

BY-LAWS OF MOBILE MANOR, INC.

AMENDED March 4th, 2010

AMENDED November 7, 2013

AMENDED March 6th, 2014

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ARTICLE I: NAME

- Sec. 1. The name of this corporation shall be Mobile Manor, Inc. a 55 and over Mobile home Subdivision.
- Sec. 2. The principal office of the corporation in this State shall be located at 150 Lantern Lane, N. Fort Myers, FL. All correspondence and deliveries pertaining to the Corporation to be to this address.
- Sec. 3. Other offices for the transaction of business shall be located at such places as the Board of Directors may from time to time determine.

ARTICLE II: PURPOSE

The objectives and general purposes of this Corporation shall be:

1. To promote good relations among our members and with the general public.
2. To promote the mutual interest of the members.
3. To find solutions for our common problems.
4. To inform the members regarding matters of common interest.

ARTICLE III: MEMBERSHIP

- Sec. 1. The members of the Corporation shall be lot owners as defined in the Articles of Incorporation, except that each lot shall have only one membership, regardless of the number of owners. There shall be one vote for each member.
- Sec. 2. The will of the membership is the highest authority of the Corporation.

However, in the case of emergencies necessary action may be taken by the Board of Directors until such time as permission can be obtained.

- Sec. 3. Members that commit to Mobile Manor, Inc. maintenance shall have the use of all the amenities in Mobile Manor and be permitted to vote in any election held, if their membership is "In Good Standing".
- (A) To be a member "In Good Standing" for the Annual Meeting in February, all fees for the preceding twelve (12) months must be paid by December 31st. In order to vote in all meetings of the Corporation, all fees must be current through the last day of the previous month.
- Sec. 4. During any period Maintenance payments are in arrears, that member's voting privileges and use of all amenities will be suspended.

ARTICLE IV: MEETINGS AND OUORUMS

- Sec. 1. Regular meetings of the Corporation members shall be held at 2:30 p.m. the first Thursday of each month from November through April of each year. Said meetings to be held on corporate property, or elsewhere, as may be defined in the notice of such meeting.
- Sec. 2. Special meetings of the Corporation may be called at any time by the President or in his/her absence, the Vice-President, or a majority of the Directors at a location designated by the notice.
- Sec. 3. It shall be the duty of the Directors, President or Vice-President to call a special meeting whenever so requested by those Corporation members, presenting a petition, constituting more than ten percent (10%) of the Corporation voting membership.
- Sec. 4. The annual meeting shall be the regular meeting held in the month of February. Notice of the time and place of the annual meeting shall be posted on corporate property not less than ten days prior to the meeting.
- Sec. 5. Proxies shall be allowed, but must be in writing. They shall be filed with the Secretary, and by him/her be entered and recorded in the minutes of the meeting.
- Sec. 6. A quorum for the transaction of business at the Annual Meeting shall constitute the number of memberships representing thirty percent (30%) of the voting memberships. Corporation members present will adjourn the meeting if a quorum is not present.
- Sec. 7. A quorum for the transaction of regular monthly meetings or special meetings shall be twenty percent (20%) of the voting memberships.
- Sec. 8. An agenda shall be prepared by the Secretary in consultation with the President, posted and available to the membership at least three (3) days prior to the meeting. Any item presented and not on the agenda will be tabled and considered a study item and will appear on the next month's agenda. All meetings to be recorded.

ARTICLE V: ADMINISTRATION AND MANAGEMENT OF CORPORATION BOARD OF DIRECTORS

- Sec. 1. The administration and management of the Corporation affairs, including the Corporation property, and the providing of utilities, shall be vested in the Corporation through the Board of Directors. The Corporation shall maintain a membership vote and shall maintain such accounts and records as necessary and prudent in accordance with good business standards. The Corporation, through its officers and directors, shall have the powers, authorities and responsibilities, as are vested in the officers and directors of a corporation not for profit under the laws of the State of Florida.
- Sec. 2. The business property of the Corporation and, generally, the management and control of the Corporation and the property owned by it, shall be conducted and managed by the Board of Directors of not more than nine (9) members who shall be elected by Corporation members.
- Sec. 3. The regular monthly meetings of the Board of Directors shall be the fourth Tuesday of the month prior to each regular monthly meeting.
- Sec. 4. Special meetings of the Board of Directors shall be held in the principal office of the Corporation or at such place as the majority of the Directors shall designate.
- Sec. 5. A majority of the Board of Directors shall constitute a quorum at any monthly or special meeting.

- Sec. 6. The Board of Directors shall, as it may be necessary, appoint committees to handle the day-to-day affairs of the Corporation, each committee to include one (1) member of the Board of Directors.
- Sec. 7. All salaries and wages of any Corporation employee shall be determined and regulated by the Board of Directors.
- Sec. 8. All contract bids on any Corporation facilities must be approved by the Board of Directors. In addition any bid over \$2000 must be approved by the voting membership in attendance. Agenda of such meeting will include a description of the expenditure.
- (A) An Audit committee will be appointed by the Board of Directors immediately after the annual election. It shall conduct an annual audit of the Corporation.
- (B) A manager may be appointed by the Board of Directors. The duties and salary of the manager will be set by the Board of Directors.
- Sec. 9. The Board of Directors shall consist of no more than nine (9) members: President, Vice-President, Secretary, Treasurer, and four (4) members elected at large. The outgoing President may serve on the Board in a non-voting capacity. The President and Vice-President are to be elected yearly and may not serve more than four (4) consecutive one-year terms. The Secretary and Treasurer shall be elected each year, but may continue to hold office as long as they desire and are elected with the approval of the membership each year. Board members at large are elected for a two (2) year term, but may not serve more than two (2) consecutive terms.
- Sec. 10. The Board of Directors shall adopt a budget for each fiscal year. The fiscal year of the Corporation shall be January 1st through December 31st of each year. Copies of the proposed budget will be presented to the members at the Annual Meeting.
- Sec. 11. The Corporation Treasurer or his or her designee shall deposit the Corporation funds in such bank or banks as the Board of Directors may direct. Withdrawals of such funds shall be made by the Treasurer or others as designated by the Board of Directors
- Sec. 12. The Board of Directors may make such rules and regulations governing the use of Corporation property as they may deem proper.
- Sec. 13. No Corporation employee may be elected or appointed to serve on the Corporation Board of Directors.
- Sec. 14. Management, or Board, may bar the use of the facilities to members or guests who become undisciplined or destructive.
- Sec. 15. Management, or Board, may bar the use of key/keys to corporate property that are being used in an undisciplined or destructive manner by members/guests, and ask for the immediate return of such key/keys. If key/keys are not returned, the person/persons retaining the key/keys will be responsible for the cost of changing the lock/locks in question.

