

FIFTH AMENDED
BY-LAWS
OF
RIVERLAND, INC.

Dated: February 16, 2018

“Substantial Rewording of By-Laws.
See Fourth Amended By-Laws of Riverland, Inc.,
Dated February 21, 2014 for present Text.”

Dated: February 16, 2018 Notes:

1. Vote held February 16, 2018 (2/3 affirmative votes to pass)

Date: February 28, 2024

The adding of Article V, Section 4.G to the Riverland Bylaws was authorized by a 2/3 affirmative Shareholder vote during the 2023 Annual Shareholder Meeting on February 17, 2023.

On February 22, 2024, the Board of Directors directed the Secretary of the Board to update the Bylaws to reflect the 2023 addition, and the Bylaws were updated effective February 28, 2024.

Date: February 21, 2025

Article XVIII, Section 1, was amended to allow Shareholders to pay common expenses on an annual basis by a 2/3 affirmative Shareholder vote during the 2025 Annual Shareholder Meeting on February 21, 2025.

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FIFTH AMENDED BY-LAWS OF RIVERLAND, INC.

(Substantial rewording of By-Laws: See Fourth Amended By-Laws for present text)

ARTICLE I

NAME AND LOCATION OF CORPORATION

The name of this Corporation is RIVERLAND, INC., a cooperative mobile/modular home community. The Principal office is located at 3500 South Kanner Highway Office, Stuart, Martin County, Florida 34994.

ARTICLE II

PURPOSE

The purpose of this Corporation, in addition to the Board corporate purposes set forth in the Articles of Incorporation, is to provide its Shareholders with mobile/modular home sites in a retirement park along with related community facilities. Riverland, Inc. operates as a For-Profit Corporation. The minimum age to purchase shares and become a Shareholder shall be fifty-five (55) years of age. If jointly owned, then only one of such joint Shareholders shall be required to have attained that age prior to acceptance.

ARTICLE III

SHAREHOLDER

Ownership of Riverland, Inc., shares in the Corporation is limited to individual Shareholders of the mobile/modular home site located in Riverland, Inc., real property. Notwithstanding the foregoing, in the event of joint ownership of shares of stock, only one Shareholder is required to live on the mobile/modular home site located on the Corporation's land. Shares may be owned by no more than two (2) individuals (ex. jointly by husband and wife or by owner and another individual).

- A. Notwithstanding the forgoing, no individual may own more than ten (10) shares. In no event may the number of shares represent more than two (2) home sites.

ARTICLE IV

MEETINGS OF SHAREHOLDERS

Section 1: ANNUAL MEETING

The annual meeting of the Shareholders of RIVERLAND INC., for the purpose of electing Directors and such other business as may properly come before such meeting, shall be held on the third Friday in February.

Section 2: SPECIAL MEETING

Special meetings of the Shareholders may be called at any time by the President and/or Secretary or by a majority of the Board of Directors and may be held at any place where an annual meeting could be held. Further, it shall be the duty of the Secretary to call such special meetings whenever requested in writing to do so by Shareholders owning at least twenty-five (25%) percent (47 Units) of the outstanding Shares of the Corporation.

Section 3: NOTICE OF ANNUAL MEETING

Written notice shall be given to each Shareholder at least fourteen (14) days prior to the annual meeting and shall be posted in a conspicuous place on the Corporation property at least fourteen (14) days preceding the annual meeting. The notice of the annual meeting shall be sent by mail to each Shareholder or hand delivered. The person mailing the notice shall provide an affidavit or U.S. Postal Service certificate of mailing to be included in the official records of the Association, affirming the notices of the Association's meeting were mailed or hand delivered to each Shareholder at the address last provided to the Association.

Section 4: QUORUM and VOTING

At each meeting of the Shareholders, in person or by proxy, a majority of the shares then issued and outstanding shall constitute a quorum. In case a quorum shall not be present at any meeting, however, the holders of the majority of the shares represented may adjourn the meeting to some future time and place. No notice of the time and place of the adjourned meeting need to be given other than by announcement at that meeting. Only those Shareholders, who, if present at the original meeting, would have been entitled to vote thereat, shall be entitled to vote at any adjourned meeting.

A. A quorum shall consist of a majority of fifty-one percent (51%) or ninety-five (95) of the then current Shareholders of the, Corporation, whether in person or by proxy.

B. At each meeting of the Shareholders, each Shareholder present in person or by proxy, shall be entitled to one vote for each Stock Certificate registered in his/her name at the

time of such meeting was given to him/her. (See Article IV, Section 6) concerning proxy votes.) Voting may be by voice vote or written ballot as determined by the circumstances and the Board of Directors, or as required by applicable law.

- C. No Shareholder shall permit any other person to vote his/her ballot, and any such ballot improperly cast shall be deemed invalid.

Section 5: ELECTIONS

Not less than sixty (60) days before a scheduled election, the Association shall mail or hand deliver a first notice of the date of the election, whether by separate mailing or included in another Association mailing or hand delivered to each Shareholder entitled to vote.

- A. A Shareholder desiring to be a candidate for the Board of Directors shall give written notice to the Association not less than forty (40) days before a scheduled election.
- B. Any individual desiring to be a candidate for the Board of Directors must have been a Shareholder for a minimum of one calendar year prior to the deadline for the written notice of candidacy.
- C. Not less than thirty (30) days before the election, the Association shall mail or hand deliver a second notice of election to all Shareholders entitled to vote therein, together with a ballot which shall list all candidates.
- D. Upon request of a candidate, the Association shall include a one-page information sheet, no larger than 8 ½ by 11 inches, which must be furnished by the candidate not less than thirty-five (35) days prior to the election, to be included with the mailing or hand delivery of the ballot with the cost of mailing and copying to be paid for by the Association. The Association has no liability for the contents of the information sheets provided by the candidates.
- E. Elections shall be decided by the plurality of those ballots cast. There shall be no quorum requirement, however at least twenty (20%) percent of the eligible voters, or thirty-eight (38) Shareholders, must cast a ballot in order to have a valid election of the Board of Directors.
 - 1. The election of Directors shall occur on the day of the annual meeting.
 - 2. An election and balloting are not required unless more candidates file a notice of interest to run than vacancies exist on the Board. If there are less candidates than existing vacancies, the minimum number of officers required is three (President, Secretary and Treasurer.)

3. If fewer candidates run than vacancies exist the appointments may be made by the majority of the Board of Directors but it is not required.

Section 6: PROXIES

Except as specifically otherwise provided herein, Shareholders may not vote by general proxy, but may vote by limited proxies. However, both limited and general proxies may be used to establish a quorum.

- A. **LIMITED PROXY.** A limited proxy shall be used for votes taken to waive or reduce reserves or to amend the Articles of Incorporation or By-Laws and for any other matter which FLORIDA STATUTES require or permit a vote of the Shareholders.

NOTE: NO LIMITED PROXY may be used in electing the Board of Directors, either in general elections or elections to fill vacancies caused by resignation, recall or otherwise.

- B. **GENERAL PROXY.** A general proxy shall be used for other matters which limited proxies are not required, and may be used in voting for non-substantive changes to any item(s) for which a limited proxy is required.
- C. Any proxy, LIMITED or GENERAL, shall be effective only for the specific meeting for which originally given and any lawfully adjourned meeting thereof. In no event shall any proxy be valid for a period longer than ninety (90) days after the date of the first meeting for which it was given. Every proxy shall be revocable at any time at the pleasure of the Shareholder executing it.
- D. Proxy forms, either LIMITED or General, shall be made available to the Shareholder in a timely manner as set forth by any and all regulations pertaining to the notification of the Shareholder of the subject vote.
- E. All proxies shall be signed by the Shareholder voting and in the space provided for a signature.
- F. All proxies are to be returned to the Secretary or designated officer.

