

BYLAWS

OF

TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

I. OFFICES

1. **Offices.** The offices of the Association in the State of Florida shall be located at the City of Maitland, County of Seminole, at 1051 Winderley Place, Suite 307, Maitland, Florida 32751 or such other address as shall hereafter be determined by action of the Board of Directors. A resident agent shall be designated thereat upon whom process may be served. The Association may have such other offices, either within or without the State of Florida, as the Board of Directors may determine or as the affairs of the Association may require from time to time. The principal office shall also be the registered office of the Association and the address of the principal office may be changed from time to time by resolution of the Board of Directors.

II. MEMBERSHIP AND VOTING RIGHTS

1. **Membership.** Every person or entity who is a record owner of a fee or undivided fee interest in any property affected by the Declaration of Covenants and Restrictions for Turtle Creek to be recorded in the Public Records of Orange County, Florida (the "Property") and as amended from time to time (the "Declaration") shall be a Member of the Association. Notwithstanding anything else to the contrary herein, any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a Member of the Association.

2. **Voting Rights.** The Association shall have two (2) classes of voting membership:

Class A. Class A Members shall be all those Owners as defined in Section 1 with the exception of the Developer, as defined in the Declaration (as long as the Class B Membership shall exist, and thereafter, the Developer shall be a Class A Member to the extent it would otherwise qualify). Except as provided below, Class A Members shall be entitled to one (1) vote for each Lot (as that term is defined in the Declaration) in which they hold the interests required for membership by Section 1. When more than one person holds such interest or interests in any Lot, all such persons shall be Members, and the vote for such Lot shall be exercised as they among themselves determine, but, in no event shall more than one vote be cast with respect to any such Lot, except as to Class B.

Class B. The Class B Member shall be the Developer. The Class B Member shall be entitled to one (1) vote, plus four (4) votes for each Lot owned by the Developer. Developer shall be entitled to cast such votes any time Class A Members shall be entitled to vote. The Class B Membership shall cease and terminate one (1) year after the last Lot within The Properties has been sold and conveyed by the Developer (or its affiliates), or sooner at the election of the Developer (whereupon the Class A Members shall be obligated to elect the Board of Directors and assume control of the Association).

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3. **Meetings of Members.** The first annual meeting of Members of the Association shall be held on the date, at the place and at the time determined by the Board of Directors; provided, however, that said meeting shall be held to the extent possible, within one (1) year from the date of incorporation of the Association. Thereafter, the annual meeting of the Association shall be held on the anniversary date of the first annual meeting; provided, however,

that should the anniversary date fall on a legal holiday, then such annual meeting of the Members shall be held on the next day thereafter which is not a legal holiday.

4. **Special Meetings.** Special meetings of the Members may be held on dates and at times and places to be determined by the Board of Directors or may be called by at least ten percent (10%) of the Members of the Association. Business conducted at a special meeting is limited to the purposes described in the notice of the meeting.

5. **Notice of Meetings.** Except in the event of emergency, written notice stating the place, day and hour of any annual or special meeting of the Members shall be posted in a conspicuous place within the Property at least forty-eight (48) hours before the meeting, or shall be delivered personally or by mail to each Member of the Association not less than seven (7) days before such meeting. Notice of an annual meeting need not include a description of the purpose or purposes for which the meeting is called. Notice of a special meeting must include a description of the purpose or purposes for which the meeting is called.

6. **Quorum.** Thirty (30) percent of the Members of the Association shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Members present in person or by proxy, at duly held meetings at which a quorum is present shall be regarded as an act of the Members of the Association.

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III. BOARD OF DIRECTORS

1. **General Powers.** The policies of the Association shall be established by the Board of Directors.

2. **Qualifications, Number and Tenure.** Directors need not be residents of the State of Florida, but shall be individuals of at least age 21, or older. The number of Directors

shall be no less than three (3) nor more than nine (9) Directors and may be changed within this range by resolution of the Board of Directors. There shall be at least one Director from each Neighborhood Association as defined in the Declaration. The initial Directors as named in the Articles of Incorporation of the Association shall serve until the first election as herein set forth.

3. **Election of Directors.** At the first annual meeting of the Members of the Association following the cessation of the Class B Membership and at each annual meeting thereafter, the Members shall elect the members of the Board of Directors of the Association to serve until the next annual meeting of the Members of the Association. Each Member shall be permitted to cast the same number of votes as the number of Directors of the Association. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted. Members of the Board of Directors shall be permitted to succeed themselves in office. Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining Directors, even though they may constitute less than a quorum and each person so elected shall serve until the next annual meeting of the Members of the Association.

4. **Annual Meeting.** An annual meeting of the Board of Directors shall be held at a time set by the President but not less than 60 days after the annual meeting of Members.

5. **Place of Meeting.** The Board of Directors may designate any place in Orange County, Florida, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors, if all of the members of the Board of Directors shall meet at any time and place, either within or without the State of Florida, or all of them consent to the holding of such a meeting at which a quorum is present, such meeting shall be valid without call or notice, and at such meetings any corporate action may be taken.

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6. Notice of Meetings. (a) All meetings of the Board of Directors shall be open to all Members except for meetings between the Board of Directors and its attorney with respect to proposed or pending litigation where the contents of the discussion would otherwise be governed by the attorney-client privilege. Except in an emergency, written notice stating the place, day and hour of any annual or adjourned annual meeting of the Board of Directors shall be posted in a conspicuous place within the Turtle Creek community at least forty-eight (48) hours before the meeting, or shall be delivered either personally or by mail to each Member of the Association, not less than seven (7) nor more than thirty (30) days before the date of such meeting.

(b) Notice of any special meeting of the Board of Directors and Members shall be given at least seven (7) days previously thereto by written notice stating the place, day and hour of any annual or adjourned annual meeting of the Board of Directors and shall be posted in a conspicuous place within the Turtle Creek community at least forty-eight (48) hours before the meeting, or shall be delivered personally or sent by mail or telegram to each Member of the Association at the address as shown by the records of the Association. The purpose or purposes for which the special meeting is called shall be stated in the notice.

(c) If mailed, a notice of any meeting shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company.

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(d) An assessment may not be levied at a board meeting unless the notice of the meeting includes a statement that assessments will be considered and the nature of the assessments.

(e) Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Except as set forth above, neither the business to be transacted at, nor the purpose of any annual, regular or special meeting of the Board need be specified in the waiver of notice of such meeting.

7. **Quorum.** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

8. **Manner of Acting.** The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a greater number is required by law, by the Articles of Incorporation, or by these By-Laws.

9. **Informal Action by Directors.** Except as limited by Florida law, any action required by law to be taken at any meeting of Directors, or any action which may be taken at a meeting of Directors, 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.

10. **Compensation; Expenses.** All Directors shall serve without compensation but shall be reimbursed direct expenses incurred upon approval of the Board of Directors.

11. **Proxies; Attorneys-in-Fact.** At any meeting of Directors, a person entitled to vote may vote by proxy executed in writing by the Member or by his duly authorized attorney-in-fact. No proxy shall be valid after two months from the date of its execution. Any act or writing which might be executed by a Director may be executed on his behalf by a duly authorized attorney-in-fact acting in his behalf.

IV. OFFICERS

1. **Officers Provided.** The officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer.

2. **Election and Term of Office.** The officers of the Association shall be those persons elected by the Board of Directors and who shall hold office with the Association for a term of one (1) year, or until preemptively removed by vote of the Directors at any meeting. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

3. **President.** The President shall be the principal executive officer of the Association and shall in general supervise all of the business and affairs of the Association, subject to the policies of the Board of Directors. The President shall preside at meetings of the Board of Directors. He may sign, with the Secretary or any other proper officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, commitments, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws to some other officer or agent of the Association; and

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in general he shall perform all duties incident to office of President and such other duties as may be prescribed by the Board of Directors from time to time.

