

BY-LAWS OF OUR RESIDENT OWNED COMMUNITIES-SOUTHWEST FLORIDA, INC.

A Not-For-Profit Florida Corporation

ARTICLE I: NAME, PURPOSE, REGISTERED OFFICE AND REGISTERED AGENT

Section 1. Name. The name of this corporation (hereinafter referred to as the ("Corporation" or OURROC) is: OUR RESIDENT OWNED COMMUNITIES-SOUTHWEST FLORIDA, INC.

Section 2. Purpose. The Corporation shall provide educational opportunities for all 719/723 governed residents of member communities in order to enhance the function of resident owned communities. The goals are to:

1. Provide informational meetings at least six (6) times annually.
2. Assist Resident Owned Communities in developing effective and informed Boards of Directors, Owners, and Residents.
3. Develop a network of communications for informational sharing.
4. Provide training for Boards of Directors of the Corporation's member communities.
5. Foster open lines of communication with the appropriate representatives of local, county, state and federal government.

Section 3. Registered Office And Registered Agent. The address of the initial registered office of this Corporation and the initial registered Agent at said address is: Jonathan Whitney, 2 North Tamiami Trail, Suite 500, Sarasota, FL 34236

ARTICLE II: POWERS

The Directors of this Corporation and the operation of the Corporation itself shall be governed by the By-Laws.

ARTICLE III: MEMBERSHIP

Section 1. Members: All incorporated Resident-owned manufactured/mobile home communities located in Southwest Florida, including without limitations those communities governed by Chapter 719 and 723, Florida Statutes and governed by Chapter 607 or Chapter 617, Florida Statutes, shall be eligible for membership in this corporation.

Section 2. Professional Members. Outside firms involved in services to provide assistance and advice in administratively running our Member Communities. Professional Members must be approved by the Board of Directors. Member benefits will be determined by the Board, including the right to be appointed to the Board. Professional Members have no voting rights.

Section 3. Individual Members. Any resident living in a Resident-owned manufactured/mobile home community in Southwest Florida may be an Individual Member. Member benefits of Individual Members will be determined by the Board, including the right to be appointed to the Board. Individual Members have no voting rights.

Section 4. Membership-Certificates. No official certificates shall be issued by the corporation. However, the Board may issue statements of affiliation with the corporation.

Section 5. Membership Dues. Members shall pay all dues as levied by the Corporation. The board of directors shall have sole authority to determine all dues.

ARTICLE IV: MEETINGS OF MEMBERS

Section 1. Meetings. Meetings of the members shall be held as determined by the board of directors. Written notice of all meetings shall state place, day and hour of meeting and the purposes of the meeting shall be given by the Secretary of the Corporation or the person authorized to call the meeting at least ten (10) days before the meeting. The notice shall be sent to all Members by mail or by electronic submission.

Section 2. Annual Meetings. The annual meetings shall be determined by the board of directors. At the annual meeting, the members shall elect a board of directors in accordance with these By-Laws and shall transact other necessary business.

The meeting shall be held at such time as selected by the Directors. The Meeting notice shall be sent to all Members.

Section 3. Special Meetings. Special meetings of the members may be called by the President or a majority of the board of directors. Special meetings shall be held if thirty percent (30%) of the members sign, date, and deliver one or more demands for the meeting to the Corporation's secretary. Said demands must describe the purpose or purposes for which the meeting is to be held.

Section 4. Notice of Monthly or Special Meetings. Written notice of all meetings of members, stating the place, day and hour of the meeting, the purpose or purposes of the meeting shall be given by the secretary of the corporation or the person authorized to call the meeting. Notice of Annual Meetings shall be set forth as above, except that all notices of annual meetings shall be sent by mail or "electronic transmission" (as defined in Section 617.01401(8) Florida Statutes), to the member's address appearing on the books of the corporation.

Section 5. Affirmation of Notice. An officer of the corporation shall provide a statement for the Minutes of said meeting affirming that the notices were given in accordance with Section 1 of this Article and said statement shall be filed in this Corporation's records.

Section 6. Voting Rights and Regulations. In any regular or special membership meeting, the members shall cast one (1) vote per Member Park.

Section 7. Proxies. Except for voting at the election of the board of directors, a member entitled to vote may vote in person or by proxy executed by the resident park member. Each proxy shall be effective for vote specified in the proxy and is valid for a period no longer than thirty (30) days.

Section 8. Quorum. A quorum shall consist of a majority of the number of members present at a meeting, plus the number of resident park proxies executed for the purposes of the vote.