ARTICLE VI: OFFICERS

- Sec. 1. The Corporation shall have a President, Vice-President, Secretary, and Treasurer. They shall be elected or re-elected at the Annual Meeting of the Corporation. Any officer may be removed upon a majority vote of the membership at any special meeting called for such purpose and upon which notice has been given to the membership. The quorum of such special meeting must be thirty percent (30%) of the voting membership.
- Sec. 2. The President, or in his/her absence, the Vice-President, shall preside at all meetings of the Board of Directors and Corporation, unless he/she requests a moderator/parliamentarian. The Board of Directors shall have supervision over the affairs of the Corporation and manager.
- Sec. 3. The Secretary is responsible for issuing notices of all meetings, and shall attend and keep minutes of the same. He/she shall be custodian of the Corporate Seal, have charge of the Corporation records and papers, and shall perform all the duties incidental to his/her office.
- (A) Minutes of Association meetings shall be placed in the office within ten (10) days following the meeting.
- (B) Minutes of Board meetings to be available to the Board members not later than three (3) days following the meeting.
- Sec. 4. The Treasurer shall have custody of the funds of the Corporation, shall have-supervision of books of accounting, and shall insure that vouchers, receipts, records and other papers incidental to such office are maintained. The Treasurer or his or her designee shall also maintain an assessment roll of the names of each member of the Corporation.
- Sec. 5. Each of the officers above described shall, in addition to the powers and duties conferred upon them herein, have all the powers, authorities and responsibilities as are designated to officers of a corporation not for profit under the laws of the State of Florida.

ARTICLE VII: ELECTIONS

- Sec. 1. The election of officers and directors shall be held at the Annual Meeting in February.
- Sec. 2. Nominating committee of three (3) members shall be appointed by the President at the regular meeting in December.
- Sec. 3. Only members in good standing will be nominated. Any member desiring to run for an office will submit an acceptance in writing for the office of their choice by the January meeting date. Such forms shall be filed with the Secretary and remain on file during the Directors term of office. Acceptance will be submitted to the nominating committee prior to that meeting. Nominations may also be made from the floor at the January meeting.
- (a) No property owner living off Mobile Manor shall hold an office on Mobile Manor, Inc. Board of Directors
- (b) When an officer or director of the Board has once served his/her maximum years of consecutive terms, a one (1) year ineligibility is to be served off of the Board before he/she is eligible for further nominations to the Board.
- Sec. 4. A ballot will be prepared and delivered or mailed to all members not less than twenty (20) days before the Annual Meeting with instructions for voting. The candidate receiving a plurality of votes will be elected.
- Sec. 5. All interim vacancies of officers and directors shall be filled by appointment by the Board of Directors.

ARTICLE VIII: MAINTENANCE

- Sec. 1. (A) Costs to cover the recurring maintenance expenses for each succeeding year, shall be decided and voted on, in advance of, or before December 20th, preceding the year for which Maintenance Fees are to be paid. If no action is taken as required, the Maintenance Fee shall be presumed to have been left at the amount of the previous year
- Sec. 2. (A) Payments of maintenance fees to be paid in twelve (12) equal consecutive installments by the last day of the month or in advance.
- (B) The total of the increase for recurring common expenses shall not be more than 05% of the Maintenance Fee of the prior year and approved by the membership, entitled to cast, by at least 51% of the votes of the Corporation.
- (C) In the event such an annual increase for recurring expenses proves to be insufficient, it may be amended upon approval by the membership. Such approval must be by sixty percent (60%) of the voting membership. Any increase for the remaining portion of the calendar year shall be due in equal monthly installments.
- Sec. 3. When property transactions (sell/purchase) are in progress, it is incumbent upon the seller to see that the potential buyer has a conference with the office manager, relative to his or her obligations to the Corporation.
- Sec. 4. Costs for expenses of emergencies which cannot be paid from the Maintenance Fees for recurring expenses shall be made only after notice of the need thereof to the members concerned. After such notice and approval by the members representing sixty percent (60%) of the outstanding voting memberships, the increase shall become effective and shall be due after thirty (30) days' notice thereof.

ARTICLE IX: AMENDMENT OF BYLAWS

- Sec. 1. Upon proper notice, the BYLAWS may be amended, altered or rescinded by two-thirds vote of the voting members in attendance, provided a written notice has been delivered or mailed to all members of intent to amend BYLAWS at least twenty (20) days before the date of such meeting.

ARTICLE X: PARLIAMENTARY RULES

- Sec. 1. Roberts' Rules of Order (latest edition) shall govern the conduct of meetings when not in conflict with the Articles or these BYLAWS. The Board may also make such rules and regulations covering its meeting as it may, in its discretion, determine necessary.