4. **Treasurer.** If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors may determine. He shall, with one or more other cosignators have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for moneys due and payable to the Association from any source whatsoever, and deposit all such moneys in the name of the Association in such banks, trust companies, or other depositories as shall be selected by the Board of Directors and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

5. **Secretary.** The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the corporate records and of the seal of the Association and see that seal of the Association is affixed to all documents, the execution of which on behalf of the Association under its seal is duly authorized in accordance with the provisions of these By-Laws; keep a register of the post office address of each Director and Member which shall be furnished by each Director to the Secretary; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President, or by the Board of Directors.

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**V. CONTRACTS, CHECKS,
DEPOSITS AND FUNDS**

1. **Contracts.** The Board of Directors may authorized any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances.

2. **Checks, Drafts, etc.** All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness, transfers, or stock powers relating to securities or stock owned or issued by the Association, shall be signed by two officers of the Association in the name of the Association who shall be determined from time to time by resolution of the Board of Directors. In absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or Assistant Treasurer and countersigned by the Chairman of the Board, the President or a Vice President of the Association.

3. **Deposits.** All funds of the Association shall be promptly deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

4. **Gifts.** The Board of Directors may accept on behalf of the Association any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Association. The Association may take, receive, and hold real and personal property, including the principal and interest of any money or other fund, that is given, conveyed, bequeathed, devised to or otherwise vested in the Association in trust for a purpose consistent with the

purposes set out in the Articles of Incorporation of this Association from time to time, pursuant to Florida Statutes, Section 617.021.

VI. COMMITTEES

1. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each of which shall consist of two or more Directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Association; provided, however, that no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the By-Laws; electing, appointing or removing any member of any such committee or any Director or officer of the corporation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the Association; authorizing the voluntary dissolution of the Association or revoking proceedings therefor; adopting a plan for the distribution of the assets of the Association; or amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Directors, of any responsibility imposed upon it or him by law.

2. Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the Association may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is

present. Except as otherwise provided in such resolution, members of each such committee need not be Directors of the Association, and the Chairman of the Board or the President of the Association shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Association shall be served by such removal.

3. **Term of Office - Committees.** Each member of a committee shall continue as such until the next annual meeting of the Board of Directors of the Association and until his successor is appointed, unless the committee shall be sooner terminated, or unless such person be removed from such committee, or unless such person shall cease to qualify as a member thereof. The President or a Vice President designated by him shall be exofficio member of all committees, except the committee responsible for approving or rejecting proposed fines or suspension of common area use rights referenced in Article X Section 4(b) of the Declaration.

4. **Chairman - Committees.** One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

5. **Vacancies - Committees.** Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is

present shall be the act of the committee.

OR Bk 5058 Pg 2307
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VII. BOOKS AND RECORDS: SEAL

1. **Books and Records.** The Association shall keep at its registered office correct and complete books and records of account and minutes of the proceedings of its Board of Directors and Members, and committees having any of the authority of the Board of Directors.

All books and records of the Association may be inspected by any Director or Member, or his agent or attorney for any proper purpose at any reasonable time.

2. Seal. The Secretary shall provide a corporate seal, which shall be in form of a circle and shall have inscribed thereon:

TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

INCORPORATED 1996

Corporation not for Profit

OR Bk **5058** Pg **2308**
Orange Co FL **5617709**

Florida

VIII. FISCAL YEAR

The Fiscal Year of the Association shall at all times be the calendar year.

IX. WAIVER OF NOTICE

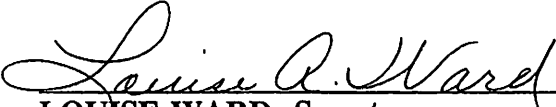
Whenever any notice is required to be given under the provisions of the Florida "Corporation not for profit" act or under the provisions of the Articles of Incorporation or the By-Laws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

X. AMENDMENTS TO BY-LAWS

These By-Laws may be altered, amended, repealed, restated, or new By-Laws adopted by a majority of the then Directors present at any regular meeting or any special meeting, if at

least seven (7) days written notice is given of intention to alter, amend, repeal, restate, or to adopt new By-Laws at such meeting.

I, Louise Ward, Secretary of Turtle Creek Homeowners' Association, Inc., hereby certify that the foregoing is a true and correct copy of the By-Laws of the Association adopted by the Directors on the 23rd day of April, 1996.


LOUISE WARD, Secretary

OR Bk 5058 Pg 2309
Orange Co FL 5617709

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4/22/96 (5:05 pm)

JOINDER AND CONSENT

MAROON DEVELOPMENT, INC., a Florida corporation, as the owner in fee simple of lands described in the foregoing Declaration of Covenants and Restrictions for Turtle Creek hereby consents to, joins in and subjects its lands to the operation of the foregoing Declaration of Covenants and Restrictions for Turtle Creek.

IN WITNESS WHEREOF, MAROON DEVELOPMENT, INC., a Florida corporation has caused this instrument to be executed in its name and by its proper officer thereunto duly authorized as of the 28th day of February, 1996.

Signed, sealed and delivered
in the presence of:

MAROON DEVELOPMENT, INC.,
a Florida corporation

[Signature]
Print Name: GREGORY L. HOLZHAUER

By: [Signature]
WILLIAM S. MAROON, President

Betty A. Mueller
Print Name: Betty A. Mueller

986 N. Douglas Avenue, Suite 102
Altamonte Springs, Florida 32714

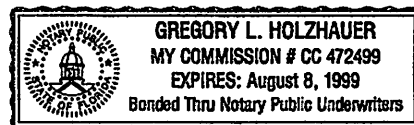
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 28th day of February, 1996 before me personally appeared WILLIAM S. MAROON as President of MAROON DEVELOPMENT, INC., a corporation under the laws of the State of Florida, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at Winter Park in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

[Signature]
Notary Public
Print Name: _____
My Commission Expires: _____



JOINDER AND CONSENT

AKERS ENTERPRISES, INC., a Florida corporation, as the owner in fee simple of lands described in the foregoing Declaration of Covenants and Restrictions for Turtle Creek hereby consents to, joins in and subjects its lands to the operation of the foregoing Declaration of Covenants and Restrictions for Turtle Creek.

IN WITNESS WHEREOF, AKERS ENTERPRISES, INC., a Florida corporation has caused this instrument to be executed in its name and by its proper officer thereunto duly authorized as of the 29th day of February, 1996.

Signed, sealed and delivered
in the presence of:

**AKERS ENTERPRISES, INC.,
a Florida corporation**

S.W.
Print Name: Sheri Woodworth

By: W.J.A.
WILLIAM J. AKERS, President

J.S.
Print Name: J.S. [unclear]

**Post Office Box 1556
Windermere, Florida 34786**

**OR Bk 5058 Pg 2311
Orange Co FL 3617709**

**STATE OF FLORIDA
COUNTY OF ORANGE**

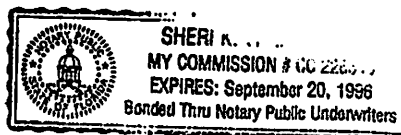
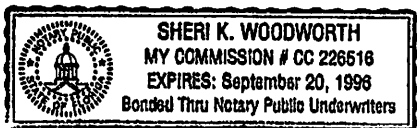
I HEREBY CERTIFY that on this 29th day of February, 1996 before me personally appeared WILLIAM J. AKERS as President of AKERS ENTERPRISES, INC., a corporation under the laws of the State of Florida, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at Orlando in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

Sheri K. Woodworth
Notary Public
Print Name: _____
My Commission Expires: _____

W:\WPFILES\GLH\GALLIMOR\TCREK-AK.IDR
2/28/96 (8:18 am)



JOINDER AND CONSENT

DUAL SOUTH, by and through J. TODD SOUTH, his attorney-in-fact, as the owner in fee simple of lands described in the foregoing Declaration of Covenants and Restrictions for Turtle Creek hereby consents to, joins in and subjects its lands to the operation of the foregoing Declaration of Covenants and Restrictions for Turtle Creek.

