

TRUDI SULKIS
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NEW PORT RICHEY, FL 34652

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Rept: 949651 Rec: 12.50
DS: 0.00 IT: 0.00
12/08/05 Dpty Clerk

AMENDMENTS TO THE BYLAWS

FOR IMPERIAL EMBASSY CONDOMINIUM I

These are amendments to the Bylaws for Imperial Embassy Condominium I, which document is dated March 18, 1969 in Official Record Book 488, pages 328 through 337, Public Records of Pasco County, Florida.

The following resolutions were adopted by the directors of Imperial Embassy Condominium I, a Florida nonprofit corporation, and approved by signature of 75% of the unit owners.

JED PITTMAN, PASCO COUNTY CLERK
12/08/05 11:12am 1 of 2
OR BK 6734 PG 1807

1. Official Record Book 488, Page 332
Article III, Section 2. (E)

Present Wording:

Assess and collect all assessments pursuant to the Condominium Act.

Resolved to amend as follows:

Assess and collect all assessments pursuant to Chapter 718, Florida Statutes, The Condominium Act.

Maintenance payments are due on the first of each month and special assessments on dates as announced. A "Late Charge" of ten (10) dollars will be added after the fifth (5th) day from the date on which the payment is due, and every month thereafter until payment is received. After ninety (90) days; if maintenance or special assessment is not paid, lien proceedings will be applied and all costs charged to the unit owner.

2. Official Record Book 488, Pages 333-334
Article III, Section 7 - Compensation

Present Wording:

No compensation shall be paid to directors for their services as directors. No remuneration shall be paid a director for services performed by him for the Association in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken.

-Resolved to amend as follows:

No compensation shall be paid to directors or appointed officers for their service as director or officer, except for the services of the Treasurer of the Association, who can receive payment as determined by the Board of Directors. No remuneration shall be paid a director or appointed officer for services performed by him for the Association in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken.

The undersigned Directors of Imperial Embassy Condominium I hereby certify that the foregoing amendments have been properly adopted by the Board of Directors of the Association and ratified by the members of the Association.

Dated this 6 day of December 2005

Witnesses:

Imperial Embassy Condominium I

1. [Signature]

By: Trudi Sulskis
Trudi Sulskis, Secretary

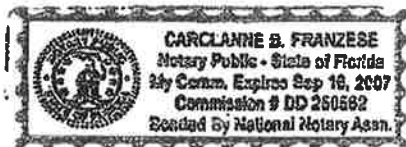
2. [Signature]

By: Faustino Pifferrer
Faustino Pifferrer
Vice President

State of Florida
County of Pasco:

I hereby certify that on this 6 day of December 2005 personally appeared before me Trudi Sulskis, Secretary, and Faustino Pifferrer, Vice President, respectively, of Imperial Embassy Condominium I, a nonprofit corporation existing under the laws of the State of Florida, and that they acknowledged before me that they executed the foregoing for the purpose set forth herein, and that their execution of same is the act and deed of the corporation.

Witness my hand and official seal in the State and County aforesaid, this 6 day of December 2005.



[Signature]
Notary Public

CARLANNE B. FRANZE
(Typed Name of Notary Public)

BOOK 438 PAGE 328

EXHIBIT "A"

BY LAWS

of

IMPERIAL EMBASSY CONDOMINIUM I

The operation of the condominium property of IMPERIAL EMBASSY CONDOMINIUM I shall be governed by these By-Laws and in accordance with the provisions of F.S.A. Chapter 711, known as (and hereinafter referred to) the Condominium Act.

ARTICLE I.

DEFINITIONS

Section 1. All words, phrases, names and/or terms used in the Declaration and these By-Laws shall have the same meaning and be used and defined the same as they are used and defined in the Condominium Act.

ARTICLE II.

THE ASSOCIATION

Section 1. Name. The name of this Association is IMPERIAL EMBASSY CONDOMINIUM I Association.

Section 2. Legal Status. The Association is not incorporated but is an entity existing pursuant to the Condominium Act.

Section 3. Members. The owners of the condominium parcels shall be the members of this Association.

(a) Any legal entity capable of ownership of real property under the Laws of Florida shall be eligible for membership.

(b) Any legal entity, upon acquiring title to a condominium parcel, shall ipso facto become a member of the Association; and upon the conveyance or transfer of said ownership, said owner's membership in the Association shall ipso facto cease.

