

PREPARED BY AND RETURN TO:
GREENBERG NIKOLOFF, P.A.
1964 BAYSHORE BOULEVARD, SUITE A
DUNEDIN, FL 34698

**CERTIFICATE AS TO
AMENDED AND RESTATED
BY-LAWS
OF
COUNTRYSIDE NORTHRIDGE HOMEOWNERS ASSOCIATION, INC**

NOTICE IS HEREBY GIVEN that at a duly called meeting of the members on February 3, 2022, called for the purpose of voting on the proposed Amended and Restated By-Laws, the original By-Laws being an Exhibit to the original Declaration of Covenants, Conditions, Restrictions for North Ridge, recorded at O.R. Book 5627, Page 1505 et seq. of the Public Records of Pinellas County, Florida, and same was duly adopted by a majority vote of the quorum of Members present in person or by proxy. The By-Laws are amended and restated in its entirety to read as reflected on the attached Amended and Restated By-Laws of Countryside Northridge Homeowners Association, Inc. which is incorporated in its entirety herein by this reference. It is noted that the attached Exhibit "A" does not show underlining of newly added language or strikethroughs of stricken language; however, the Amended and Restated By-Laws was presented to the membership for a vote with underlining and strikethroughs to show all proposed changes and is merely being recorded without such underlining and strikethroughs to present a clean and easy to read document.

IN WITNESS WHEREOF, COUNTRYSIDE NORTHRIDGE HOMEOWNERS ASSOCIATION, INC. has caused this Certificate to be executed in accordance with the authority hereinabove expressed this 1st day of June, 2022.

**COUNTRYSIDE NORTHRIDGE
HOMEOWNERS ASSOCIATION, INC.**

(Corporate Seal)

By: Willott R. Smith
Willott R. Smith, President

ATTEST:

MARIA OCZKO-CANAL
MARIA OCZKO-CANAL Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this 1st day of JUNE, 2022, by Willott R. Smith, as President and MARIA OCZKO-CANAL, as Secretary, of COUNTRYSIDE NORTHRIDGE HOMEOWNERS ASSOCIATION, INC., and are personally known to me ~~or~~ have produced DRIVERS LICENSE as identification. AND

My Commission Expires:

Colleen Groth
Notary Public
State of Florida at Large



COLLEEN GROTH
Commission # GG 982663
Expires July 22, 2024
Bonded Thru Budget Notary Services

**AMENDED AND RESTATED
BY-LAWS
OF
COUNTRYSIDE NORTHRIDGE HOMEOWNERS ASSOCIATION, INC.**

WHEREAS, the original By-Laws were recorded as an Exhibit to the Declaration of Covenants, Conditions, Restrictions for North Ridge, which was originally recorded at O.R. Book 5627, Page 1505, et. seq., of the Public Records of Pinellas County, Florida, and were subsequently amended and restated in its entirety, by that Certificate of Amendment, recorded at O.R. Book 7477, Page 1080, et. seq., of the Public Records of Pinellas County, Florida; and,

WHEREAS, the Association and its Members have voted to further amend and restate the By-Laws by a majority vote of the quorum of Members present in person or by proxy pursuant to the amendment provisions of the By-Laws;

NOW THEREFORE, the By-Laws of Countryside Northridge Homeowners Association, Inc., are hereby amended and restated in their entirety as follows:

**ARTICLE I
NAME AND LOCATION**

The name of the corporation is COUNTRYSIDE NORTHRIDGE HOMEOWNERS ASSOCIATION, INC. hereinafter referred to as the "Association." The principal office of the Association shall be as designated from time to time by the Board of Directors, and as the same is reflected in its Corporate Annual Report to the Florida Department of State. Meeting of the Members and Directors may be held at such places within the City of Clearwater, Florida as may be designated by the Board of Directors.

**ARTICLE II
DEFINITIONS**

Section 1. "Association" shall mean and refer to COUNTRYSIDE NORTHRIDGE HOMEOWNERS ASSOCIATION, INC., its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of properties, with the exception of Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any lot, which is part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to the US HOME CORPORATION, a Delaware corporation authorized to do business in the state of Florida. The Association has been assigned the rights of the Declarant for certain purposes pursuant to the amendment to the Declaration recorded at Book 6359 at Page 20, of the Official Records of Pinellas County, FL.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions applicable to the Properties recorded in the Public Records of Pinellas County, FL.

Section 8. "Member" shall mean and refer to those persons entitled to Membership as provided in the Declaration.

ARTICLE III MEETING OF MEMBERS

Section 1. Annual Meetings. The annual meeting of the Members shall be held within the month of December, the place, date and hour to be established at the discretion of the Board of Directors.

Section 2. Special Meetings. Special meeting of the Members may be called at any time by the President or the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all the votes of the Membership.