IN WITNESS WHEREOF, DUAL SOUTH by and through J. TODD SOUTH as his attorney-in-fact has caused this instrument to be executed in his name as of the 22nd day of March, 1996.

Signed, sealed and delivered in the presence of:

Betty A. Mueller
Print Name: Betty A. Mueller

Gregory L. Holzhauser
Print Name: GREGORY L. HOLZHAUSER

Dual South
DUAL SOUTH

By: J. Todd South
J. TODD SOUTH, as Attorney-in-Fact for DUAL SOUTH

2699 Lee Road, Suite 120
Winter Park, Florida 32789

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Orange Co FL 3617709

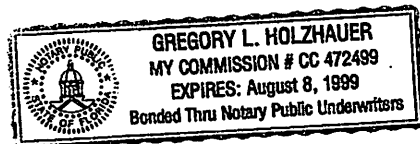
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 22nd day of March, 1996 before me personally appeared J. TODD SOUTH as Attorney-in-Fact for DUAL SOUTH, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his free act and deed. He is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at Winter Park in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUSER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

Gregory L. Holzhauser
Notary Public
Print Name: _____
My Commission Expires: _____



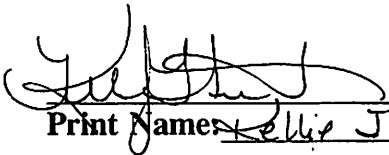
JOINDER AND CONSENT

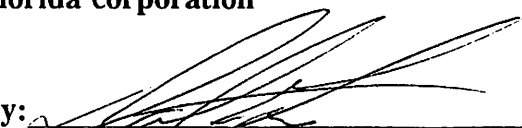
T & G CONSTRUCTORS, INC., a Florida corporation, as the owner in fee simple of lands described in the foregoing Declaration of Covenants and Restrictions for Turtle Creek hereby consents to, joins in and subjects its lands to the operation of the foregoing Declaration of Covenants and Restrictions for Turtle Creek.

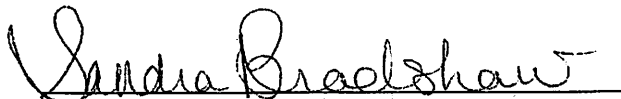
IN WITNESS WHEREOF, T & G CONSTRUCTORS, INC., a Florida corporation has caused this instrument to be executed in its name and by its proper officer thereunto duly authorized as of the 22nd day of March, 1996.

**Signed, sealed and delivered
in the presence of:**

**T & G CONSTRUCTORS, INC., a
Florida corporation**


Print Name: Kellie J. Huston

By: 
DAVID GRABOSKY, Vice-President


Print Name: SANDRA BRADSHAW

**600 S. Orlando Avenue, Suite 202
Maitland, Florida 32751**

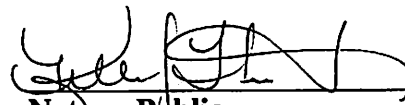
**OR Bk 5058 Pg 2313
Orange Co FL 5617709**

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this 22nd day of March, 1996 before me personally appeared DAVID GRABOSKY as Vice-President of T & G CONSTRUCTORS, INC., a corporation under the laws of the State of Florida, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at _____ in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880


Notary Public
Print Name: KELLIE J. HUSTON
My Commission Expires July 12, 1996



COMMISSION # CC 213997 EXPIRES
July 12, 1996
BONDED THRU TROY FAIN INSURANCE, INC.

JOINDER AND CONSENT

BRIAN J. LYNCH and SUSAN L. LYNCH, as the owners in fee simple of lands described in the foregoing Declaration of Covenants and Restrictions for Turtle Creek hereby consent to, join in and subject their lands to the operation of the foregoing Declaration of Covenants and Restrictions for Turtle Creek.

IN WITNESS WHEREOF, BRIAN J. LYNCH and SUSAN L. LYNCH have executed this instrument as of the 4th day of April, 1996.

OR Bk 5058 Pg 2314
Orange Co FL 5617709

Signed, sealed and delivered
in the presence of:

Karen A. Joseph
Print Name: Karen A. Joseph

Gregory L. Holzhauser
Print Name: GREGORY L. HOLZHAUSER

Brian J. Lynch
BRIAN J. LYNCH

Susan L. Lynch
SUSAN L. LYNCH

Address: 7524 Selwat St. Apt. 102
Orlando, FL 32819

STATE OF FLORIDA
COUNTY OF ORANGE

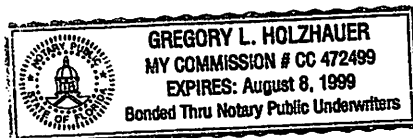
I HEREBY CERTIFY that on this 4th day of April, 1996 before me personally appeared BRIAN J. LYNCH and SUSAN L. LYNCH who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be their free act and deed. They are personally known to me or have produced Florida Driver's License as identification.

WITNESS my signature and official seal at Orlando in the County of Orange and the State of Florida on the day and year last aforesaid.

Gregory L. Holzhauser
Notary Public
Print Name: _____

My Commission Expires: _____

This Instrument was Prepared by,
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880



JOINDER AND CONSENT

The undersigned, as the owner and holder of a mortgage encumbering the property described herein dated September 15, 1995, recorded September 19, 1995 in Official Records Book 4946, Page 3519; and a mortgage dated September 15, 1995, recorded September 19, 1995, in Official Records Book 4946, Page 3619, both in the Public Records of Orange County, Florida, hereby joins in and consents to the above Declaration of Covenants and Restrictions for Turtle Creek.

Signed, sealed and delivered
in the presence of:

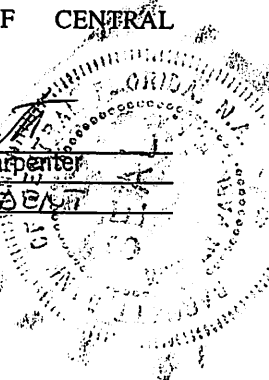
Debra J. Grey
DEBRA J. GREY
Donna M. Large
DONNA M. LARGE

STATE OF FLORIDA
COUNTY OF ORANGE

BARNETT BANK OF CENTRAL
FLORIDA, N.A.

By: Bradley J. Carpenter
Name: Bradley J. Carpenter
Title: VICE PRESIDENT

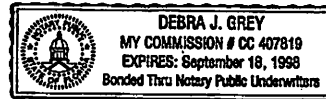
P.O. BOX 678267
ORLANDO, FL.
32867-8267



The foregoing instrument was acknowledged before me this 28th day of February, 1996, by BRADLEY J. CARPENTER as VICE PRESIDENT of BARNETT BANK OF CENTRAL FLORIDA, N.A., a national banking corporation, on behalf of the corporation. He she is personally known to me or has produced _____ as identification.

Debra J. Grey
Notary Public
Print Name: DEBRA J. GREY
My Commission Expires:

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880



JOINDER AND CONSENT

The undersigned, as the owner and holder of a mortgage encumbering the property described herein recorded in Official Records Book 5020, Page 3118 of the Public Records of Orange County, Florida, hereby joins in and consents to the above Declaration of Covenants and Restrictions for Turtle Creek.