Section 7: ORDER OF BUSINESS

At each Annual Meeting of Shareholders, the President, or in his/her absence another appointed Officer, shall act as chairperson of the meeting. The Secretary, or in his/her absence such person as may be appointed by the chairperson, shall act as Secretary of the meeting, the order of business shall be as follows:

1. Call to order
2. Annual Meeting Only (after call to order)
3. Election of Directors (counting ballots shall be the first order of business)
4. Seat newly elected directors
5. Directors elect new officers immediately following the Annual Meeting
6. Presentation of proof of due calling of the meeting
7. Roll call, presentation and examination of proxies, if applicable
8. Reading minutes of previous meeting(s)
9. Reports of Officers and Committees
10. Old business
11. New business
12. Comments from Shareholders
13. Adjourn meeting

ARTICLE V **DIRECTORS**

Section 1: NUMBER

The number of Directors of this Corporation shall be fixed at a maximum of seven (7). If there are not enough candidates, or if vacancies occur during the terms of appointment the minimum number of Board Members is three (President, Secretary and Treasurer).

Section 2: QUALIFICATIONS

Directors shall be Shareholders of RIVERLAND, INC., but need not be residents of the State of Florida. Directors, after election or appointment within ninety days, shall submit in writing to the Secretary a certificate of completion of the educational requirements mandated by the state of Florida.

- A. **NUMBER and ELECTION OPTION.** In accordance with Florida Statute, Ch. 719 (Cooperatives), the RIVERLAND, INC. Board of Directors may choose to present to the Shareholders a recommendation to elect the Board of Directors to staggered terms of office. Such a recommendation would require an affirmative vote of the majority of the Board Members. The terms of office are arranged on a staggered basis to provide the opportunity for not having seven (7) Directors elected on any given year.

- B. An affirmative vote of the majority of the shares then issued and outstanding was held to approve this option. All By-Laws pertaining to the procedures and requirements for qualification and election to the Board of Directors as stated elsewhere in the fourth (4th) revision of the RIVERLAND, INC. This By-Law was put into effect when this option was approved and adopted by the Board of Directors and Shareholders of RIVERLAND, INC.

Section 3: **POWERS and DUTIES**

The business affairs of the Corporation and the operation of the mobile/modular home park shall be managed by the Board of Directors which may exercise all such powers of the Corporation and do all such lawful acts and things that are not by statute or by the Articles of Incorporation or by these By-Laws directed or required to be done by the Shareholders. The powers of the Board of Directors shall include but not limited to the following:

- A. To accept or reject each application for transfer and purchase of shares of RIVERLAND, INC.

- B. To accept or reject each application for leases of modular/mobile home sites of the land owned by RIVERLAND, INC.

To establish monthly maintenance charges, monthly boat slip fees and to levy assessments prescribed in the Proprietary Leases based on an annual operating budget formally adopted by the Board of Directors.

- C. To propose, formulate and present a proposed budget for adoption by the Board of Directors.

- D. To promulgate such Rules and Regulations pertaining to the use and occupancy of the premises as may be deemed proper, and which are consistent with these By-Laws and the Articles of Incorporation.

- E. To supervise employees of the Corporation.

- F. To provide services, equipment, reserves or to make capital improvements with respect to the property owned by the Corporation (provided however, that the proposed capital improvements are within the budget adopted by the Shareholders of the Corporation).
- G. To appoint such committees necessary to provide recommendations to the Board of Directors as to any such property owned by the Corporation.

Section 4: **MEETINGS of BOARD of DIRECTORS**

Meetings of the Board of Directors, shall be open to all Shareholders. The right to attend such meetings includes the right to speak at such meeting with reference to only designated agenda items. The Board shall have the authority to equally limit the time of each speaker, the speaker must first be recognized by the Chairperson of the meeting.

- A. Adequate notice of all Board meetings and agendas shall be posted in a conspicuous place upon the Corporate property at least forty-eight (48) hours preceding the meeting, except in an emergency.
- B. Notice of any meeting in which regular assessments against Shareholders are to be considered for any reason shall specifically contain a statement that assessments will consider as well as the nature of such assessments.
- C. A majority of the Directors shall constitute a quorum for the transaction of business.
- D. If a quorum should not be present at any meeting of Directors, the Directors present may adjourn the meeting without notice other than an announcement at that meeting.
- E. **MONTHLY BOARD MEETINGS.** At all meetings of the Board of Directors, each Director shall be entitled to one (1) vote. The President or designee shall conduct meetings. There is no requirement to hold monthly Board Meetings, however the Board of Directors may hold a monthly meeting if they deem necessary.
- F. The agenda for the meetings shall be as follows:
 - 1. Call to order, Pledge of Allegiance and a moment of silence
 - 2. Roll Call
 - 3. Reading of the minutes from the previous meeting
 - 4. Reading of correspondence to the Board of Directors
 - 5. Reports of Directors

6. Old Business
7. New Business
8. (Optional) Comments or Questions from Shareholders
9. Adjourn meeting

(Added) G. The above notwithstanding, the Board is authorized to use written consent as outlined in Florida Statute 607.0821 for matters considered both routine and time-critical, and which cannot wait until the next scheduled board meeting.

Section 5: RESIGNATION and RECALL

Any Director may resign at any time by written notice delivered in person or sent by mail to the President or Secretary of the Corporation. Such resignation shall take effect at the time specified therein, and unless specifically requested, the acceptance of such resignation shall not be necessary to make effective.

A. Any member of the Board of Directors may be, recalled and removed from office, with or without cause, by vote or agreement in writing by of all the voting interest. A special meeting of the voting interest to recall any member of the Board of Directors may be called by ten (10%) percent of the unit Shareholders giving notice-of the meeting required for a meeting of unit Shareholders, and the notice shall state the purpose of the meeting.

B. If the recall is approved by the majority of the voting interest by a vote at a meeting, the recall shall be effective immediately and each recalled member of the Board of Directors shall turn over to the Board any and all records and keys of the Association in his/her possession in accordance with Florida Statutes.

C. If the proposed recall is by agreement in writing by a majority of all voting interest, the agreement in writing shall be served on the Association by certified mail. The Board of Directors shall call a meeting of the Board within five (5) business days, after receipt of the agreement to recall members of the Board. If the Board determines to certify the written agreement, such members shall be recalled immediately and shall turn over to the Board, within five (5) full business days; any and all records of the Association in his/her possession.

D. If the Board determines not to certify the written agreement to recall members of the Board, or if the recall by a vote - at a meeting is disputed, the Board shall, within seventy-two (72) hours file with the division to petition for binding arbitration pursuant to the procedures of Florida Statute 719.1255.

- E. If a vacancy occurs on the Board as a result of a resignation or recall and less than majorities of the Board of Directors are removed, the vacancy may be filled by the affirmative vote of a majority of the remaining Directors. Such appointments shall be valid until the next annual meeting. Vacancies are NOT required to be filled, but may be filled at the discretion and majority vote of the remaining Board of Directors.

Section 6: COMPENSATION

No salary or other compensation for services shall be paid to any Director of the Corporation for services rendered. Reasonable expenses incurred by the Director in performing his/her duties shall be reimbursed to said Director upon approval of a majority of the Board of Directors, excluding the Director to be reimbursed.

Section 7: DUTIES of DIRECTORS

Directors shall perform their duties including all duties as a chairperson of any committee of the Board upon which they may serve, in good faith, in a manner they reasonably believe to be in the best interest of the Corporation, and with care as an ordinary prudent person in a like position would use under similar circumstances. In performing their duties, Directors shall be entitled to relay information, opinions, reports, including financial statements, in each case prepared or presented by:

- A. One or more Officers or employees of the Corporation whom the Director believes to be a reliable and competent.
- B. Council, public accountants or other persons as to matters whom the Directors reasonably believe to be reliable and competent.
- C. A committee of the Board of Directors upon which he/she does not serve, duly designated in accordance with a provision of the Articles of Incorporation or the By-Laws, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.