Section 9. Conduct. All meetings shall be conducted following the By-Laws of the corporation and using guidelines provided by, but not in strict adherence to, Robert's Rules of Order.

Section 10. Order Of Business. The order at all annual or special meeting of the members or Board shall be as follows: A. Roll call B. Proof of notice of meeting or waiver of notice C. Reading of minutes or waiver of such reading of previous meetings D. Report of Officers E. Report of committees F. Election of directors (if election is held) G. Unfinished business H. New business I. Adjournment

Section 11. Minutes. Minutes of all meetings of members shall be kept in a businesslike manner and shall be available for inspection electronically by members and board members at reasonable times. The minutes and written communications to all Members, including financial statements furnished to members shall be maintained for a period of not less than seven (7) years.

ARTICLE V: MEETINGS OF DIRECTORS

Section 1. Directors. The Directors shall be elected at the annual meetings by a majority of official voters at the meetings for terms of one year. Upon the vacating of a member position, the existing Board Members shall appoint a qualified person to fill the remaining term of the board member. The term of Directors is one year. The number of Directors shall be at least three, preferably seven.

Section 2. Officers. The officers of the corporation shall consist of a President, Vice President, Secretary and Treasurer. The duties of each position shall consist of the customary duties for each position, unless otherwise specified by the Board. The Officers shall be elected by the Board Members after the Annual election of the Board. Any person may hold two or more offices except the President shall not be Treasurer.

Section 3. Committees. The Board may establish standing committees and/or special committees as may be needed to conduct or assist in the conducting its business.

Section 4. Compensation. OURROC is a volunteer organization, with no one receiving compensation for any service rendered. Upon prior Board approval, reimbursement of actual expenses incurred in performance of services rendered is allowed.

Section 5. Attendance by Directors. Failure of a director to attend three (3) consecutive regular or special board meetings shall be cause for automatic removal as a member of the board.

Section 6. Board Nominations. Nomination for election to the board of directors shall be provided to the President or Secretary or Vice President prior to the start of the annual meeting.

Section 7. Voting: Election to the board shall be by secret ballot unless this method is waived by attendees at the meeting. If the number of nominees for the board is equal to or less than the number of open positions, then no election will be held and each nominee will be considered elected to the position. If the number of candidates exceeds seven, a secret ballot will decide the seven, by tally of votes counted by the Secretary. Results will be announced by the President. One vote per dues paying Member Park is allowed. The acts approved by a majority of the voters present shall be binding upon all Members. After the election, Board Officers will be determined by the new Directors.

Section 8. Regular Meetings. Regular or special meetings of the directors shall be held at least six (6) times each year, either electronically or in person, at such place, date and hour as determined by the board.

Section 9. There shall be no requirement that all or any regular or special meeting of the board of directors shall be open to the membership.

Section 10. Minutes. Minutes of all meetings of the board of directors shall be kept in a businesslike manner and shall be available for electronic inspection by members and board members at reasonable times. The Corporation shall retain these minutes for a period of not less than seven (7) years.

ARTICLE VI: ACCOUNTING RECORDS AND FISCAL MANAGEMENT

Section 1. Books and Records. The Corporation shall keep correct and complete books and records of account including all receipts and expenditures. The books and records of the corporation shall be open to electronic inspection by members and board members.

Section 2. Fiscal Year. The fiscal year shall be May1 through April 30.

Section 3. Depository. The bank or banks used shall be designated by the board of directors from time to time. The positions of President, Vice President and Treasurer or another named by the board is authorized to sign checks. A second officer must approve expenditures.

Section 4. Fiduciary Relationship. The officers and directors shall have a fiduciary relationship to the members.

Section 5. Budget. The annual budget shall be adopted by the board of directors as determined by resolution of the board.

ARTICLE VII: AMMENDMENT OF BY-LAWS

These ByLaws may be amended by the majority of the Board of Directors of the Corporation at the regular or special Board Meeting.

ARTICLE VIII: AMMENDMENT OF ARTICLES OF INCORPORATION

The Articles of Incorporation of this Corporation may be amended by majority vote of the board of directors.

ARTICLE IX: DISSOLUTION

This Corporation may be dissolved by the board of directors adopting a resolution recommending that the Corporation be dissolved. The board of directors shall recommend to the members a plan of distribution of assets. The plan of distribution shall be adopted by at least a majority of the votes which members present at such meeting are entitled to cast.

CERTIFICATION

BYLAWS REVISED AND APPROVED BY THE BOARD OF DIRECTORS OF OURROC-SWF April 2, 2024