OR Bk **5058** Pg **2316**
Orange Co FL **5617709**

Signed, sealed and delivered
in the presence of:

FIRST MERCANTILE NATIONAL
BANK

Gregory L. Holzhauser
Print Name: GREGORY L. HOLZHAUSER

By: *Dwayne R. Hamner*
Name: Dwayne R. Hamner
Title: Vice President

Betty A. Mueller
Print Name: Betty A. Mueller

425 U.S. Highway 17-92 South
Longwood, Florida 32752

STATE OF FLORIDA
COUNTY OF ORANGE

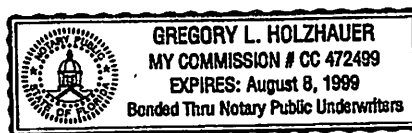
I HEREBY CERTIFY that on this 28th day of February, 1996 before me personally appeared Dwayne R. Hamner as Vice President of FIRST MERCANTILE NATIONAL BANK, a national banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me ~~or has produced~~ _____ as identification.

WITNESS my signature and official seal at Winter Park in the County of Orange and the State of Florida on the day and year last aforesaid.

This instrument was Prepared by
GREGORY L. HOLZHAUSER,
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

Gregory L. Holzhauser
Notary Public
Print Name: _____
My Commission Expires: _____

W:\WPFILES\GLH\GALLIMORNTCREK-FM.JDR
2/28/96 (8:09 am)

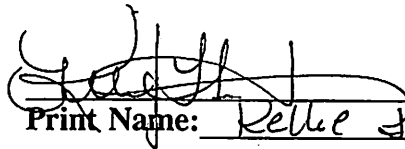


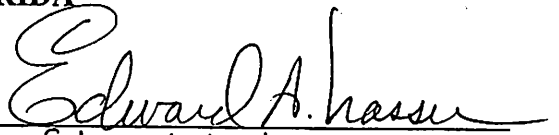
JOINDER AND CONSENT

The undersigned, as the owner and holder of a mortgage encumbering the property described herein recorded in Official Records Book 5036, Page 2117 of the Public Records of Orange County, Florida, hereby joins in and consents to the above Declaration of Covenants and Restrictions for Turtle Creek.

Signed, sealed and delivered
in the presence of:

SOUTHERN BANK OF CENTRAL
FLORIDA


Print Name: Kellie J. Huston

By: 
Name: Edward A. Nasser
Title: Vice President


Print Name: SANDRA BRADSHAW

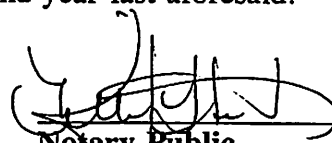
201 East Pine Street
Orlando, Florida 32801

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 22nd day of March, 1996 before me personally appeared Edward A. Nasser as Vice President of SOUTHERN BANK OF CENTRAL FLORIDA, a Florida banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at _____ in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880


Notary Public
Print Name: KELLIE J. HUSTON
My Commission Expires: July 12, 1995
BONDED THRU TROY FAIR INSURANCE, INC.

OR Bk 5058 Pg 2318
Orange Co FL 5617709

JOINDER AND CONSENT

The undersigned, as the owner and holder of a mortgage encumbering the property described herein recorded in Official Records Book 5023, Page 3915 of the Public Records of Orange County, Florida, hereby joins in and consents to the above Declaration of Covenants and Restrictions for Turtle Creek.

Signed, sealed and delivered
in the presence of:

SUNTRUST BANK, CENTRAL
FLORIDA, N.A.

[Signature]
Print Name: Hazel M. Naugle

By: [Signature]
Name: Daniel M. Bruder
Title: Vice President

[Signature]
Print Name: Trina B. Nappi

P.O. Box 3833
Orlando, Florida 32802-9955

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 14th day of March, 1996 before me personally appeared Daniel M. Bruder as Vice President of SUNTRUST BANK, CENTRAL FLORIDA, N. A. a national banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me ~~or has produced~~ as identification.

WITNESS my signature and official seal at Maitland in the County of Orange and the State of Florida on the day and year last aforesaid.

This instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

[Signature]
Notary Public
Print Name: Angela M. Sless
My Commission Expires:

W:\WPFILES\GLH\GALLIMOR\TCREK-ST.JDR
2/28/96 (8:06 am)



ANGELA M SLESS
My Commission CC395668
Expires Jul. 26, 1998
Bonded by ANB
800-852-5878

JOINDER AND CONSENT

The undersigned, as the owner and holder of a mortgage encumbering the property described herein recorded in Official Records Book 5037, Page 4556 of the Public Records of Orange County, Florida, hereby joins in and consents to the above Declaration of Covenants and Restrictions for Turtle Creek.

Signed, sealed and delivered
in the presence of:

BARNETT BANK OF CENTRAL
FLORIDA, N.A.

Michelle A. LaFleur
Print Name: Michelle A. LaFleur

By: Donna A. Garland
Name: Donna A. Garland
Title: Vice President

Jean M Paster
Print Name: JEAN PASTER

460 East Altamonte Drive
Altamonte Springs, Florida 32701

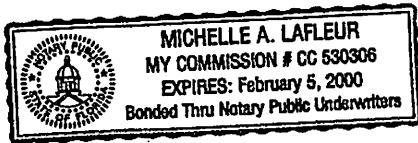
OR Bk **5058** Pg **2319**
Orange Co FL **5617709**

STATE OF FLORIDA
COUNTY OF SEMINOLE

Recorded - Martha O. Haynie

I HEREBY CERTIFY that on this 3rd day of May, 1996 before me personally appeared DONNA A. GARLAND as Vice President of BARNETT BANK OF CENTRAL FLORIDA, N. A. a national banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at Altamonte Springs in the County of Seminole and the State of Florida on the day and year last aforesaid.



Michelle A. LaFleur
Notary Public
Print Name: Michelle A. LaFleur
My Commission Expires: 2/5/2000

W:\WPFILES\GLH\GALLIMOR\TCREK-BB.JDR
4/4/96 (8:32 am)

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

WATER'S EDGE AND BOCA POINTE AT TURTLE CREEK
JOINDER AND CONSENT TO PLAT DEDICATION

Recorded - Martha D. Haynie

The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property which is recorded in Official Records Book 5020, Page 3118 of the Public Records of Orange County, Florida. The undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication.

Signed, sealed and delivered
in the presence of:

FIRST MERCANTILE NATIONAL
BANK

Gregory Holzauer
Print Name: GREGORY L. HOLZHAUER

By: [Signature]
Name: Dwayne R. HAMNER
Title: vice-president

Betty A. Mueller
Print Name: Betty A. Mueller

425 U.S. Highway 17-92 South
Longwood, Florida 32752

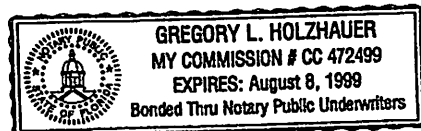
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 28th day of February, 1996 before me personally appeared DWAYNE R. HAMNER as Vice President of FIRST MERCANTILE NATIONAL BANK, a national banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent to Plat Dedication and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me, or ~~has~~ produced as identification.

WITNESS my signature and official seal at Winter Park in the County of Orange and the State of Florida on the day and year last aforesaid.

This instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

Gregory Holzauer
Notary Public
Print Name: _____
My Commission Expires: _____



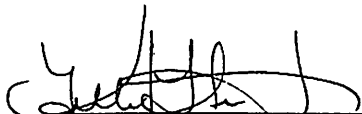
WATER'S EDGE AND BOCA POINTE AT TURTLE CREEK
JOINDER AND CONSENT TO PLAT DEDICATION

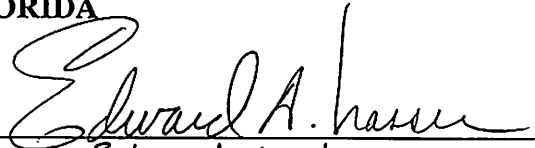
Recorded - Martha O. Haynie


The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property which is recorded in Official Records Book 5036, Page 2117 of the Public Records of Orange County, Florida. The undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication.

Signed, sealed and delivered
in the presence of:

SOUTHERN BANK OF CENTRAL
FLORIDA


Print Name: Kellie J. Huston

By: 
Name: Edward A. Nasser
Title: Vice President


Print Name: SANDRA BRADSHAW

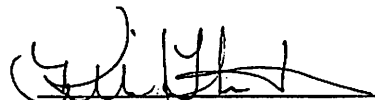
201 East Pine Street
Orlando, Florida 32801

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 22nd day of March, 1996 before me personally appeared Edward A. Nasser as Vice President of SOUTHERN BANK OF CENTRAL FLORIDA, a Florida banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent to Plat Dedication and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me or has produced _____ as identification.

WITNESS my signature and official seal at Orange in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880


Notary Public
Print Name: KELLIE J. HUSTON
My Commission Expires July 12, 1996
BONDED THRU TROY FAIN INSURANCE, INC.

Orange Co FL 5617712
051596 10:23:35am
OR Bk 5058 Pg 2322
Rec 6.00

**WATER'S EDGE AND BOCA POINTE AT TURTLE CREEK
JOINDER AND CONSENT TO PLAT DEDICATION**

Recorded - Martha O. Haynie

The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property which is recorded in Official Records Book 5023, Page 3865 of the Public Records of Orange County, Florida. The undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication.

Signed, sealed and delivered
in the presence of:

SUNTRUST BANK, CENTRAL
FLORIDA, N.A.

[Signature]
Print Name: Hazel M. Naugle

By: [Signature]
Name: Daniel M. Bruder
Title: Vice President

[Signature]
Print Name: Trina B. Nappi

P.O. Box 3833
Orlando, Florida 32802-9956

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this 14th day of March, 1996 before me personally appeared Daniel M. Bruder as Vice President of SUNTRUST BANK, CENTRAL FLORIDA, N. A. a national banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent to Plat Dedication and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me ~~or has produced~~ as identification.

WITNESS my signature and official seal at Maitland in the County of Orange and the State of Florida on the day and year last aforesaid.

This Instrument was Prepared by
GREGORY L. HOLZHAUER
Attorney at Law
P. O. Box 880
Winter Park, FL 32790-0880

[Signature]
Notary Public
Print Name: Angela M. Sless
My Commission Expires:

W:\WPFILES\GLH\GALLIMOR\TCREK-ST.JDR
2/27/96 (4:39 pm)



ANGELA M SLESS
My Commission CC395868
Expires Jul. 26, 1998
Bonded by ANB
800-852-5878

WATER'S EDGE AND BOCA POINTE AT TURTLE CREEK
JOINDER AND CONSENT TO PLAT DEDICATION

Recorded - Martha O. Haynie

The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property which is recorded in Official Records Book 5037, Page 4556 of the Public Records of Orange County, Florida. The undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication.

Signed, sealed and delivered
in the presence of:

BARNETT BANK OF CENTRAL
FLORIDA, N.A.

Michelle A. LaFleur
Print Name: Michelle A. LaFleur

By: Donna A. Garland
Name: Donna A. Garland
Title: Vice President

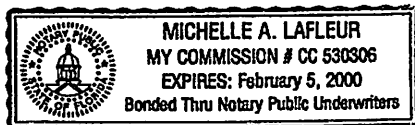
Jean Paster
Print Name: JEAN PASTER

460 East Altamonte Drive
Altamonte Springs, Florida 32701

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this 3rd day of May, 1996 before me personally appeared DONNA A. GARLAND as Vice President of BARNETT BANK OF CENTRAL FLORIDA, N. A. a national banking corporation, to me known to be the individual and officer described in and who executed the foregoing Joinder and Consent to Plat Dedication and acknowledged the execution thereof to be his/her free act and deed as such officer thereunto duly authorized; and that the execution is the act and deed of said corporation. He/She is personally known to me or has produced as identification.

WITNESS my signature and official seal at Altamonte Springs in the County of Seminole and the State of Florida on the day and year last aforesaid.



Michelle A. LaFleur
Notary Public
Print Name: Michelle A. LaFleur
My Commission Expires: 2/5/2000

PROJECT: WATER'S EDGE AND BOCA POINTE AT TURTLE CREEK

PLAT BOOK 36 PAGES 49-52

**JOINDER AND CONSENT TO DEDICATION
(CORPORATION)**

The undersigned hereby certifies that it is the holder of a mortgage, lien or other encumbrance upon the above described property, which encumbrance is recorded in Official Records Book 4946, Page 3519 of the Public Records of Orange County, Florida and is the holder of a mortgage, lien or other encumbrance upon the above described property, which encumbrance is recorded in Official Records Book 4946, Page 3618 of the Public Records of Orange County, Florida and that the undersigned hereby joins in and consents to the dedication of the lands described above by the owner thereof, and agrees that its mortgage, lien or other encumbrance shall be subordinated to the above dedication.

Orange Co FL 3617715
051596 10:23:35am
OR Bk 5058 Pg 2324
Rec 6.00

Signed, sealed and delivered
in the presence of:

**BARNETT BANK OF CENTRAL
FLORIDA, N.A.**

Recorded - Martha D. Haynie

Gregory L. Holthauer

GREGORY L. HOLTHAUER
NAME PRINTED

By: *Bradley J. Carpenter*

Name: Bradley J. Carpenter

Title: Vice President

Donna M. Large

DONNA M. LARGE
NAME PRINTED

Post Office Box 678267
Orlando, Florida 32867-8267

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11 day of April, 1996, by Bradley J. Carpenter as Vice President of BARNETT BANK OF CENTRAL FLORIDA, N.A., a national banking corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

Donna M. Large
Notary Public

Print Name: DONNA M. LARGE

EXHIBIT "A"

Recorded - Martha D. Haynie

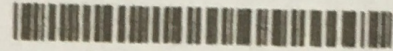
Lot 110 of the Unrecorded Plat of WATER'S EDGE AND BOCA POINTE AT TURTLE CREEK, lying within Section 10, Township 24 South, Range 28 East, Orange County, Florida being more particularly described as follows:

Commence at the Northwest Corner of the South 1/4 of the Northwest 1/4 of said Section 10; thence N89°01'27"E along the North Line of the South 1/4 of the Northwest 1/4 of said Section 10 for a distance of 412.15 feet; thence S00°58'33"E for a distance of 893.14 feet to the Point of Beginning; said point being on a curve concave Southeasterly and having a radius of 1075.00 feet, thence Southwesterly along the arc of said curve from a tangent bearing S28°10'55"W, through a central angle of 5°12'31" for an arc length of 97.73 feet; thence departing said curve along a radial bearing, run N67°01'37"W for a distance of 154.89 feet; thence N08°29'19"W for a distance of 139.21 feet; thence S61°49'05"E for a distance of 232.94 feet to the Point of Beginning.