Section 8: PRESUMPTION of ASSENT

A Director of the Corporation who is present at the meeting of its Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless he/she votes against such action or abstains from voting in respect thereto because of an assertive or conflictive interest.

Section 9: COMMITTEES of the BOARD of DIRECTORS

The Board of Directors by resolution adopted by a majority of the Board of Directors, may designate one or more of the following Committees, each of which committee, to the extent provided in such resolution, shall assist and recommend to the Board as to the matters of the Committee. The Committees which the Board may, at the Board's option, designate are as follows:

- A. **BUILDING and GROUNDS COMMITTEE.** The Building and Grounds Committee shall be selected by the Buildings and Grounds Director and approved by the Board of Directors and shall consist of at least three (3) Shareholders. The duties shall be:
1. Follow guidelines governing all modifications for Shareholders mobile/modular homes.
 2. Review and recommend, to the Buildings and Grounds Director, approval or disapproval of all mobile/modular home modification request based upon each individual circumstance.
- B. **FINANCE COMMITTEE.** The Finance Committee is selected by the Treasurer and approved by the Board of Directors, shall consist of a minimum of three (3) Shareholders. The Chairperson of the Committee shall be a member of the Board of Directors, preferably the Treasurer.
1. The Finance Committee shall consult with officers of the Corporation in connection with the budget and financial affairs of the Corporation and shall report to the Board of Directors.
 2. The Finance Committee shall recommend to the Board any change to be made to the maintenance fees.
 3. The Finance Committee shall submit the proposed annual budget of the Corporation together with a report therein to the Board of Directors at least thirty

(30) days prior to the mailing or hand delivery of the proposed budget to the Shareholders.

C. **MARINA COMMITTEE.** The Marina Committee shall be selected by the Marina Director and consist of at least (3) shareholders approved by the Board of Directors. The Chairperson shall be a member of the Board of Directors. The Marina Committee shall have the following duties:

1. The Marina Committee shall refer to the Rules and Regulations for details concerning Committee responsibilities. In addition, the Committee will help monitor and communicate to the Marina Director on the following items: report any damage at the Marina, report any violation(s) of the Marina Rules, monitor small craft storage, ensure proper maintenance of docks and pilings, ensure that all boat trailer have the owners lot numbers displayed, ensure all dock boxes have the owners slip number displayed, ensure that Shareholders do not have unattended electrical cords running to their boat.
2. The Marina Committee shall submit to the Marina Director any proposed changes to the Rules and Regulations regarding mooring, and maintenance of the marina facilities.
3. The Marina Committee shall recommend procedures for proper maintenance of the Marina including any additional purchases, repairs and/or upgrades.

4.

D. **POOL COMMITTEE.** The Pool Committee is optional and if desired shall consist of at least three (3) Shareholders selected by the Pool Director and approved by the Board of Directors, with the Chairperson being a member of the Board of Directors. The Pool Committee shall have the following duties:

1. The Pool Committee shall submit to the Board of Directors any proposed changes to the Rules and Regulations regarding the use of the pool.
2. The Pool Committee shall recommend procedures for proper maintenance of the pool including any additional purchases, repairs and/or upgrades.

E. **PRESIDENTS ADVISORY COMMITTEE.** The President's Advisory Committee is optional and if desired shall consist of at least three (3) members. The members shall be Shareholders in RIVERLAND, INC. and shall be past President's or, if three (3) past Presidents are unable to participate, then the remaining membership shall be made up of

past Directors. These Directors will, if possible, be selected from the outgoing Board of Directors. If necessary, other past Directors may be called upon to satisfy the minimum three member requirement. The Chairperson may be the immediate past President or, if unable to participate or is no longer a Shareholder in RIVERLAND, INC., the Chairperson shall be appointed by the President of the Board of Directors. The President's Advisory Committee may be formed after each annual meeting of the Shareholders. The duties of the President's Advisory Committee are:

1. Advise and assist the newly elected President in the smooth transition and operating of his/her office.
2. The President's Advisory Committee shall meet at the request of the current President or by the Chairperson of the Committee.
3. The President's Advisory Committee shall in no way usurp the duties of the President or the Officers of the Corporation but shall act in an advisory capacity only.

F. TRANSFER COMMITTEE. The Transfer Committee shall be selected by the Transfer Director and approved by the Board of Directors and consist of three (3) Shareholders approved by the Board of Directors. The Chairperson shall be the Transfer Director or in their absences a member of the Board of Directors. The Transfer Committee shall have the following duties:

1. The Transfer Committee shall participate in the approved interview protocols for all proposed Shareholders mindful that such person shall have attained the age of fifty-five (55) years or, if jointly held, that one of such persons shall have reached such age. The Transfer Committee shall review and confirm before the transfer of shares that all proposed Shareholders have agreed, as witnessed by a signed and notarized statement, to live by the requirements as specified in the Articles of Incorporation., By-Laws, Proprietary Lease and the Rules and Regulations of RIVERLAND, INC.
2. The Transfer Committee shall submit to the Transfer Director a monthly report stating all transfer fees, requests for changes in title fees and lost Proprietary Lease and Stock Certificate fees collected for that month as well as a summary report for the fiscal year.

3. The Transfer Director and Committee shall conduct business transactions and interviews with only the buyer(s) unless the owner(s) requests to be present. These interactions shall be construed as a Transfer Committee meeting.

G. HEARING COMMITTEE. The Hearing Committee shall consist of at least three (3) and up to five (5) Shareholders and two (2) alternate Shareholders. No member of the Hearing Committee shall be a Board Member, live with a Board Member or be related to a Board Member. A Chairperson determined by the members of the Hearing Committee will serve one calendar year terms. A chairperson may be reappointed by the Committee for consecutive years.

The Hearing Committee is charged with conducting a hearing to listen to the oral presentation and to examine all documentation provided by a Shareholder(s), Permanent Resident, Invitee (Guest) who has received a Notice of Fine from the Board of Directors due to violation by he/she/them of Bylaws, Rules and Regulations, Leases or other Corporate Documents which form a covenant between them and the cooperative, Riverland Inc. The Hearing Committee shall deliberate, vote and issue a finding to either reject or confirm. This shall be completed in accordance Florida law and regulations 719.303.

The Hearing Committee shall have the following duties:

1. The Hearing committee shall upon notice of the Request for a Hearing schedule the hearing within 10 calendar days of receipt of request. A minimum of three Hearing Committee Members must be present for the hearing (which is a majority).
2. The Chairperson, must notify and confirm with the Shareholder the place, time and date of the Hearing. The notice of the meeting must be posted 48 hours in advance and posted on the corporate bulletin board. The Shareholder could be notified by mail, in person, by email and/or by phone.
3. No Hearing Committee Members shall be related to the Shareholder requesting the Hearing, nor be directly involved in the situation. If so, they shall recuse themselves from this Hearing.
4. The preferred Hearing should be face-to-face. However, should the Shareholder or any Hearing Committee Members be unable to attend in person, a conference call shall be an alternate option. All individuals should have all documents available and/or presented during the Hearing. These may be provided by mail, email, or fax.
5. The Chairperson will preside over the meeting. The meeting is to be recorded either analog or digital. Recordings should be identified and logged into a permanent book for all Fine Actions. This includes the date, the Shareholder's names, and all individuals in attendance. The charges for the fine shall be read. The Shareholder and/or representative will have an allotted time to respond to the charges. Then the Hearing will end.

