

After Recording, Return To:
The Forest at Ridgewood Homeowners' Assn
2204 Edmonton Street
Winter Haven, FL 33881



INSTR # 2019134662
BK 10889 Pgs 1513-1522 PG(s)10
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STACY M. BUTTERFIELD, CLERK OF COURT
POLK COUNTY
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**First Amendment and Restating to By-Laws
For
THE FOREST AT RIDGEWOOD HOMEOWNERS' ASSOCIATION, INC.**

This First Amendment and Restatement to the By-Laws (hereafter "By-Laws") is made this 19th day of June, 2019 by The Forest at Ridgewood Homeowners' Association, Inc., a Florida corporation, whose address is 2204 Edmonton Street, Winter Haven, Florida 33881, hereinafter referred to as "Association".

WITNESSETH:

WHEREAS, Association is the owner of certain property located in Polk County, Florida, which is more particularly described in Exhibit "A" attached hereto.

WHEREAS, J.L.LAND DEVELOPMENT, Inc., a Florida Corporation, as Declarant, recorded The Forest at Ridgewood Homeowners, Inc BY-LAWS, recorded at Official Records Book 4458, Page 0575, Public Records of Polk County, Florida.

WHEREAS, this is the First Amendment of the By-Laws at the Polk County Courthouse, Bartow, Florida.

WHEREAS, the By-Laws state that a resolution adopting a proposed amendment must bear the approval of not less than three-fourths (3/4ths) of the voting interests of the Association and a Special Members Meeting conducted on March 20, 2019, followed by duly called subsequent meetings, obtained that minimum with signed proxies.

NOW THEREFORE, Association, with regards to the By-Laws, desires to:

[a]. To Restate the previous filings with the Polk County Clerk of the Courts, Bartow, Florida, with replacement in their entirety.

[b]. Submit the First Amendment of the By-Laws to the Polk County Courthouse, Bartow, Florida, for recording. Said By-Laws are more particularly set forth hereinafter and declares that all of the property described in Exhibit "A" shall be held, sold and conveyed subject to the By-Laws, which are for the purpose of protecting the value and desirability of, and which shall run with, the real property and be binding on all parties having any right, title or interest in the described properties or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner thereof.

[c]. the Association hereby restates the By-Laws as follows:

**BY-LAWS OF
THE FOREST AT RIDGEWOOD HOMEOWNERS' ASSOCIATION, INC.**

ARTICLE I

Name and Location: The name of the corporation is THE FOREST AT RIDGEWOOD HOMEOWNERS' ASSOCIATION, INC.
The principal office of the corporation is located at 2204 Edmonton St. Winter Haven, FL 33881. Meetings of members and directors may be held at such places within the state of Florida, County of Polk, as shall be designated by the Board of Directors.

ARTICLE II: DEFINITIONS

- Section 1. "Association" shall mean and refer to THE FOREST AT RIDGEWOOD HOMEOWNERS' ASSOCIATION, INC., its successors and assigns.
- Section 2. "Property" shall mean and refer to that certain real property described in the Association's Declaration, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.
- Section 3. "Common Area" shall mean all the real property owned by the Association for the common use and enjoyment of the Owners. The Common Area shall include all those areas defined as such in the Association's Articles of Incorporation (hereafter "Articles").
- Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties except for the 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 Property, but excluding those having such interests merely as security for the performance of an obligation.
- Section 6. "Member" shall mean and refer to those persons entitled to membership as provided in the Articles.
- Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions for the Association applicable to the Properties recorded in the Public Records of Polk County, Florida and as amended from time to time.
- Section 8. All other capitalized terms used in these By-Laws shall have the same meanings and definitions as set forth in the Association's Declaration.