Together with a non-exclusive easement for ingress and egress over and across the following described property:

A portion of Section 10, Township 24 South, Range 28 East, Orange County, Florida, being more particularly described as follows:

Commence at the Point of Intersection of the Existing Westerly Right-of-way Line of Apopka-Vineland Road and the North Line of the South 1/4 of the Northwest 1/4 of said Section 10; thence S01°11'08"E along said Westerly Right-of-way Line for a distance of 321.77 feet to the Point of Beginning; thence S88°48'52"W for a distance of 126.19 feet to the point of curvature of a curve concave Southeasterly and having a radius of 1092.60 feet, thence Southwesterly along the arc of said curve through a central angle of 32°33'26" for an arc length of 620.85 feet to a point on a curve concave Easterly and having a radius of 70.00 feet, thence Southerly along the arc of said curve from a tangent bearing S07°40'59"W, through a central angle of 08°58'34" for an arc length of 10.97 feet to the point of reverse curvature of a curve concave Northwesterly and having a radius of 25.00 feet, thence Southwesterly along the arc of said curve through a central angle of 56°06'52" for an arc length of 24.48 feet to the point of reverse curvature of a curve concave Southeasterly and having a radius of 1075.00 feet, thence Southwesterly along the arc of said curve through a central angle of 37°03'25" for an arc length of 695.27 feet to the end of said curve; thence departing said curve along a radial bearing, run S72°14'08"E for a distance of 50.00 feet to a point on a curve concave Southeasterly and having a radius of 1025.00 feet, thence Northeasterly along the arc of said curve from a tangent bearing N17°45'52"E, through a central angle of 36°50'48" for an arc length of 659.17 feet to the point of compound curvature of a curve concave Southerly and having a radius of 25.00 feet, thence Easterly along the arc of said curve through a central angle of 60°31'47" for an arc length of 26.41 feet to the point of reverse curvature of a curve concave Northerly and having a radius of 70.00 feet, thence Easterly along the arc of said curve through a central angle of 07°29'58" for an arc length of 9.16 feet to a point on a curve concave Southeasterly and having a radius of 1002.60 feet, thence Northeasterly along the arc of said curve from a tangent bearing N56°07'51"E, through a central angle of 32°41'00" for an arc length of 571.91 feet the point of tangency; thence N88°48'52"E for a distance of 126.19 feet to a point on the aforementioned Existing Westerly Right-of-way Line of Apopka-Vineland Road; thence N01°11'08"W along said Westerly Right-of-way Line for a distance of 90.00 feet to the Point of Beginning.



This instrument prepared by and should be returned to:

Sara K. Wilson, Esquire
TAYLOR & CARLS, P.A.
850 Concourse Parkway South
Suite 105
Maitland, Florida 32751
(407) 660-1040



Cross reference to Declaration recorded in Official Records Book 6058, Page 2263, Public Records of Orange County, Florida

INSTR 20040431832
OR BK 07517 PG 2262 PGS=2
MARTHA O. HAYNIE, COMPTROLLER
ORANGE COUNTY, FL
07/08/2004 11:36:18 AM
REC FEE 18.50

CERTIFICATE OF FIRST AMENDMENT TO THE BY-LAWS OF TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

THIS IS TO CERTIFY that the following language amending Article II, Section 6 constitutes the first amendment to the "By-Laws of Turtle Creek Homeowners' Association, Inc.," which amendment was properly adopted on June 29, 2004, pursuant to the provisions of Article X of the By-Laws which require approval by at least a majority vote of the then Directors present at any regular meeting or any special meeting, to wit:

ARTICLE II. MEMBERSHIP AND VOTING RIGHTS

- 6. Quorum. Thirty (30) Twenty-Five (25) percent of the Members of the Association shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the Members present in person or by proxy, at duly held meetings at which a quorum is present shall be regarded as an act of the Members of the Association.

The original "By-Laws of Turtle Creek Homeowners' Association, Inc.," are recorded in Official Records Book 5058, Pages 2297 through 2309, of the Public Records of Orange County, Florida, as Exhibit "C" to the Declaration of Covenants and Restrictions for Turtle Creek as recorded in Official Records Book 5058, Page 2263 of the Public Records of Orange County, Florida.

Executed at Orlando, Orange County, Florida, on this the 29th day of June, 2004.

(Signatures on following page)

Signed, sealed and delivered
in the presence of:

Robert P. Marone
Signature of Witness
Robert P. Marone
Print Name

**TURTLE CREEK HOMEOWNERS'
ASSOCIATION, INC.**

By: Angelo Prevede
Print Name: ANGELO PREVEDE
President
Address: _____

Jocelyn C. DePrez
Signature of Witness
Jocelyn C. DePrez
Print Name

Attest: Diane Suarez
Print Name: DIANE SUAREZ
Secretary
Address: 10908 EMERALD CHASE
ORL. FL. 32836


(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this 29th day of June, 2004, by Angelo Prevede and Diane Suarez who are personally known to me to be the President and Secretary, respectively, of **TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.**, or have produced _____ (type of identification) as identification. They acknowledged executing this document in the presence of two subscribing witnesses 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.

WITNESS my hand and official seal in the County and State last aforesaid on this 29th day of June, 2004.

Paul L. Wean
Notary Public - State of Florida
Print Name: Paul L. Wean
Commission No.: _____
My Commission Expires: _____

 Paul L. Wean
My Commission DD240816
Expires September 29, 2007

Tck001 car2



Prepared by and Return to:

Thomas R. Slaten, Jr., Esq.
Larsen & Associates, P.L.
300 S. Orange Ave, Suite 1200
Orlando, FL 32801

**SECOND AMENDMENT TO THE BY-LAWS OF TURTLE CREEK
HOMEOWNERS' ASSOCIATION, INC.**

WHEREAS, that certain Declaration of Covenants and Restrictions for Turtle Creek (the "Declaration") is recorded at Official Records Book 5058, Page 2263, of the Public Records of Orange County, Florida; and

WHEREAS, the Turtle Creek Homeowners' Association, Inc.'s By-Laws are incorporated in Exhibit "C" of the Declaration;

WHEREAS, Article X of the By-Laws provides that the By-Laws may be amended by a majority of the then Directors present at any regular or special meeting, if at least seven (7) days notice is given to the Association's members of the Board of Director's intention to alter, amend, repeal, restate or to adopt new By-Laws at such meeting;

Whereas, on December 17, 2014; a duly noticed meeting was held and the necessary vote was obtained from the Board of Directors to amend the By-Laws.

NOW, THEREFORE, the By-Laws are hereby amended as follows:

Article II, Section 3 and a new Article II, Section 7 of the By-Laws are amended and shall read as follows:

3. **Meetings of Members.** The first annual meeting of Members of the Association shall be held on the date, at the place and at the time determined by the Board of Directors, provided, however, that said meeting shall be held to the extent possible, within one (1) year from the date of incorporation of the Association. Thereafter, the annual meeting of the Association shall be held once each calendar year at a date, time and location determined by the Board of Directors. ~~on the anniversary date of the first annual meeting, provided, however, that should the anniversary date fall on a legal holiday, then such annual meeting of the Members shall be held on the day thereafter, which is not a legal holiday.~~

7. **Voting.** Members may vote in person or by proxy. In order to be valid, a proxy must be dated, state the date, time and place of the meeting for which it is given.

be signed by a Member or authorized person, and delivered to the Association by mail, facsimile, electronic transmission or personal delivery not less than 48 hours prior to the scheduled date and time of the Members' meeting. Proxies received by the Association less than 48 hours prior to the scheduled date and time of Members' meeting for which the proxy is given are invalid and shall not be counted for any purpose.