6. The Committee will then analyze and discuss the statements provided by the Shareholder in a fair and unbiased manner. This deliberation should NOT be recorded. This may be done immediately after the meeting or soon after. The Committee will have three (3) days from the date of the Hearing to make a finding. Only members present and directly involved at the Hearing with the Shareholder will be allowed to vote on the finding.
 7. The Hearing Committee will vote to determine if the fine is rejected or if the fine is confirmed.
 8. Within three (3) days of the Hearing, the Chairperson will then notify, in writing, to the Board and the Shareholder of the Hearing Committee's decision. All decisions will be filed in the Hearings Book and in the individual Shareholder's file.
- H. **SOCIAL CLUB.** The Social Club Board shall consist of at least three (3) Shareholders. The Chairperson (President) shall be elected by the members of the Social Club and shall report to a member of the Board of Directors. The Social Club shall have the following duties:
1. The Social Club shall maintain and coordinate a yearly calendar of all organized activities and keep the Shareholders informed of such activities on a monthly basis.
 2. The Social Club shall collaborate with individual activities such as bowling, ceramics, boaters club, and shuffleboard. These individual activities shall maintain their own schedules and bank accounts if applicable. Individual activities must work cooperatively with the Social Club for the purpose of preparing budget request.
 3. The Social Club and all other individual activities using Riverland, Inc. Tax Identification Number shall submit to the Board of Directors monthly statements and all receipts for all twelve months individually, including taxable amounts and coordinating receipts.
 4. The Social Club shall maintain their own financials. Any additional monies requested from the Board of Directors shall be submitted at least sixty (60) days prior to the mailing or hand delivery of the proposed budget to the Shareholders.

ARTICLE VI **OFFICERS**

Section 1: NUMBER and ELECTION

The minimum officers of the Corporation shall be President, , a Secretary and Treasurer. After the close of the Annual Shareholder Meeting, a special meeting will be held by the newly elected Board of Directors to elect the three Officers and assign duties to the remaining Board Members. Appointed Officers shall serve until the next Annual Meeting of the Shareholders.

Section 2: FIDELITY BONDING

The Association shall obtain and maintain adequate fidelity bonding in the principal sum of not less than \$50,000.00 for all persons who control or disburse funds of the Association, specifically those individuals authorized to sign checks, the President, Secretary and Treasurer of the Association. The Association shall bear the cost of bonding.

Section 3: ASSISTANTS

The Board of Directors has the authority to appoint one or more Assistant Presidents, Assistant Secretaries and Assistant Treasurers to hold office at the pleasure of the Board.

Section 4: QUALIFICATIONS

If any Board member or Officer ceases to be a Shareholder in Riverland, Inc., he/she shall be deemed to have resigned as a member of the Board.

Section 5: DUTIES of PRESIDENT and VICE-PRESIDENT

The President, or designee shall preside at all meetings of the Shareholders and of the Board or Directors. The President or another Officer shall sign the name of the Corporation on all certificates for shares of the Corporation, proprietary and other leases, contracts and other instruments which are authorized from time to time by the Board of Directors. The President, subject to the control and direction of the Board of Directors, shall have general management of the affairs of the Corporation and perform all duties incidental to the office. If the President is absent from Stuart, Florida, or is unable to act, the Vice-President or other designated Officer shall have the powers and perform the duties of the President.

Additional duties include:

1. Attend all Board Meetings and compile meeting agendas through collaboration with all Board Members.
2. Ensure all Rules and Regulations are followed.
3. Send Notice of Initial Request to Review the Riverland, Inc. Rules and Regulations.
4. Participate actively in management of the affairs of the Cooperative.

5. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
6. Enter into binding contracts for the Riverland, Inc.
7. Approve committees as needed and ensure each has a charter, objectives and resources.
8. Identify problem areas and coordinate resources and processes for solution.
9. Serve as the authority on all Association Rules and Governing Documents.
10. Be familiar with roles and responsibilities of all Board of Directors duties.
11. Delegate responsibility to respond to Shareholder's written correspondences. Serve as final authority on written correspondence sent to Shareholders by any Board Member.
12. Sign for payroll and vendor checks.
13. Manage employees including job assignments, performance reviews, approvals for vacation requests, sick time, compensation time etc.
14. Compose the President's letter for the Riverland Newsletter.

Section 6: **DUTIES of SECRETARY**

The Secretary, shall keep a copy (in office), of each of the following, which shall constitute the official records of the Association: a copy of the Cooperative Documents, the current Rules and Regulations of the Association, book(s) containing the minutes of all the meetings of the Association, of the Board of Directors meetings, and of the Shareholders, which minutes shall be retained for a period of not less than seven (7) years, current roster of all Shareholders and their mailing addresses, unit identification, telephone number, all current insurance policies of the Association, bills of sale or transfer for all property owned by the Association.

- A. The Secretary shall attend to the giving and service of all notices of the Corporation and shall be empowered to fix the Corporate Seal to all written instruments authorized by the Board of Directors or these By-Laws, and shall attest to every Certificate of Shares issued by the Corporation and shall have authority to sign in the name of the Corporation all proprietary leases authorized from time to time by the Board of Directors.
- B. The Secretary shall maintain a file of all contracts for work to be performed, a file of actual work contracts in progress, as well as a file of bids for work to be performed, for a period of one (1) year. Ballots, sign-in sheets, voter proxies and all paper relating to voting by Shareholders must be maintained for a period of one (1) year after the date of the election, vote or meeting to which the documents relate, a copy of the current question and answer sheet, which is given to prospective RIVERLAND, INC., mobile/modular home buyers, and all other records of the Association not specifically included in the foregoing which are related to the operation of the Association. The

official records of the Association shall be maintained at RIVERLAND, INC., Stuart, Martin County, Florida 34994.

Addition duties include:

1. Ensure all Rules and Regulations are followed.
2. Send Notice of Initial Request to Review the Riverland, Inc. Rules and Regulations.
3. Attend all Board Meeting.
4. Participate actively in the management of the affairs of the Cooperative.
5. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
2. Maintain title to Riverland vehicles.
2. Compile Agenda for all Board Meetings, sign and post 48 hours in advance of meeting.
3. Read correspondence and Board approvals into minutes of the Board Meetings.
5. Sign for payroll and vendor checks.
8. Liaison to the Hearing Committee.
9. Liaison to the Social Club.

Section 7: DUTIES of TREASURER

The Treasurer shall have the care and custody of all funds and securities of the Corporation, and shall deposit such funds in the name of the Corporation in such bank or trust companies as the Directors may determine from time to time, and the Treasurer shall perform all other duties incidental to his/her office.

- A. The Treasurer shall keep all accounting records for the Association, which shall be maintained for a period of not less than seven (7) years. The accounting records shall include but not limited to: accurate, itemized and detailed records of all receipts and expenditures, a current account and a monthly statement for each unit designating the name of the Shareholder, the due date and the amount of each assessment, the amount paid into the account, and the balance due, as well as all audits, revenues, accounting, statements and financial reports of the Association.
- B. The Treasurer shall within sixty (60) days following the end of the calendar year (with the assistance of such accounts as the Board may determine) caused to be furnished to each Shareholder whose Proprietary Lease is then in effect, and to the Division of Florida Land Sales, Condominiums and Mobile Home of the Department of Business Regulation, a complete financial report of actual receipts and expenditures for the previous twelve (12) months. The report shall show the amount of the receipts by accounts and receipt classifications and shall show the amounts of expenses by accounts and expense classifications including, if applicable, but not limited to: costs for security, professional and management fees and expenses, taxes, costs for recreational facilities, expenses for

refuse collection and utility services, expenses for lawn care, cost for building maintenance and repair, insurance costs, administrative and salary expenses and general reserves, maintenance reserves and depreciative reserves.

Additional duties include:

1. Establish a Finance Committee. The Committee shall consist of at least three (3) Shareholders approved by the Board of Directors. Chair the committee. A new Committee is formed for every budget year as approved by the Board of Directors.
2. Ensure all Rules and Regulations are followed.
3. Send Notice of Initial Request to Review the Riverland, Inc. Rules and Regulations.
4. Attend all Board Meetings and submit agenda items.
5. Participate actively in management of the affairs of the Cooperative.
6. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
7. Review monthly statements and bank reconciliations.
8. Sign for payroll and vendor checks.
9. Invest C.D. funds to maximize interest without jeopardizing capital.
10. Report Account balances to the Board at all meetings
11. Create a monthly Treasurers Report including financial statements and post on the corporate bulletin board.
12. Work with Accountant regarding year-end financial review or audit.
13. Follow Budget proceedings as outlined in the By-Laws.
14. Submit annual budget and monitor current budget.
15. Empty money from washers and dryers.
16. Monitor accounts receivable monthly to ensure every Shareholder is up to date on paying the maintenance fee.
17. Mail collection notices.
18. Assign late charges.

**ARTICLE VII
DIRECTORS**

Section 1: Duties of Building and Grounds Director

1. Establish a Building and Grounds Committee. The Committee shall consist of three (3) Shareholders approved by the Board of Directors. A new committee will be formed after appointment of the new Building and Grounds Director.
2. Ensure all Rules and Regulations are followed.
3. Send Notice of Initial Request to Review the Riverland, Inc. Rules and Regulations.
4. Attend all Board Meetings and submit agenda items.
5. Participate actively in management of the affairs of the Cooperative.

6. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
7. Enforce guidelines governing all modifications for Shareholders mobile/modular homes per the Riverland, Inc. Rules and Regulations.
8. Review and recommend approval or disapproval for all Requests to Make Exterior Home Changes. Another board member's signature is required effective May 1, 2017. File all approvals in Shareholders individual file and in the master notebook.
9. Communicate to other Board Members any denials, and/or other issues with any Requests to Make Exterior Home Change requests. File all denials in Shareholders individual file and in the master notebook.
10. Follow up on completion of work with the Shareholder, to ensure the changes meet the approval as indicated on the Form.
11. Seek majority Board approval for Request to Make Exterior Home Changes that involve a new home or major renovation.
12. Complete all notices of non-compliance to Shareholders. The office manager will mail the completed forms. File all notices in the master notebook.
13. Responsible for security including the Recruitment, training and management of the security volunteers.

Section 2: Duties of the Maintenance and Pool Director

1. If deemed necessary, establish a Maintenance and Pool Committee. The Committee shall consist of at least three (3) Shareholders approved by the Board of Directors. A new committee will be formed after appointment of a new Maintenance and Pool Director.
2. Ensure all Rules and Regulations are followed.
3. Send Initial request to Review the Riverland, Inc. Rules and Regulations.
4. Attend all Board Meetings and submit agenda items.
5. Participate actively in the management of the affairs of the Cooperative.
6. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
7. Provide oversight for the day to day maintenance of Riverland Buildings, Grounds and Pool.
8. Supervise the Maintenance Employee and ensure the employee completes the following:

- a. Provides supervision for the lawn and pool contractor(s).
- b. Fertilization based on recommendations from the Maintenance employee.
- c. Maintenance of Riverland truck, golf carts and all powered and non-powered equipment.
- d. d. Maintenance of emergency generator with the help of volunteer testing.
- e. Collection of trash each week.
- f. Repair water and electrical problems on common grounds or report if further action is needed.
- g. Insure cleanliness and maintenance of sidewalks and front wall.
- h. Responds to work requests and prepare as necessary.
- i. Prepare maintenance schedule to ensure maintenance of Buildings and Grounds is performed in a timely manner.
- j. Clean pool and area inside fence as required.
- k. Control temperature, closing and covering pool if the outside temperature is less than 56 degrees.
- l. Takes action for overall safety and operation of the pool.

3. Prepare and submit budget requests for any items concerning the pool and maintenance of the grounds.

Section 3: Duties of the Marina Director

1. Establish a Marina Committee. The Committee shall consist of three (3) Shareholders approved by the Board of Directors. A new committee will be formed after appointment of the new Marina Director.
2. Ensure all Rules and Regulations are followed.
3. Send Notice of Initial Request to Review the Riverland, Inc. Rules and Regulations.
4. Attend all Board Meetings and submit agenda items.
5. Participate actively in management of the affairs of the Cooperative.
6. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
7. Enforce guidelines governing all modifications for Shareholders mobile/modular homes per the Riverland, Inc. Rules and Regulations.
8. Assign appropriate Boat slips and update the electronic copy.
9. Maintain current Boat registrations and certificates of insurance.
10. Maintain the Waiting list (Premium, Regular and Special).
11. Maintain and file documents that states the responsible party of an absent boat owner.
12. Update boat slip file with any special arrangements.
13. Monitor boats on cement slab.
14. Report any damage at the Marina to the Board.
15. Serve as liaison between the Board and the Boaters Club.

16. Report any violation of the Marina Rules to the Board of Directors.
17. Monitor small craft storage.
18. Ensure proper maintenance of the docks and pilings.
19. Ensure that all boat trailers have the owners lot number displayed.
20. Ensure all dock boxes, and make sure they have the owners slip number displayed.
21. Ensure that Shareholders do not have unattended electrical cords running to their boat.

Section 4: Duties of the Transfer Director:

1. Establish a Transfer Committee. The Committee shall consist of three (3) Shareholders approved by the Board of Directors. A new committee will be formed after appointment of the new Transfer Director.
2. Ensure all Rules and Regulations are followed.
3. Send Notice of Initial Request to Review the Riverland, Inc. Rules and Regulations.
4. Attend all Board Meetings and submit agenda items.
5. Participate actively in management of the affairs of the Cooperative.
6. Review Riverland, Inc. Rules and Regulations and submit requests for revisions and changes as needed.
7. Enforce guidelines governing all modifications for Shareholders mobile/modular homes per the Riverland, Inc. Rules and Regulations.
8. Perform all interviews and transfers. See Interview and Transfer Procedures Document for more details.
9. Request the New Shareholders to give Riverland a copy of the Proprietary Lease with documents stamp.
10. August, of each year, submit to the Board reasonable fees for items such as the interview, background checks, preparing the Stock Certificate and Proprietary Lease and lost Stock Certificate.
11. Give monthly and annual transfer reports at Board Meetings.
12. Introduce new Shareholders at Board Meetings.

ARTICLE VII

ADMINISTRATION

The Board of Directors may retain paid employees of the Corporation, to serve as an Office Manager / Bookkeeper and Maintenance Keeper. The Office Manager/Bookkeeper and Maintenance Keeper will work at the discretion of the Board of Directors and will serve as a liaison between the Shareholders and the Board of Directors. If hired, he/she shall have such duties as may be prescribed by the Board of Directors.

ARTICLE VIII

ABSENCE and FAILURE to FULFILL DUTIES

Mindful of provisions of this By-Law that Directors and Officers shall serve without compensation, it is anticipated from time to time that the individuals serving as Directors and Officers may have more pressing personal business other than the affairs of the Corporation. To this end, the following provisions are set forth:

1: OFFICER(S) and DIRECTORS

An Officer and Director of the Corporation, who through absence or neglect fails or refuses to fulfill the functions of his/her office, may, at the discretion of the Board of Directors, be removed as an Officer and/or Director of the Corporation upon majority vote of the Board of Directors.

ARTICLE IX **PROPRIETARY LEASE**

Section 1: FORM of LEASE

The Board of Directors shall adopt a form of Proprietary Lease to be used by the Corporation for leasing of all mobile/modular homes sites in the land of the Corporation (to which shares of the Corporation have been allocated) to Shareholders. Such Proprietary Leases shall be of such terms and contain such restrictions, limitations and provisions in respect to the assignment thereof, for the use of both the modular/mobile home site and any mobile/modular home that may be situated thereon. After the Proprietary Lease in a form so adopted and delivered by the Corporation, all Proprietary Leases subsequently executed and delivered shall be the same (except with respect with the statement as to the number of shares owned by the Lessee and the lot site number designated) unless varied in accordance with the provisions of this instant Articles of the By-Laws.

Section 2: ASSIGNMENT

Proprietary Leases shall be assigned or transferred only in compliance with, and shall never be assigned or transferred in violation of terms, conditions or provisions of such Proprietary Leases. A duplicate of each Proprietary Lease shall always be kept on file in the principal office of the Corporation.

Section 3: ALLOCATION of SHARES

Notwithstanding the location or relative size of one mobile/modular home site or another, all mobile/modular home sites leased to Shareholders under the Proprietary Leases shall be allocated the same number of shares in the Corporation. This allocation shall remain at the constant notwithstanding the difference, if any, in the value of the mobile/modular land site area which is attributed to a particular number of shares.

Section 4: FEES for ASSIGNMENT

Subject to provisions of the form of Proprietary Lease adopted by the Board of Directors, the Board shall have the authority, (with the advice of the Transfer Committee, if appointed) before an assignment of a Proprietary Lease to fix a reasonable fee, as permitted by Florida Statute, to cover actual expenses in connection with such proposed transaction.

Section 5: LOST PROPRIETARY LEASE:

In the event that any Proprietary Lease in full force and in effect is lost, stolen or mutilated, the Board of Directors may authorize the issuance of a new one for a reasonable fee, in lieu thereof, in the same form and with the same terms, provisions, conditions and limitations.

ARTICLE X **CAPITAL SHARES**

Section 1: AUTHORIZATION and RIGHTS

No shares hereafter acquired by the Corporation shall be reissued except in connection with the execution by a purchaser and delivered by the Corporation of a proprietary lease mobile/modular home site lot.

Section 2: FORM and RECORD of SHARES

Certificates of Shares of the Corporation shall be in a form adopted by the Board of Directors, and shall be assigned by the President or a Vice-President and by the Secretary and sealed with the Seal of the Corporation, and shall be numbered in the order in which issued. Certificates shall be bound and issued in consecutive order, and in the margin or stub thereof shall be entered the name of the person holding the shares therein represented, the number of shares, the date of issue, and the mobile/modular home land site lot related to said share. Each certificate exchanged or returned to the Corporation shall be cancelled and the date of cancellation shall be indicated thereon by the Secretary of the Corporation and such certificate shall be immediately stapled in the Certificate Book opposite the memorandum of its issue.

Section 3: ISSUANCE of CERTIFICATES

Shares allocated to the mobile/modular home land site lots covered by each Proprietary Lease shall be issued in the uniform number determined by the Board of Directors.

Section 4: TRANSFERS

Transfers of shares shall be made upon the books of the Corporation only by the holder in person or by power of attorney, duly executed and filed with the Secretary of the Corporation, and on the surrender of the certificate for such shares, except the shares sold by the Corporation to satisfy any lien which it holds thereon, may be transferred without the surrender of the certificate representing such shares. No transfer of shares shall be valid as against the Corporation or its Shareholders until the transfer shall have been entered in the share ledger by an entry stating for whom and to whom the shares were transferred. New Shareholders will be charged an Interview Fee which may only be applied to the closing, otherwise is nonrefundable.

2. Any required background and or credit check costs are non-refundable and will be incurred by the potential new Shareholder and/or permanent resident.

Section 5: CORPORATION'S LIEN

The Corporation shall at all times have a lien upon the shares owned by each Shareholder, which, subject to the provisions of any Proprietary Lease or other contract entered into by the Corporation, shall be superior to all other liens, for all indebtedness and obligations owed and to be owed by such Shareholder to the Corporation, arising under the provisions of any Proprietary Lease issued by the Corporation and at any time held such Shareholder, or otherwise arising. Unless and until such Shareholder as lessee shall make default in the payment of any of the monthly payments, or in the performance of any of the covenants or condition of any such Proprietary Lease, and/or unless such Shareholder shall make default in payment of any indebtedness or obligation owed by such Shareholder to the Corporation or third parties otherwise arising out of the ownership of such shares, such shares shall continue to stand in the name of the Shareholder on the books of the Corporation, and the Shareholder shall be entitled to exercise the right to vote thereon as though such lien did not exist. The Board of Directors may refuse to consent to the transfer of such shares until any indebtedness of the Shareholder to the Corporation is paid. The Corporation shall have the right to issue to any purchaser of such shares upon the enforcement by the Corporation of such liens, or to the nominee of such purchaser, a Certificate of the Shares so purchased substantially of the tenor of the certificate issued to such defaulting Shareholder, and thereupon the certificate for such shares theretofore issued to such defaulting Shareholder shall be void and such defaulting Shareholder agrees to surrender such last mentioned certificate to the Corporation upon the latter's demand, but the failure of such

defaulting Shareholder to surrender such certificate shall not affect the validity of the certificate issued and replacement thereof.

Section 6: LOST CERTIFICATES

In the event that any certificate is lost, stolen, destroyed or mutilated, the Board of Directors may, for a reasonable fee, authorize the issuance of a new certificate of the same tenor and for the same number of Shares in lieu thereof.

Section 7: LEGEND on STOCK CERTIFICATES

Unless and until all Proprietary Leases which shall have been executed by the Corporation shall have been terminated, all certificates representing shares of stock in the Corporation shall bear a legend reading on the back thereof as follows: "The rights of any holder of the shares evidenced by this certificate are subject to provisions of the Certificate of Incorporation and By-Laws of RIVERLAND, INC., to all terms, covenants, conditions, provisions and agreements with respect to the election of Directors contained in a certain proprietary lease made between the Corporation, as Lessor, and the person in whose name the certificate is issued, as Lessee, for a mobile/modular home site in the mobile/modular home park as Riverland Mobile/Modular Home Park, 3500 South Kanner Highway, Stuart, Martin County, Florida, which restrict and limit the title and rights of any transferee of such shares represented by this certificate. The shares represented by this certificate are only transferable as an entity and only to the approved assignee of the aforementioned Proprietary Lease. Copies of the Certificate of Incorporation, By-Laws and the Proprietary Lease are on file at the office of the Corporation at 3500 South Kanner Highway, Stuart, Martin County Florida. Pursuant to the By-Laws, the Corporation has a lien on the shares represented by this certificate for all sums due and to become due under the aforesaid Proprietary Lease and the provisions of the By-Laws and the Board of Directors of RIVERLAND, INC., (by and through the Transfer Committee) may refuse to consent to the transfer of the shares represented by the Certificate until any indebtedness has been paid".

Section 8: DISTRIBUTIONS

The Shareholders shall not be entitled (either conditionally or unconditionally) to receive any distribution out of earnings and profits of the Corporation, except under a complete or partial liquidation of the Corporation.

ARTICLE XI

SEAL FORM

The Corporate Seal shall have the name of the Corporation and the word "Seal" inscribed thereon and may be a facsimile, engraved, printed, or an impression Seal and bear the year 1968.

ARTICLE XII **NEGOTIABLE INSTRUMENTS**

Section 1: CHECK(S)

All check, drafts, or orders for payment of money and negotiable instruments shall be signed by two (2) Board members or an approved assistant may from time to time, by standing resolution or special order, prescribed.

Section 2: SAFETY DEPOSIT BOXES

Approved officer or officers, as from time to time shall-be designated by the Board of Directors, shall have access to any safety deposit box of the Corporation in a vault of any banking institution.

ARTICLE XIII **FISCAL YEAR**

The fiscal year of the corporation shall be the calendar year (January 1 through December 31 – inclusive).

ARTICLE XIV **INDEMNIFICATION of DIRECTORS, OFFICERS and EMPLOYEES**

Any person made a party to any action, suit, or proceeding by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he/she, is or was a Director or Officer of the Corporation, shall be indemnified by this Corporation, to the extent provided by law, against reasonable expenses including attorney's fees, actually and necessarily incurred by him/her in connection with the defense of such action suit or proceeding, or in connection with an appeal therein, except in relation to matters as to which Director, or officer is judged to have breached his/her duty to the Corporation under the provisions of the laws of the State of Florida.

ARTICLE XV

SALE, LEASE, DEMOLITION or DISPOSITION of PROPERTY

Section 1: DEMOLITION and SALE

No decision to demolish or reconstruct any building, or other facility on the land owned by the Corporation, or to sell or exchange the corporation's fee simple interest, therein, shall be made except upon both (a) the affirmative vote of two-thirds (2/3) of the total number of Directors of the Corporation and (b) upon the prior approval of the holders of seventy-five (75%) percent of the shares of the Corporation then issued and outstanding.

Section 2: TRANSFER STOCK CERTIFICATE

RIVERLAND, INC., may approve the transfer of the Stock Certificate associated with a mobile/modular home and shall charge a fee for this service not to exceed the limits set by Section 719, Florida Statutes. This fee is to be paid by the buyer.

Section 3: CAPITAL ASSETS

Improving or upgrading of Capital Assets belonging to RIVERLAND, INC. may be approved by a majority vote of the Board of Directors.

Section 4: INDIVIDUAL OWNER

An individual owner may choose to sell his/her mobile/modular home by listing with a licensed broker or by private sale, without the assistance or services of RIVERLAND, INC. Prior to the sale of the home the prospective buyer must go through the interview process with the Riverland, Inc. Board of Directors and/or Transfer Committee on behalf of the Board of Directors. If approval is received from the Board of Directors the sale of the home may proceed to closing.

Section 5: OWNERS RESPONSIBILITIES

Owners who sell their mobile/modular home (owner sells or chooses to sell their home through a licensed broker) must provide, before the transfer of the Stock Certificate, a properly signed and notarized affidavit with two witnesses from the buyer, that the buyer has agreed to abide by the

requirements as specified in the Articles of Incorporation, the then current Riverland, Inc., By-Laws, Proprietary Lease as well as the Rules and Regulations. It is the responsibility of the current owner to give a copy of the corporate documents to the potential buyer prior to the interview (Up to date copies are available in the office).

Section 6: Association emergency powers. (Florida Statute: 719.128)

To the extent allowed by law, unless specifically prohibited by the Cooperative documents, the Board of Directors, in response to damage caused by an event for which a state of emergency is declared in the area encompassed by the Cooperative, may exercise the following powers:

(a) Conduct board or membership meetings after notice of the meetings and board decisions is provided in as practicable a manner as possible, including via publication, radio, United States mail, the Internet, public service announcements, conspicuous posting on the Cooperative property, or any other means the board deems appropriate under the circumstances.

(b) Cancel and reschedule an Association meeting.

(c) Designate assistant officers who are not directors. If the executive officer is incapacitated or unavailable, the assistant officer has the same authority during the state of emergency as the executive officer he or she assists.

(d) Relocate the Association's principal office or designate an alternative principal office.

(e) Enter into agreements with counties and municipalities to assist counties and municipalities with debris removal.

(f) Implement a disaster plan before or immediately following the event for which a state of emergency is declared, which may include turning on or shutting off electricity; water, sewer, or security systems; or air conditioners for Association buildings.

(g) Based upon the advice of emergency management officials or upon the advice of licensed professionals retained by the board of administration, determine any portion of the Cooperative property unavailable for entry or occupancy by unit owners or their family members, tenants, guests, agents, or invitees to protect their health, safety, or welfare.

(h) Based upon the advice of emergency management officials or upon the advice of licensed professionals retained by the board of administration, determine whether the Cooperative property can be safely inhabited or occupied. However, such determination is not conclusive as to any determination of habitability pursuant to the declaration.

(i) Require the evacuation of the Cooperative property in the event of a mandatory evacuation order in the area where the Cooperative is located. If a unit owner or other occupant of a Cooperative fails to evacuate the Cooperative property for which the board has required evacuation, the Association is immune from liability for injury to persons or property arising from such failure.

(j) Mitigate further damage, including taking action to contract for the removal of debris and to prevent or mitigate the spread of fungus, including mold or mildew, by removing and disposing of wet drywall, insulation, carpet, cabinetry, or other fixtures on or within the Cooperative property, regardless of whether the unit owner is obligated by the declaration or law to insure or replace those fixtures and to remove personal property from a unit.

(k) Contract, on behalf of a unit owner, for items or services for which the owner is otherwise individually responsible, but which are necessary to prevent further damage to the Cooperative property. In such event, the unit owner on whose behalf the board has contracted is responsible for reimbursing the Association for the actual costs of the items or services, and the Association may use its lien authority provided by s. 719.108 to enforce collection of the charges. Such items or services may include the drying of the unit, the boarding of broken windows or doors, and the replacement of a damaged air conditioner or air handler to provide climate control in the unit or other portions of the property.

(l) Notwithstanding a provision to the contrary, and regardless of whether such authority does not specifically appear in the Cooperative documents, levy special assessments without a vote of the owners.

(m) Without unit owners' approval, borrow money and pledge Association assets as collateral to fund emergency repairs and carry out the duties of the Association if operating funds are insufficient. This paragraph does not limit the general authority of the Association to borrow money, subject to such restrictions contained in the Cooperative documents.

(2) The authority granted under subsection (1) is limited to that time reasonably necessary to protect the health, safety, and welfare of the Association and the unit owners and their family members, tenants, guests, agents, or invitees, and to mitigate further damage and make emergency repairs.

ARTICLE XVI **APPROVAL of BUDGET**

Section 1: BUDGET APPROVAL

The approval of the annual operating budget of the Corporation shall be made at an open meeting of the Board of Directors upon thirty (30) days notice to the Shareholders and by posting of notice of said open meeting in a conspicuous place on the property of the Corporation. The Board of Directors shall cause to be mailed or hand delivered a meeting notice and copies of the proposed annual budget of common expenses to the Shareholders not less than thirty (30) days prior to the meeting at which time the budget will discussed.

Section 2: BUDGET ASSESMENT

If an adopted budget which requires assessment against the Shareholders in any calendar year exceeds one hundred-fifteen (115%) percent of the assessment for the preceding year, the Board of Directors upon written application of ten (10%) percent of the voting interest to the Board, shall call a special meeting of the Shareholders within thirty (30) days, upon not less than ten (10) days written notice to each Shareholder. At the special meeting, Shareholders shall consider and enact a budget. The adoption of the budget shall require a vote of not less than a majority of all the voting interests.

If the proposed budget is approved by the Shareholders at the meeting, the budget shall be adopted. If a meeting of the Shareholders has been called and a quorum is not attained (or a substitute budget is not adopted by the Shareholders), the budget adopted by the Board of Directors shall go into effect as scheduled.

Section 3: ASSESMENT

In determining whether assessments exceed one hundred-fifteen (115%) percent of similar assessments for prior years, any authorized provision for reasonable reserves for repair or replacement of Corporation property, anticipated expenses by the association which are not anticipated to be incurred on a regular basis, or assessments to the Corporation property shall be excluded from computation.

Section 4: RESERVE ACCOUNTS

In addition to annual operating expenses, the budget shall include reserve accounts for capital expenditures and deferred maintenance. These accounts shall include, but need not be limited to roof replacement, building painting, and pavement resurfacing, regardless of the amount of deferred maintenance or replacement cost, and for any other items for which the deferred maintenance replacement cost exceeds ten-thousand dollars (\$10,000.00). The amount to be reserved shall be computed by means of a formula which based upon estimated life and estimated replacement cost or deferred maintenance expense of each reserve item. The association may adjust replacement reserves assessments annually to take into account any extension of the useful life of a reserve item caused by deferred maintenance. This shall not apply to any budget in which the Shareholders of the Association have, by a vote of majority of the Shareholders present a duly called meeting of the Association, determined for a fiscal year to provide no reserves or reserves less adequate than required. If a meeting of the Shareholders has been called to determine to provide no reserves or reserves less adequate than required and such result is not attained, or a quorum is not attained, the reserves as included in the budget shall go in effect.

Section 5: RESERVE FUNDS and INTEREST

Reserve funds and any interest accruing thereon shall remain in the reserve account for authorized reserve expenditures unless their use for other purposes is approved in advance by a vote of the majority of the voting interest at a duly called meeting of the Association.

ARTICLE XVII
COMMON AREAS

Common areas-are those portions of the Corporation property not included in the mobile/modular home Lease and any other part of the Corporate property designated in the Corporate documents as common area.

Section 1: COMMON AREA USE FEES

The Association may not charge a use fee against a Shareholder for the use of common areas unless provided for in the Corporate Documents or by a majority vote of the Shareholders or unless the charges relate to expenses incurred by an owner having exclusive use of common area(s).

Section 2: EXCLUSIVE USE OF COMMON AREA

Any Shareholder requesting exclusive use of a common area must submit such request in writing to the Board of Directors and Social Committee for approval at least thirty-five (35) days in advance, except in an unusual circumstance, it may be less.

Section 3: BOD APPROVAL/DISAPPROVAL

The Board of Directors shall respond in writing, within five (5) days, indicating their approval or disapproval as well as any reasonable fee charged for the exclusive use of the common area in question.

ARTICLE XVIII

COMMON EXPENSES

Common expenses are all expenses and assessments properly incurred by the Association for the Corporation and shall include:

- A. The expenses of the operation, maintenance, repair or replacement of the Corporation property, as well as trash collection and Cable Television.
- B. The cost of carrying out the powers and duties of the Directors, Officers and employees.
- C. The expense regarding the water distribution systems, the sewer systems and sewage lift stations, as well as the maintenance of the roadways, administrative buildings, recreational and marina facilities.

Section 1: METHOD of COLLECTING for COMMON EXPENSES

Individual Shareholder's share of the common expenses shall be collected monthly and shall be due and payable on the first day of each month and each succeeding month thereafter. At their option, Shareholders may also pay their monthly maintenance fees on a calendar year basis.

ARTICLE XIX

LATE CHARGES

In the event than any payment, assessment (whether regular or special) has not been paid within ten (10) days of the date specified for the payment thereof, the amount of funds represented by said late payment shall from the due date thereof bear interest in favor of the Corporation and against the obligator in the amount of eighteen (18%) percent per annum until said funds are paid. In addition, the Association may charge an administration late fee in addition to such interest in an amount not to exceed the greater of twenty-five (\$25.00) dollars or five (5%) percent of each installment of the assessment for each delinquent installment that the payment is late.

Any payment received by the Association shall be applied first to any interest accrued by the Association, then to any administrative late fee, then to any cost and reasonable attorney's fees incurred in collecting, and then to the delinquent assessment.

NOTICE: All references in the By-Laws to a number of hours or days for an event to take place are in compliance to Florida Statutes on the date of approval by the Shareholders of RIVERLAND, INC., and shall automatically change in accordance with Florida Statutes if and when such change shall be enacted under Florida Law.

ARTICLE XX
COMPLIANCE PROCEDURES and FINES

The Board of Directors establishes the Riverland Compliance Procedures which are in alignment with the Florida State Statutes 719.303.

Section 1. LEVY FINES

Riverland, Inc. may levy reasonable fines for failure of the unit owner or occupant, licensee, or invitee to comply with any provision of the Cooperative Documents or reasonable Rules of the Association. A fine may not become a lien against a unit. A fine may be levied by the Board on the basis of each day of a continuing violation, with a single notice and opportunity for hearing before a Committee. However, the fine may not exceed \$100 per violation, or \$1,000 in the aggregate.

Section 2. SUSPENSION COMMON AREAS

Riverland, Inc. may suspend, for a reasonable period of time, the right of a unit owner, or a unit owner's tenant, guest, or invitee, to use the common elements, common facilities, or any other association property for failure to comply with any provision of the Cooperative Documents or reasonable rules of the Association. This paragraph does not apply to limited common elements intended to be used only by that unit, common elements needed to access the unit, utility services provided to the unit, parking spaces, or elevators.

Section 3. WRITTEN NOTICE

A fine or suspension levied by the Board of Directors may not be imposed unless the Board first provides at least 14 days' written notice and an opportunity for a hearing to the unit owner and, if applicable, its occupant, licensee, or invitee. The hearing must be held before a Committee of other unit owners who are neither Board Members nor persons residing in a Board Member's household. The role of the Committee is limited to determining whether to confirm or reject the fine or suspension levied by the Board. If the Committee does not agree with the fine or suspension, it may not be imposed.

Section 4. DELINQUENT PAYMENT

If a unit owner is more than 90 days delinquent in paying a monetary obligation due to Riverland, the Association may suspend the right of the unit owner or the unit's occupant, licensee, or invitee to use common elements, common facilities, or any other Association property until the monetary obligation is paid in full. This subsection does not apply to limited common elements intended to be used only by that unit, common elements needed to access the unit, utility services provided to the unit, parking spaces, or elevators. The notice and hearing requirements under section 3 do not apply to suspensions imposed under this section.

Section 5. SUSPENSION VOTING RIGHTS

Riverland, Inc. may suspend the voting rights of a unit or member due to nonpayment of any monetary obligation due to the Association which is more than 90 days delinquent. A voting interest or consent right allocated to a unit or member which has been suspended by the Association may not be counted towards the total number of voting interests for any purpose, including, but not limited to, the number of voting interests necessary to constitute a quorum, the number of voting interests required to conduct an election, or the number of voting interests required to approve an action under this chapter or pursuant to the Cooperative Documents, Articles of Incorporation, or Bylaws. The suspension ends upon full payment of all obligations currently due or overdue the Association. The notice and hearing requirements under Section 3 do not apply to a suspension imposed under this section.

Section 6. NOTICED BOARD MEETING

All suspensions imposed pursuant to Section 4 or Section 5 must be approved at a properly noticed Board Meeting. Upon approval, the Association must notify the unit owner and, if applicable, the unit's occupant, licensee, or invitee by mail or hand delivery.

AMENDMENTS

The By-Laws may be amended, enlarged or diminished only upon the affirmative vote of two-thirds (2/3) of the Shareholders of the Corporation. Proposals to amend existing By-Laws shall contain the full text of the By-Laws to be amended: new words shall be inserted in the text underlined, and words to be deleted shall be lines through with hyphens. However, if the proposed change is so extensive that this procedure would hinder, rather than assist, the understanding of the proposed amendment, it is not necessary to use the underlining and hyphens as indicators of words added or deleted, but instead, a notation must be inserted immediately preceding the proposed amendment in substantially the following language: "Substantial rewording of the By-Laws. See By-Law Amendment---for present text"