ARTICLE III: MEETINGS OF MEMBERS

- Section 1. Annual Meetings. The Association shall hold an annual meeting of the members during January of each year. The day and time of that meeting shall be established by the Directors and each may change from time-to-time.
- Section 2. Special Meetings. Special meetings of the members may be called at any time by the President or by the Directors, or upon written request of ten (10%) percent of the voting interest of the Association.
- Section 3. Notices of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fourteen (14) days before such a meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association. Such notice shall specify the place, day, and hour of the meeting. Electronic notification is recommended as well.
- Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, forty percent (40%) of the voting interests of the Association shall constitute a quorum for any action except as otherwise provided in the Articles, the Declaration, or these By-Laws. If the required quorum is not present, another meeting may be called by subject to the notice requirements of Section 3, and the required quorum at the subsequent meeting shall be one-half

(1/2) of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary prior to the meeting. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of their Lot.

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

Section 1. Number. The affairs of the Association shall be managed by the Directors, who need to be members of the Association. There shall be at least three (3) Directors, but not more than seven (7) Directors, as determined from time to time by the Directors. The number of Directors cannot be the even numbers of four (4) or six (6).

Section 2. Term of Office. The Board's Directors shall serve a three (3) year term; vacancies may be appointed by the Directors or by the President with approval of the Directors. Terms will be staggered to encourage continuity of Board leadership.

Section 3. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the remaining Directors. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor. Board members who miss three (3) regular meetings of the Directors without cause, shall be replaced promptly.

Section 4. Compensation. No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his 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 Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

ARTICLE V: NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting of the members.

Section 2. Election. Election to 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 Articles. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI: MEETING OF DIRECTORS

Section 1. Regular Meetings. Regular meeting of the Directors shall be held quarterly, at such place and hour as may be fixed from time to time by resolution of the Board.

Section 2. Special Meetings. Special meetings of the Directors shall be held when called by the President, or by any two (2) Directors after not less than three days of 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 a majority of the Directors present at a 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. Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof.
- b. Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the

payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations.

- C. Exercise for the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by other provisions of these By- Laws, the Articles, or the Declaration.

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

- a. Cause to be kept a complete record of all its acts and Association affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such a statement is requested in writing by one-fifth (1/5) of the voting interests of the Association.
- b. Supervise all officers, agents, and employees of the Association, and to see that their duties are properly performed.
- C. As more fully provided in the Declaration, to:
 - i. Fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period.
 - ii. Send written notice of each assessment to every Owner subject thereto at least thirty (30) in advance of each annual assessment period.
 - iii. File a claim of lien against any property for which assessments are not paid within sixty (60) days after the due date or to bring action at law against the owner personally obligated to pay the same.
- d. Issue or to cause an appropriate officer to issue, upon demand by any member or their designated agent, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the Association 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. Procure and maintain adequate liability and hazard insurance on property owned by the Association.
- f. Cause all officers or employees having fiscal responsibilities to be insured, as it may deem appropriate.
- g. Cause the Common Area to be maintained.
- h. Take any and all actions necessary to carry out the functions of the Association and enforce the Declaration.

ARTICLE VIII: OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of the Association shall be a President and Vice-President, who shall at all times be members of the Board; and a secretary/Treasurer, and such other officers as the Board may from time to time by resolution create, who are not required to be members of the Board.

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

Section 3. Term. The officers of the Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall 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. Any officer may be removed from office with or without written cause by the Board. Any officer may resign at any time giving 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 time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 7. Duties. The duties of the officers are as follows:

President

The President shall preside at all meetings of the Board; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign promissory notes.

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.

Secretary/Treasurer

The Secretary/Treasurer shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association; serve notice of meeting of the Board and of the members; keep appropriate current records showing members of the Association together with their addresses. He/she shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Directors; shall sign all checks and co-sign promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books 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 annual meeting, and deliver a copy of each to the members, and shall perform other such duties as required by the Board.

ARTICLE IX: COMMITTEES

The Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE IX: BOOKS AND RECORDS

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

ARTICLE XI: ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay the Association's annual and special assessments which are secured by a continuing lien upon the property against which assessment is made. Any assessments that 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 bear interest from the date of delinquency at the rate as stated in the Declarations and the Association may bring an action at law against Owner personally obligated to pay the same of foreclosure the lien against the property and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waiver or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

ARTICLE XII: CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: THE FOREST AT RIDGEWOOD HOMEOWNERS ASSOCIATION, INC.