Article III, Sections 2 & 3 of the By-Laws are amended and shall read as follows:

2. Qualification, Number and Tenure. Directors need not be residents of the State of Florida, but shall be individuals of at least age 21, or older. The number of Directors shall be no less than three (3) nor more than nine (9) Directors and may be changed within this range by resolution of the Board of Directors. There shall be at least one Director from each Neighborhood Association as defined in the Declaration. The initial Directors as named in the Articles of Incorporation of the Association shall serve until the first election as herein set forth. Commencing with the 2015 annual meeting, each Director shall be elected for a two year term except as provided below.

3. Election of Directors. At the first annual meeting of the Members of the Association following the cessation of the Class B Membership and at each annual meeting thereafter, until the 2015 annual meeting, the Members shall elect the members of the Board of Directors of the Association to serve until the next annual meeting of the Members of the Association. At the 2015 annual meeting the members of the Board of Directors will commence serving staggered terms. Each Member shall be permitted to cast the same number of votes as the number of Directors of the Association. At the 2015 annual election the candidates receiving the three largest number of votes shall each be elected for two year terms and the candidates receiving the fourth and fifth highest votes shall be elected for one year terms. Thereafter, ~~The persons~~ candidates receiving the largest number of votes shall be elected for two year terms. Cumulative voting is not permitted. Members of the Board of Directors shall be permitted to succeed themselves in office. Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining Directors, even though they may constitute less than a quorum and each person so elected shall serve until the next annual meeting of the Members of the Association.



CERTIFICATE OF AMENDMENT

I, the undersigned, hereby certify that this Second Amendment to the By-Laws was duly adopted by the approval of at least two-thirds (2/3) of members of the Board of Directors with 3 Directors voting for the amendment and 0 Directors voting against, as evidenced by the recordation of this amendatory instrument executed by the President and Secretary of the Association at a duly noticed meeting held on DECEMBER 17, 2014.

Turtle Creek Homeowners' Association, Inc.


Witnesses:
[Signature]
Witness Signature
Print Name: Nicole Hershey

By: [Signature]
as President
Print Name: Michal Orlovsky
c/o Leland Management, Inc.
Address: 6972 Lake Gloria Blvd.
Orlando, FL 32809

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19 day of Dec, 2014, by Michael Orlovsky, as President of Turtle Creek Homeowners' Association, Inc., who is personally known to me or has produced Id as identification. ra

[Signature]
Notary Signature
Notary Stamp or Seal:


DEBORAH A. PEARLMAN
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF001709
Expires 4/1/2017

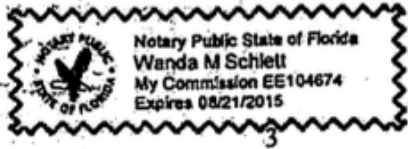
Witnesses:
[Signature]
Witness Signature
Print Name: Ronelle M. Loss

ATTESTED
By: [Signature]
as VICE PRESIDENT
Print Name: STEVEN H. JONES
c/o Leland Management, Inc.
Address: 6972 Lake Gloria Blvd.
Orlando, FL 32809

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 18 day of December, 2014, by Steven Jones, a VP of Turtle Creek Homeowners' Association, Inc., who is personally known to me or has produced Id as identification.

[Signature]
Notary Signature
Notary Stamp or Seal:


Notary Public State of Florida
Wanda M Schlett
My Commission EE104674
Expires 08/21/2015



TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

Prepared by and Return to:

Thomas R. Slaten, Jr., Esq.
Larsen & Associates, P.L.
300 S. Orange Ave, Suite 1200
Orlando, FL 32801

**THIRD AMENDMENT TO THE BY-LAWS OF TURTLE CREEK
HOMEOWNERS' ASSOCIATION, INC.**

WHEREAS, that certain Declaration of Covenants and Restrictions for Turtle Creek (the "Declaration") was recorded at Official Records Book 5058, Page 2263, of the Public Records of Orange County, Florida; and

WHEREAS, the By-Laws of Turtle Creek Homeowners' Association, Inc. are incorporated in the Declaration as Exhibit "C" of;

WHEREAS, Article X of the By-Laws provides that the By-Laws may be amended by a majority of the Directors present at any regular or special meeting of the Board of Directors if at least seven (7) days notice is given to the Association's members of the Board of Director's intention to alter, amend, repeal, restate or to adopt new By-Laws at such meeting;

WHEREAS, on DECEMBER 16 2015; a duly noticed meeting of the Board of Directors was held and the necessary vote of for and against was obtained from the Board of Directors to amend the By-Laws.

NOW, THEREFORE, the By-Laws are hereby amended as follows:

A new Article III, Section 12 of the By-Laws is added and shall read as follows:

12. Removal of Directors by Members. A Director of the Board of Directors may be removed or recalled in accordance with Chapters 617 and 720, Florida Statutes, as these Statutes may be amended from time to time, and pursuant to the following:

(a) Any member of the Board of Directors may be recalled and removed with or without cause by a majority of the total eligible voting interests of the Association.

NEW TEXT INDICATED BY UNDERLINE



(b) Directors may be recalled by an agreement in writing or by written ballot without a membership meeting. The agreement in writing or the written ballots, or a copy thereof, must be in substantial compliance with the forms approved by the State of Florida and must be served on the Association by certified mail or by personal service in the manner authorized by Chapter 48, Florida Statutes and the Florida Rules of Civil Procedure, as amended from time to time.

(c) The Board of Directors shall duly notice and hold a meeting of the Board within five (5) full business days after receipt of an agreement in writing or written ballots recalling one or more Directors. At the meeting, the Board shall either certify the written ballots or written agreement to recall a Director or Directors of the Board, in which case such Director or Directors shall be recalled effective immediately and shall turn over to the Board within five (5) full business days any and all records and property of the Association in their possession. These records shall include all official records of the Association as outlined in Section 720.303(4), Florida Statutes, as amended from time to time.

(d) If a vacancy occurs on the Board of Directors as a result of a recall and less than a majority of the Board of Directors are removed, the vacancy may be filled by the affirmative vote of a majority of the remaining Directors, provided however that the Board may not reappoint the Directors who were recalled. If vacancies occur on the Board as a result of a recall and a majority or more of the Directors are removed, the vacancies shall be filled by the Members voting in favor of the recall. Members may vote for replacement Directors in the same instrument that recalled a majority or more of the Directors, provided the instrument is in accordance with procedural rules adopted from time to time by the State of Florida.

(e) If a Director who is removed fails to relinquish his or her office or fails to turn over records, the Association may petition the Circuit Court in and for Orange County to summarily order the Director to relinquish his or her office and turn over all Association. In any such action, the prevailing party shall be entitled to be reimbursed for its reasonable attorneys' fees and costs.

(f) Any Director who is recalled from the Board shall not be eligible to be a candidate for the board of directors until the subsequent annual meeting of the Members.

NEW TEXT INDICATED BY UNDERLINE



TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

CERTIFICATE OF AMENDMENT

I, the undersigned, hereby certify that this Third Amendment to the By-Laws was duly adopted by the approval of at least two-thirds (2/3) of members of the Board of Directors with 3 Directors voting for the amendment and 1 Directors voting against, as evidenced by the recordation of this amendatory instrument executed by the President and Secretary of the Association at a duly noticed meeting held on December 16, 2015.

Witness:

Turtle Creek Homeowners' Association, Inc.

Kent Taylor, PCAM
Witness Signature

Print Name: KENT TAYLOR

Michael Kulich
By: _____

as President

Print Name: Michael Kulich

c/o Leland Management, Inc.

Address: 6972 Lake Gloria Blvd.

Orlando, FL 32809

STATE OF FLORIDA

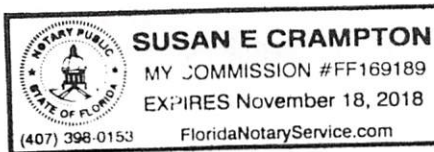
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16 day of DEC, 2015, by Michael Kulich, as President of Turtle Creek Homeowners' Association, Inc., who is personally known to me or has produced n/a as identification.