Section 4. Place of Meetings. Meetings of the membership

- (c) Reading of the minutes of preceding meeting.
- (d) Reports of officers.
- (e) Reports of Committees.
- (f) Election of inspectors of election (if election to be held).
- (g) Election of Board members (if election to be held).
- (h) Unfinished business.
- (i) New business.

ARTICLE III.

ADMINISTRATION

A. BOARD OF DIRECTORS

Section 1. Number and Qualification. The affairs of the Association shall be governed by a Board of Directors composed of three or five persons, as determined by majority vote of the membership, all of whom shall be members of the Association, be up to date in the payment of their respective assessments, and have complied with the rules and regulations of the Association.

Section 2. Powers and Duties. The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association, and may do all such acts and things as are not by the Declaration, the Condominium Act, or these By-Laws directed to be exercised and done by the members or officers. The powers of the Board shall include, but not be limited to, the following:

- (a) To prepare and adopt an annual operating budget, which budget shall be sufficient in amount to pay for all necessary expenses and expenditures to be shared in common by the respective owners of units, and including a reasonable reserve for repairs, upkeep and replacement of the common elements,

and for contingencies.

(b) To promulgate such rules and regulations pertaining to use and occupancy of the common elements as may be deemed proper, and which are consistent with these By-Laws, the Condominium Act, and the Declaration. Such rules and regulations shall require the affirmative vote or written approval of seventy-five per cent (75%) of the unit owners before becoming effective.

(c) To prepare a detailed report of the acts, accounts, and statements of income and expense for the previous year, and present same at the annual meeting of members.

(d) To determine who shall act as legal counsel for the Association whenever necessary.

(e) To determine the depository for the funds of the Association.

(f) To acquire the necessary personnel needed for the maintenance, care, and upkeep of the common elements, and set the salaries of said personnel.

(g) Assess and collect all assessments pursuant to the Condominium Act.

(h) To act as trustee for the members and Association in collecting, settling and disbursement of insurance proceeds.

Section 3. Management Agent. The Board of Directors may employ for the Association a management agent at a compensation established by the Board to perform such duties and services as the Board shall authorize, including, but not limited to, the duties listed in Section 2 of this Article.

shall be held at the principal office or place of business of the Association or at such other suitable place convenient to the membership as may be designated by the Board of Directors.

Section 5. Annual Meetings. The first annual meeting of the Association shall be held on March 1, 1970

Thereafter, the annual meetings of the Association shall be held on the 1st day of March of each succeeding year. At such meeting, there shall be elected by ballot of the members a Board of Directors in accordance with the requirements of Section 4 of Subparagraph A of Article III of these By-laws. The members may also transact such other business of the Association as may properly come before them. The date of the annual meeting may be changed upon vote or written consent of 75% of the Unit Owners.

Section 6. Special Meetings. It shall be the duty of the President to call a special meeting of the members as directed by resolution of the Board of Directors, or upon a petition signed by twenty per cent (20%) of the members having been presented to the Secretary. The notice of any special meeting shall state the time and place of such meeting and the purposes thereof. No business shall be transacted at a special meeting except as stated in the notice unless by consent of four-fifths of the members present, either in person or by proxy.

Section 7. Notice of Meetings. It shall be the duty of the Secretary to mail a notice of each annual or special meeting, stating the purpose thereof, as well as the time and place where it is to be held, to each member of record, at his address as it appears on the membership book of the Association, or if no such address appears, at his last known place of address, at least ten, but not more than twenty, days prior to such meeting. The mailing of a notice in the manner provided in this Section

shall be considered notice served.

Section 8. Majority of Owners. As used in these By-Laws, the term "majority of owners" shall mean unit owners having the right to vote thirteen (13) or more votes.

Section 9. Quorum: Except as otherwise provided in these By-Laws, the presence in person or by proxy of a "majority of owners" as defined in Section 8 of this Article, shall constitute a quorum.

Section 10. Adjourned Meetings. If any meeting of members cannot be organized because a quorum has not attended, the members who are present, either in person or by proxy, may (except as otherwise provided by law) adjourn the meeting to a time not more than forty-eight hours from the time the original meeting was called.

Section 11. Voting. At every meeting of the members, the owner or owners of each unit, either in person or by proxy, shall have the right to cast one vote, as set forth in the Declaration. The vote of the majority of those present, in person or by proxy, shall decide any question brought before such meeting, unless the question is one upon which, by express provision of Statute, or of the Declaration, or of these By-Laws, a different vote is required, in which case such express provision shall govern and control.