ARTICLE XIII: AMENDMENTS TO THESE BY-LAWS

Amendments or restating of these Articles shall be proposed and adopted in the following manner:

Section 1: Notice- Notice of the subject matter of a proposed amendment or restating shall be included in the notice of any meeting at which a proposed amendment or restatement is considered.

Section 2: Resolution- A resolution for the adoption of a proposed amendment or restating may be proposed either by the Directors or by twenty percent (20%) of the voting interest of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment or restating may express their approval in writing, provided such approval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed amendment or restating must bear the approval of not less than twenty percent (20%) of the voting interests of the Association.

Section 3: Approval- No amendment or restating shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon the properties. No amendments or restating shall be made that conflict with the Declarations or the laws of the State of Florida.

ARTICLE XIV: CONFLICTS OF ASSOCIATION GOVERNING DOCUMENTS

In the case of any conflict between the Declaration and these By-Laws, the Declaration shall prevail; in the case of any conflict between these By-Laws and the Articles, the Articles shall prevail; in the case of any conflict between the Rules-In-Effect and these By-Laws, these By-Laws shall prevail.


ARTICLE XV: MISCELLANEOUS

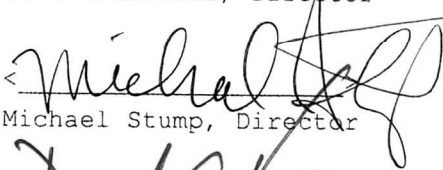
The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year.

IN WITNESS WHEREOF, the Association has executed this amendment and restating of the By-Laws on the date set forth above.


We, being all of the directors of The Forest at Ridgewood Homeowners' Association, Inc., have hereunto set our hands this < 19th > day of June, 2019.


Ron Lapinski, Director

<  >
Juri Zaslawski, Director

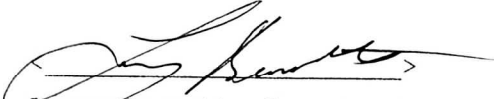
<  >
Michael Stump, Director

<  >
David Yunker, Director

<  >
Larry Bassett, Director

I the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of THE FOREST AT RIDGEWOOD HOMEOWNERS' ASSOCIATION, INC., a Florida corporation, and that the foregoing By-Laws of the Association, as duly adopted at a meeting of the Board of Directors thereof, held on the < 19th day of June, 2019.

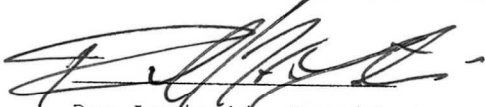


Larry Bassett, Secretary

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this <21st> day of June, 2019, by Ron Lapinski, who is President of The Forest at Ridgewood Homeowners' Association, Inc., a Florida corporation, and who produced Florida Drivers Permit #<A152728583330> as identification.



Ron Lapinski, President



Marilyn C. White
Notary Public, State of Fla.

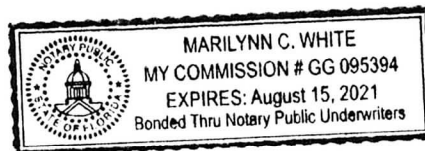


EXHIBIT "A"
LEGAL DESCRIPTION
FOR
THE FOREST AT RIDGEWOOD

The 164 lots as platted on the plat of THE FOREST AT RIDGEWOOD, per plat thereof recorded at Plat Book 94, Pages 24, 25 and 26, public records of Polk County, Florida.

TOGETHER WITH THE FOLLOWING ROADS SHOWN ON SAID PLAT:

Spanish Moss Road

Boxwood Drive

Golf Course Parkway

Southern Pine Way

Joewood Drive

Sand Pine Lane