Section 3. Notice of Meetings. Written notice of each meeting of the Members shall be mailed, electronically transmitted or transmitted by any other means of technology as deemed appropriate by the Board at least fifteen (15) days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by each Member to the Association for the purpose of notice. Such notice shall specify the place, day, hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one tenth (1/10) of the votes of the Membership shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be presented or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or represented.

Section 5. Proxies. At all meetings of the Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

**ARTICLE IV
BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE**

Section 1. Number. The affairs of this association shall be managed by a Board of five (5) Directors, all of whom shall be Members of the Association.

Section 2. Term of Office. Directors shall serve staggered two (2) year terms. As of the date of recording of these Amended & Restated Bylaws, Director Seats 1, 2 and 3 shall expire in December 2022; Director Seats 4 and 5 shall expire in December 2021.

Section 3. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a Director, his successor shall serve until the next annual meeting at which time a successor will be elected by the Members to serve the remainder of the term of the Board Member whose removal or resignation has created the vacancy.

Section 4. Compensation. No Director shall receive compensation for any service they may render to the Association; however, any Director may be reimbursed for his/her actual expenses incurred in the performance of his/her duties.

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

**ARTICLE V
NOMINATION AND ELECTION OF DIRECTORS**

Section 1. Nomination. No less fifteen (15) days prior to the Annual Meeting, the Association shall issue a notice of such meeting and election and shall solicit advanced nominations at that time. Advanced nominations shall be accepted in writing up to seventy-two (72) hours prior to the Annual meeting. Advanced nominees shall be placed on the ballot, which will be available to owners at the Annual meeting. Nominations shall also be accepted from the floor at the annual meeting provided such person so nominated consents to stand for election.

Section 2. Election. Election of the Board of Directors shall be by secret written ballot. At such election, 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 persons receiving the largest number shall be elected. Cumulative voting is not permitted.

**ARTICLE VI
MEETINGS OF DIRECTORS**

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held at the discretion of the Board of Directors, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then

that meeting shall be held at sometime within one week on a day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two (2) Directors, after not less than three (3) days' notice to each Director.

Section 3. Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by the majority of the Directors at duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

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

(A) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the Membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration. Declare the office of a Member of the Board of Directors to be vacant in the event such Member shall be absent from three (3) consecutive regular meetings of the Board of Directors: and

(B) Employ a manager, and independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

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

(A) Cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting when such statement is requested in writing by one-fourth (1/4) of the Members who are entitled to vote;

(B) Supervise all the officers, agents, and employees of this Association, and to see their duties are properly performed;

(C) As more fully provided in the Declaration, to:

- (1) Fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period;
- (2) Send written or electronic notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period;
- (3) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after the due date or to bring an action at law against the owner personally obligated to pay the same.

(D) Issue, or to cause and appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment.

(E) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate.

(F) Adopt reasonable Rules & Regulations governing the use of the Lots and Common Areas.

ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a President and Vice President, who shall at all times be Members of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless they resign sooner, or be removed or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. The Board may remove any officer from office with or without cause. Any officer may resign at any time by giving a written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise necessary to make it affective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the office they replace.

Section 7. Multiple Offices. The offices of the Secretary and Treasurer may be held simultaneously by the same person. No person shall simultaneously hold more than one of any the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

(A) President. The President shall preside at all meetings of the Board of Directors: shall see that orders and resolutions of the Board are carried out: shall sign all leases, mortgages, deeds and other written instruments.

(B) Vice President. The Vice President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

(C) Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep appropriate current records showing all Members of the Association together with their addresses and shall perform such other duties as required by the Board.

(D) Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks, invoices and promissory notes of the Association, keep proper books of account; cause an annual audit of the Association books to be made by an Audit Committee of the Membership appointed by the President and approved by the Board at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the Membership at its regular meeting, and deliver a copy of each to the Members.

ARTICLE IX COMMITTEES

The President shall nominate, subject to the approval of the Board of Directors, an Architectural Control Committee and an Audit Committee as provided in the Declaration and these By- Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose. The Chairman of such committees shall be nominated by the President subject to the approval of the Board.

ARTICLE X BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual and special assessments, which are secured by continuing lien upon the property against which the assessment is made. Any assessments, which are not paid when due shall be delinquent. If the Assessment is not paid within thirty (30) days after the due date, the assessment shall be subject to a late fee as established by the Board, and shall bear interest from the due date at the maximum rate allowed by law, and the Association may

bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provide for herein by non use of the Common Area or abandonment of his Lot.

ARTICLE XII AMENDMENTS

Section 1. These By-Laws may be amended, at a regular meeting or special meeting of the Members by a vote of a majority of the quorum of Members present in person or by proxy.

Section 2. In case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLES XIII MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

END OF AMENDED AND RESTATED BY-LAWS