Section 12. Proxies. A member may appoint any other member as a proxy. Any proxy must be filed with the Secretary before the appointed time of each meeting.

Section 13. Order of Business. The order of business at all annual or special meetings of the members shall be as follows:

- (a) Roll call.
- (b) Proof of notice of meeting or waiver of notice.

Section 4. Election and Term of Office. At the first annual meeting of the Association, in the event the membership votes for five Directors, the term of office of two Directors shall be fixed at three years; the term of office of two Directors shall be fixed at two years; and the term of office of one Director shall be fixed at one year. In the event there are three Directors, the term of one Director shall be fixed at three years; the term of one Director shall be fixed at two years; and the term of one Director shall be fixed at one year. At the expiration of the initial term of office of each respective Director, his successor shall be elected to serve a term of three years. The Directors shall hold office until their successors have been elected and hold their first meeting.

Section 5. Vacancies. Vacancies in the Board of Directors caused by any reason other than the removal of a Director by a vote of the unit owners shall be filled by vote of the majority of the remaining Directors, even though they may constitute less than a quorum; and each person so elected shall be a Director until a successor is elected by the owners at the next annual meeting of the Association.

Section 6. Removal of Directors. At any regular or special meeting duly called, any one or more of the Directors may be removed with or without cause by a vote of the majority of the unit owners of record, and a successor may then and there be elected to fill the vacancy thus created. Any Director whose removal has been proposed by the unit owners shall be given an opportunity to be heard at the meeting.

Section 7. Compensation. No compensation shall be paid to Directors for their services as directors. No remuneration shall be paid a Director for services performed by him for the Association in any other capacity, unless a resolution authorizing

such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken.

Section 8. Organization Meeting. The first meeting of a newly elected Board of Directors shall be held within ten days of election, at such place as shall be fixed by the Board at the meeting at which such Directors were elected, and no notice shall be necessary to the newly elected Directors in order legally to constitute such meeting, providing a majority of the Board of Directors shall be present.

Section 9. Regular Meetings. Regular meetings of the Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors, but at least two such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone or telegraph, at least three days prior to the day named for such meeting.

Section 10. Special Meetings. Special meetings of the Board of Directors may be called by the President on three days' notice to each Director, given personally or by mail, telephone or telegraph, which notice shall state the time, place (as hereinabove provided) and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary, in like manner and on like notice, on the written request of at least two directors.

Section 11. Waiver of Notice. Before or at any meeting of the Board of Directors, any director may, in writing, waive notice of such meeting, and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board of Directors shall be a waiver of notice by him of the time and place thereof. If all the Directors are

present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 12. Quorum. At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If at any meeting of the Board of Directors there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

Section 13. Fidelity Bonds. The Board of Directors may require that all officers and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds. The premiums on such bonds shall be paid by the Association.

B. OFFICERS.

Section 1. Designation. The principal officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, all of whom shall be elected by and from the Board of Directors. The Board of Directors may appoint an Assistant Treasurer and an Assistant Secretary and such other officers as in their judgment may be necessary.

Section 2. Election of Officers. The officers of the Association shall be elected annually by the Board of Directors at the organization meeting of each new Board and shall hold office at the pleasure of the Board.

Section 3. Removal of Officers. Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and

his successor elected at any regular meeting of the Board of Directors or at any special meeting of the Board called for such purpose.

Section 4. President. The President shall be the chief executive officer of the Association. He shall preside at all meetings of the Association and of the Board of Directors. He shall have all the general powers and duties which are usually vested in the office of President of an Association, including but not limited to the power to appoint committees from among the owners from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the Association.

Section 5. Vice President. The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Directors shall appoint some other member of the Board to so do on an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Directors.

Section 6. Secretary. The Secretary shall keep the minutes of all meetings of the Board of Directors and the minutes of all meetings of the Association; he shall have charge of such books and papers as the Board of Directors may direct; he shall notify all unit owners when the Association receives notice from a unit owner of his desire to sell or lease his unit; and he shall, in general, perform all the duties incident to the office of Secretary.

Section 7. Treasurer. The Treasurer shall have responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all re-

ceipts and disbursements in books belonging to the Association
He shall be responsible for the deposit of all moneys and other
valuable effects in the name, and to the credit, of the
Association in such depositories as may from time to time be
designated by the Board of Directors.
