and documents of the Association and the physical properties owned or controlled by the Association. The right of inspection by a Director includes the right to make extracts and copies of documents at the expense of the Association.

Section 5. NOTICES. Unless otherwise provided in these Bylaws, all notices, demands, bills, statements or other communications under these Bylaws shall be in writing and shall be deemed to have been duly given if delivered personally or if sent by regular mail:

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(a) if to a Member, at the address which the Member has designated in writing and filed with the Secretary or, if no such address has been designated, at the legal address of such Member;

(b) if to the Association, the Board of Directors or the management agent, at the principal office of the Association or the management agent, if any, or at such other address as shall be designated by notice in writing to the Members pursuant to this Section.

Section 6. AMENDMENT. Prior to the sale of the first Unit, the Declarer may, with the consent of the Developer, amend these Bylaws. These Bylaws may be otherwise amended, altered or rescinded by the Board of Directors at any regular or special meeting, provided, however, that at no time shall the Bylaws conflict with the terms of the Declaration or the Articles of Incorporation or the Master Association Declaration. Until such time as the Declarer relinquishes control of the Association and the Developer relinquishes control of the Master Association, no amendments to these Bylaws shall be effective unless the Declarer and the Developer shall have joined in and consented thereto in writing.

Section 7. VALIDITY. If any provision of these Bylaws or part thereof shall be adjudged invalid or become unenforceable in law or in equity, the same shall not effect the validity of any other provision and the remaining provisions of this instrument shall nevertheless be and remain in full force and effect.

The foregoing are hereby adopted as Bylaws of Soundings Homeowners' Association, Inc., on the 4th day of JANUARY, 1995.


Richard N. Kleisley - Director


Caroline Dickinson - Director


Harold Motzer - Director

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JOINDER BY RIVER BRIDGE CORPORATION

River Bridge Corporation, a Delaware corporation qualified to do business in the State of Florida, as Developer, consents and joins in this Declaration of Covenants, Conditions and Restrictions for Soundings Homeowners' Association, Inc.

RIVER BRIDGE CORPORATION
3300 P.G.A. Boulevard
Suite 900
Palm Beach Gardens, FL 33410

Attest: Hal Bradford
Hal Bradford
Assistant Secretary

By: Dowdell Brown
BY IYAN CHOSNEK Dowdell Brown
NICE/ President

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

DOWDELL BROWN Dowdell Brown

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared IYAN CHOSNEK who executed the foregoing instrument as Vice President of RIVER BRIDGE CORPORATION, a Delaware corporation, and HAL BRADFORD, as Assistant Secretary, and they acknowledged before me that they executed the same freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. They are personally known to me or have produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of February, 1998

(NOTARIAL SEAL)

Myria Jean White
Notary Public
Print Name: _____

Commission Number: _____
MYRIA JEAN WHITE
MY COMMISSION # CC286755 EXPIRES
May 15, 1998
BONDED THRU TROY FAIR INSURANCE, INC.
My Commission Expires: _____

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JOINDER BY OLIVE TREE CORPORATION

OLIVE TREE CORPORATION, a Delaware corporation qualified to do business in the State of Florida, as Developer, consents and joins in this Declaration of Covenants, Conditions and Restrictions for Soundings Homeowners' Association, Inc.

OLIVE TREE CORPORATION
3300 P.G.A. Boulevard
Suite 900
Palm Beach Gardens, FL 33410

Attest: Hal Bradford
Hal Bradford
Assistant Secretary

By: Dowdell Brown
~~Myra / Chosnek~~ / DOWDELL BROWN
Vice President

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

DOWDELL BROWN *DB*

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ~~Myra / Chosnek~~ *DB*, who executed the foregoing instrument as Vice President of OLIVE TREE CORPORATION, a Delaware corporation, and HAL BRADFORD, as Assistant Secretary, and they acknowledged before me that they executed the same freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. They are personally known to me or have produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of February, 1998.

Myra Jean White
Notary Public
Print Name: _____

(NOTARIAL SEAL)

Commission Number: _____
My Commission Expires: _____
MYRNA JEAN WHITE
MY COMMISSION # CC286755 EXPIRES
May 15, 1996
BONDED THROUGH FARM INSURANCE, INC.

ORB 8642 Pg 820

DOROTHY H. WILKEN, CLERK PB COUNTY, FL

EXHIBIT "A"

Lots 1 through 52, inclusive, of RIVER BRIDGE P.U.D.,
Parcel 2B, as recorded in Plat Book 14, Pages 4,5
and 6, Public Records of Palm Beach County, Florida.