Susan E Crampton
Notary Signature

Notary Signature

Notary Stamp of Seal:





TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

Witness:

Kent Taylor, PCAM

Witness Signature

Print Name: KENT TAYLOR

ATTESTED:

By: *[Signature]*

as-Secretary VP / Treasurer

Print Name: Didier Jupilat

c/o Leland Management, Inc.

Address: 6972 Lake Gloria Blvd.

Orlando, FL 32809

STATE OF FLORIDA

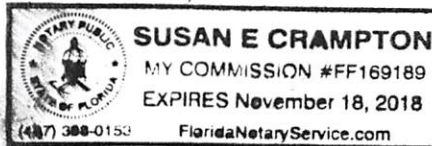
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16 day of DEC., 2015, by DIDIER JUPILAT as ^{V.P. TREASURER} Secretary of Turtle Creek Homeowners' Association, Inc., who is personally known to me or has produced N/A as identification.

[Signature]

Notary Signature

Notary Stamp or Seal:





TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

6972 Lake Gloria Blvd., Orlando, FL 32809-3200
Telephone: 407-781-1181 / Fax: 407-781-1298

Prepared by and Return to:

Thomas R. Slaten, Jr., Esq.
Larsen & Associates, P.L.
300 S. Orange Ave, Suite 1200
Orlando, FL 32801

**FOURTH AMENDMENT TO THE BY-LAWS OF TURTLE CREEK
HOMEOWNERS' ASSOCIATION, INC.**

WHEREAS, that certain Declaration of Covenants and Restrictions for Turtle Creek (the "Declaration") was recorded at Official Records Book 5058, Page 2263, of the Public Records of Orange County, Florida; and

WHEREAS, the By-Laws of Turtle Creek Homeowners' Association, Inc. (the "By-Laws") are incorporated in the Declaration as Exhibit "C" of;

WHEREAS, Article X of the By-Laws provides that the By-Laws may be amended by a majority of the Directors present at any regular or special meeting of the Board of Directors if at least seven (7) days notice is given to the Association's members of the Board of Director's intention to alter, amend, repeal, restate or to adopt new By-Laws at such meeting;

WHEREAS, on April 20, 2016; a duly noticed meeting of the Board of Directors was held and the necessary vote of 5 for and 0 against was obtained from the Board of Directors to amend the By-Laws.

NOW, THEREFORE, the By-Laws of Turtle Creek Homeowners' Association, Inc. are hereby amended to read as follows:



TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

6972 Lake Gloria Blvd., Orlando, FL 32809-3200
Telephone: 407-781-1181 / Fax: 407-781-1298

II. MEMBERSHIP AND VOTING RIGHTS

5. Notice of Meetings. ~~Except in the event of emergency, written notice stating the place, day and hour of any annual or special meeting of the Members shall be posted in a conspicuous place within the Property at least forty-eight (48) hours before the meeting, or shall be delivered personally or by mail to each Member of the Association not less than seven (7) days before such meeting. Notice of an annual meeting need not include a description of the purpose or purposes for which the meeting is called. Notice of a special meeting must include a description of the purpose or purposes for which the meeting is called.~~

A. Annual Meetings. At least 60 days before a scheduled election, the Association shall mail, deliver, or electronically transmit to each Member entitled to vote, a first notice of the date of the annual meeting and election. The first notice must include the procedure and deadline to consent to electronic voting. The first notice must also state that a Member desiring to be a candidate for the Board of Directors must give written notice of his or her intent to be a candidate to the Association at least 40 days before the scheduled annual meeting and election and that nominations will not be accepted after the 40 day deadline or at the annual meeting.

Anyone desiring to be a candidate for the Board of Directors shall give his or her written notice to the Association not less than 40 days before the scheduled election. Written notice shall be effective when received by the Association by certified mail, return receipt requested, or by personal delivery, or by regular U.S. mail, or by electronic mail, or by facsimile or by telegram. Any candidate desiring to provide an information sheet to the Association's eligible voters may furnish an information sheet to the Association not less than 35 days before the annual meeting and election, provided the



TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

6972 Lake Gloria Blvd., Orlando, FL 32809-3200
Telephone: 407-781-1181 / Fax: 407-781-1298

information sheet is no larger than 8 ½ inches by 11 inches. The Association is not liable for the contents of the information sheets prepared by the candidates.

Together with the written notice and agenda, no less than 14 days and no more than 34 days prior the annual meeting and election, the Association shall mail, deliver, or electronically transmit a second notice of the annual meeting and election to all Members entitled to vote that states the place, day and hour of the annual meeting, together with a list of eligible candidates in alphabetical order by last name, and any timely submitted candidate information sheets, as well as instructions for voting in person or online.

B. Special Meetings. Except in the event of emergency, written notice stating the place, day and hour of any special meeting of the Members shall be posted in a conspicuous place within the Property and shall be delivered personally or by mail or electronically to each Member of the Association not less than fourteen (14) days before such meeting. Notice of a special meeting must include a description of the purpose or purposes for which the meeting is called.

7. Voting. Any Member entitled to vote may cast their vote in person or electronically through an online voting system authorized by the Board of Directors. Members may not vote by proxy or absentee ballot.

III. BOARD OF DIRECTORS

11. Attendance & Voting. Directors may attend meetings and cast votes in person, by phone or by video conference. Directors may not vote by proxy or by secret ballot at Board meetings, except that secret ballots may be used in the election of officers. This subsection also applies to the meetings of any committee or other similar body, when a final decision will be made regarding the expenditure of Association funds, and to any committee vested with the power to approve or disapprove architectural changes with respect to Lots owned by any Member.



TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

6972 Lake Gloria Blvd., Orlando, FL 32809-3200
Telephone: 407-781-1181 / Fax: 407-781-1298

CERTIFICATE OF AMENDMENT

I, the undersigned, hereby certify that this Amendment to the By-Laws was duly adopted by the approval of majority of the Directors present at a regular or special meeting of the Board of Directors with 5 Directors voting for the amendment and 0 Directors voting against, as evidenced by the recordation of this amendatory instrument executed by the President and Secretary of the Association at a duly noticed meeting held on April 20, 2016.

Witness:

Turtle Creek Homeowners' Association, Inc.

Kent Taylor, PCA/M

Witness Signature

Print Name: KENT TAYLOR

By:

Michael Kulich

as President

Print Name: Michael Kulich

c/o Leland Management, Inc.
Address: 6972 Lake Gloria Blvd.
Orlando, FL 32809

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20th day of April, 2016, by Michael Kulich, as President of Turtle Creek Homeowners' Association, Inc., who is personally known to me or has produced _____ as identification.

Susan E Crampton

Notary Signature

Notary Stamp or Seal:





TURTLE CREEK HOMEOWNERS' ASSOCIATION, INC.

6972 Lake Gloria Blvd., Orlando, FL 32809-3200
Telephone: 407-781-1181 / Fax: 407-781-1298

Witness:

Kent Taylor, PCAM

Witness Signature

Print Name: KENT TAYLOR

ATTESTED:

By: *[Signature]*

as Secretary

Print Name: Raied Alani

c/o Leland Management, Inc.
Address: 6972 Lake Gloria Blvd.
Orlando, FL 32809

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20th day of APRIL, 2016, by Michael Kulich, as President of Turtle Creek Homeowners' Association, Inc., who is personally known to me or has produced _____ as identification.

[Signature]
Notary Signature

Notary Stamp or Seal:

