

Prepared by and return to:
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DHN Attorneys, PA
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**BYLAWS
OF
DOVER VILLAGE HOMEOWNERS ASSOCIATION, INC.**

I. Name and Location. The name of the corporation is DOVER VILLAGE HOMEOWNERS' ASSOCIATION, INC. ("Association"). The principal office of the corporation shall be located at the offices of Snow Construction, Inc., 1136 New York Avenue, St. Cloud, Florida 34769, or at such other places as may be subsequently designated by the Board of Directors, but meetings of Members and Directors may be held at such places within the State of Florida as may be designated by the Board of Directors.

II. Definitions. Refer to the Declaration of Covenants, Restrictions, Conditions and Easements of Dover Village for definitions of key terms.

III. Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No Owner shall have more than one membership for each Lot owned. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership.

3.1 Suspension of Membership. During any period in which a Member shall be in default in the payment of any annual or special assessment levied by the Association, the voting rights of such Member may be suspended by the Board of Directors until such assessment has been paid. Such rights of a Member may also be suspended, after notice and hearing, for a period not to exceed one hundred eighty (180) days for violation of any rules and regulations established by the Board of Directors governing the use of the Private Property and facilities.

3.2 Voting Rights. There shall be two classes of voting membership.

3.3 Member Classes.

3.3.1 Class A. Class A members shall be all those Owners as defined in Article III of the Declaration with the exception of the Declarant, Snow Construction, Inc. Class A Members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Article III of the Declaration. When more than one person holds such interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised by the Owners as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

3.3.2 Class B. The Class B Member shall be the Declarant, Snow Construction, Inc. The Class B Member shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership by Article III of the Declaration, provided that the Class B membership shall cease and be

converted to Class A membership on the happening of any of the following events, whichever occurs earlier:

- i. Three months after ninety percent (90%) of the Lots in all phases of the community that will ultimately be operated by the Association have been conveyed to members;
- ii. On December 31, 2026; or
- iii. Thirty (30) days after the Declarant, Snow Construction, Inc., elects to terminate the Class B Membership.

IV. Property Rights: Rights of Enjoyment. Subject to the terms and provisions contained in the Declaration, each Member shall be entitled to have a non-exclusive right and easement of enjoyment in and to the use of the Private Property and facilities to the members of his family, his tenants or contract purchasers, who reside on the property. Such member shall notify the secretary in writing of the name of any such delegate. The rights and privileges of such delegate are subject to suspensions to the same extent as those of the Members.

V. Board of Directors: Selection: Term of Office.

5.1 Number. The affairs of this Association shall be managed by a Board of not less than three (3) and no more than five (5) Directors. During the period for which there exists a Class B membership, the Board shall consist of three (3) Directors.

5.2 Election. Directors shall be elected at the annual meeting of the Members. At such annual meeting, not less than three (3) and no more than five (5) Directors shall be elected and they shall serve two-year, staggered terms or until their successors are chosen or until removed in accordance with the Articles of Incorporation or these By-Laws. Staggering of terms shall be accomplished at the initial election of Directors following the cessation of Class B membership. At such turnover election, those Directors receiving the highest vote totals shall receive two (2) year terms [three (3) if a five (5) member Board, two (2) if a three (3) member Board], all others receive one (1) year terms.

5.3 Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining Members of the Board and shall serve until the next annual meeting of the Members.

5.4 Disqualification. Any person being a convicted felon and not having had their civil rights restored for a minimum period of five (5) years, or any person being delinquent in the payment of any monetary obligations to the Association, is hereby disqualified from serving as a Director on the Board.

5.5 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.

5.6 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 of the Directors. Any actions so approved shall have the same effect as though taken at a meeting of the Directors.

VI. Meeting of Directors.

6.1 Regular Meetings. Regular meetings of the Board of Directors shall be held as needed with forty-eight (48) hours prior notice at such place and hour as may be fixed from time to time by resolution of the Board. Any meetings at which adoption of assessments or rules will take place require fourteen (14) day prior notice. Should either said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

6.2 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.

VII. Nomination and Election of Directors.

7.1 Nomination. Nomination for election of the Board of Directors shall be made from the floor at the annual meeting of the Members.

7.2 Election. Election to the Board of Directors shall be by submitted ballot. At such election, the Members may cast their vote with respect to each vacancy for as many as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

VIII. Powers and Duties of The Board of Directors.

8.1 Powers. The Board of Directors shall have the power:

- i. To adopt and publish, from time to time, rules and regulations governing the use of the Private Property, and to establish penalties for the infraction thereof;
- ii. To exercise for the Association all powers, duties and authority vested in or delegated to the association, which are not reserved to the membership by other provisions of these By-Laws, the Articles or the Declaration.
- iii. To declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors, except that the directors appointed by Declarant shall not be subject to this provision; and

- iv. To employ a manager, an independent contractor or such other employees as they deem necessary, and to prescribe their duties.

8.2 Duties. It shall be the duty of the Board of Directors:

- i. To cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members or at any special meeting, when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;
- ii. To supervise all officers, agents and employees of the Association and to see that their duties are properly performed;
- iii. As more fully provided herein and in the Declaration:
 - a. To take into account the common expenses of the Association, and
 - b. To send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period;
- iv. To issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. Such certificate shall be conclusive evidence of any assessment therein stated to have been paid;
- v. To collect delinquent assessments and penalties and to create, record and foreclose the lien securing the said assessments and to hire attorneys, accountants and other professionals to do the same;
- vi. To procure and maintain adequate liability insurance, and to procure adequate hazard insurance on property owned by the Association;
- vii. To cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;
- viii. To cause the exterior of the dwellings, and the lawns, fences and walls to be maintained by the Owners (except as otherwise required by the Declaration or these By-Laws).

IX. Committees.

9.1 The Board of Directors may appoint committees as deemed appropriate in carrying out its purposes, such as:

(a) A Maintenance Committee which shall advise the Board of Directors on all matters pertaining to the maintenance, repair or improvement of the Property and shall perform such other functions as the Board, in its discretion, determines;

(b) A Publicity Committee which shall inform the Members of all activities and functions of the Association and shall, after consulting with the Board of Directors, make such public releases and announcements as are in the best interest of the Association;

(c) An Audit Committee which shall supervise the annual audit of the Association's books and approve the annual budget and statement of income and expenditures to be presented to the membership at its regular annual meeting. The Treasurer shall be an EX OFFICIO member of the Committee; and

(d) An Architectural Control Committee to carry out the responsibilities described in Article VIII of the Declaration.

9.2 It shall be the duty of each committee to receive complaints from Members on any matter involving Association functions, duties or activities within its field of responsibility. It shall dispose of such complaints as it deems appropriate or refer them to such other committee, director or officer of the Association as is further concerned with the matter presented.

X. Meeting of Members.

10.1 Annual Meetings. The first annual meeting of the Members shall be held in December 2020, or on such other date as the Board of Directors may in its judgment deems desirable or expedient, and each subsequent regular annual meeting of the members shall be held on the date fixed by the Board of Directors, and such meetings shall commence at the time fixed by the Board of Directors. The annual meeting of the Members shall not be held on a legal holiday.

10.1 Special Meetings. Special meetings of the Members may be called at any time by the president or by the Board of Directors, or upon written request by Members who are entitled to vote comprising twenty-five (25%) percent of all of the votes of the entire membership or who are entitled to vote comprising twenty-five (25%) percent of the votes of the Class A membership.

10.3 Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the discretion 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 meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and in the case of a special meeting, the purpose of the meeting.

10.4 Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, thirty (30%) percent of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting until a quorum as aforesaid shall be present or be represented.

10.5 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. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

10.6 Action Taken Without A Meeting. The Members 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 consent of the necessary percentage of the Members needed to take such action. Any actions so approved shall have the same effect as though taken at a meeting of the Members.

XI. Officers and Their Duties.

11.1 Enumeration of Offices. The offices of this Association shall be a president and a vice-president, a secretary and a treasurer, who shall at all times be members of the Board of Directors, and such other officers as the Board may, from time to time by resolution, create.

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

11.3 Term. The officers of this 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 is otherwise disqualified to serve.

11.4 Special Appointment. 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 performance of such duties as the Board may, from time to time, require.

11.5 Resignation and Removal. Any officers may be removed from office with or without cause by the Board. Any officer may resign at any time by 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 later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

11.6 Vacancies. A vacancy in any office may be filled in the manner prescribed for regular election. The officer elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

11.7 Multiple Officers. The offices of secretary and treasurer may be held by the same person. No persons shall simultaneously hold more than one of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

11.8 Duties. The duties of the officers are as follows:

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

- 11.8.2 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.
- 11.8.3 Secretary. The secretary 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 and affix it on all papers requiring said seal; serve notice of meetings of the board and all of the Members; keep appropriate current records showing the Members of the Association together with their addresses, and shall perform such other duties as required by the Board.
- 11.8.4 Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes; shall cause financial statements to be made of the Association's books of account at the completion of each fiscal year; 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 furnish a corporate surety bond in a sum satisfactory to the Board for the faithful performance of the duties of his office and the restoration to the Association of all books, papers, vouchers, money or other property of whatever kind in his possession or under his control, belonging to the Association. The Association shall pay all premiums for said bond.

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

XIII. Corporate Seal. The Association shall have a seal having the words Dover Village Homeowners' Association, Inc., a not-for-profit Florida corporation.

XIV. Rules and Regulations. In addition to the other provisions of these By-Laws, the following rules and regulations together with such additional rules and regulations as may hereafter, from time to time, be adopted by the Board of Directors, shall govern the use of the Homes located in the Property and the conduct of all residents thereof:

- 14.1 Restrictions. The use restrictions set forth in the Declaration. In addition, the items set forth in Article IX of the Declaration shall constitute use restrictions on the Property.
- 14.2 Rules and Regulations. The Board of Directors of the Association shall, in its discretion, adopt such other rules and regulations from time to time governing the use and enjoyment of the Private Property as the Board of Directors, in its sole discretion, deems appropriate or necessary, provided that such additional rules and regulations shall be consistent with the provisions contained in the Declaration, and shall be published to the membership.

XV. Amendments.

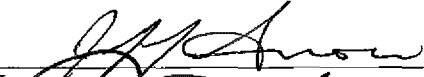
15.1 Procedure. These By-Laws may be amended, at a duly called regular or special meeting of the Members, by a vote of fifty-one (51%) percent of the Members present in person or by proxy, except that if at the time an amendment is proposed there are any mortgages encumbering any Lot insured by the Federal Housing Administration, guaranteed by the Veterans Administration or held by the Federal National Mortgage Corporation, then the Federal Housing Administration, the Veterans Administration or the Federal National Mortgage Corporation shall have the right to veto amendments while there is a Class B membership, otherwise said right of veto will not exist.

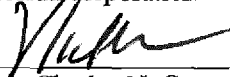
15.2 Conflict with Declaration. In the case of any conflict between the Articles and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.


XVI. Dissolution. The Association may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

Signed, sealed and delivered in the presence of:

Snow Construction, Inc
A Florida Corporation


Name: JEFF SNOW

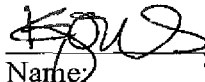
By: 
Name: Charles N. Gross, III
Title: President and COO


Name: ALDO PACITTO

STATE OF FLORIDA)
COUNTY OF OSCEOLA)

The foregoing instruction was acknowledged before me by means [] online notarization or [] physical presence this 15th day of November, 2021 by Charles N. Gross, III, as President and COO of Snow Construction, Inc., a Florida corporation, on behalf of said corporation. The foregoing person is personally known to be or produced _____ as identification.

My Commission Expires: 12/2/22


Name: Kelli Jowers
Notary Public, State of Florida at Large



JOINDER

Dover Village Homeowners' Association, Inc., a not-for-profit Florida corporation, whose mailing address is 1136 New York Avenue, St. Cloud, Florida 34769, hereby approves and joins in the Bylaws of Dover Village Homeowners Association, Inc., and agrees to be bound by the terms thereof and will comply with and perform the terms and conditions of the Bylaws.

In Witness Whereof, Dover Village Homeowners' Association, Inc. has executed this Joinder on this 15th day of November, 2021.

Signed, sealed and delivered in the presence of:

Dover Village Homeowners' Association, Inc.

[Signature]
Name: JEFF SNOW

By: [Signature]
Name: Christian Gausman
Title: Vice President

[Signature]
Name: ALDO PACITTO

STATE OF FLORIDA)
COUNTY OF OSCEOLA)

The foregoing instruction was acknowledged before me by means [] online notarization or [] physical presence this 15th day of November, 2021 by Christian Gausman, as Vice President of Dover Villages Homeowners Association, Inc., a Florida non-profit corporation, on behalf of said corporation. The foregoing person is personally known to be or produced _____ as identification.

My Commission Expires: 12/2/22

[Signature]
Name: Kelli Jowers
Notary Public, State of Florida at Large

