

**MINUTES OF SPECIAL MEETING
OF THE
BOARD OF DIRECTORS
OF
TREE TOPS NEIGHBORHOOD ASSOCIATION, INC.**

A Special Meeting of the Board of Directors of Tree Tops Neighborhood Association, Inc., was duly held at 4:00 p.m. on Tuesday, May 31st, 2005, at the Offices of Gatlin & Birch, P.A., 2nd Floor Conference Room, 620 Twiggs Street, Tampa, FL 33602, pursuant to a Notice of Special Meeting.

The President of the Corporation, Anna K. Laughridge, called the meeting to order. All of the directors of the Corporation were present, who are as follows:

Anna K. Laughridge
Doug Brown
Charles Hannah

All such directors then signed the Waiver of Notice which is on file herewith.

Because a quorum was present, the President then noted that the meeting, having been duly convened, was ready to proceed.

The President of the Corporation, Anna K. Laughridge, acted as the presiding officer of the meeting, and also acted as Secretary of the meeting.

The Secretary of the meeting then presented to the Board the original Notice of Special Meeting of The Board of Directors of Tree Tops Neighborhood Association, Inc. for this meeting, which is attached hereto and a copy of which was previously sent to each director, and presented a copy of the meeting notice sent to the Members of the association, which is attached hereto and a copy of which was previously sent to each Member:

The purposes of the meeting were to:

- (a) consider and adopt a budget for Corporation for the 2005-2006 fiscal year;
- (b) consider and set the general assessment for the 2005-2006 fiscal year;
- (c) consider electing a new Vice President to replace the prior Vice President who resigned;
- (d) consider and authorize a new landscape maintenance contract;
- (e) consider setting the annual meeting of the board of directors and members of the association; and

(f) transact such other and further business as may lawfully come before said meeting.

1. **BUDGET**: The President then announced that the first order of business is the proposed budget for the association for the 2005-2006 fiscal year, which begins July 1, 2005, and that discussion of the proposed budget was in order. The directors acknowledged having received and reviewed a copy of the proposed budget before the meeting. The board discussed the proposed budget. The Association's accountant, Rick Roberts, recommended to the board that the budget be revised to add additional reserves of \$2,000.00 for maintenance and repairs to the Gazebo and canoe launch, and \$2,000.00 for maintenance and repairs to the playground. Charles A. Hannah thereafter moved for the adoption of the following resolution:

BE IT RESOLVED that the proposed budget for the 2005-2006 fiscal year, a copy of which is attached to these meeting minutes, and which includes the adjustments to the reserves suggested by the accountant, is hereby determined and adopted as the operating budget of this Corporation for the fiscal year beginning July 1, 2005;

The President then called for a second, and that motion was seconded by Doug Brown. A vote of the directors was then taken and the proposed resolution was approved by a unanimous vote of the directors.

2. **ANNUAL GENERAL ASSESSMENT**: The President then announced that the second order of business is to consider and set the general assessment for the 2005-2006 fiscal year, and that discussion of the proposed general assessment was in order. The directors acknowledged having received and reviewed the proposed general assessment, which was based upon the budget adopted for the 2005-2006 fiscal year. The directors then discussed the proposed general assessment, and the payment of the assessment. Anna K. Laughridge thereafter moved for the adoption of the following resolutions:

BE IT RESOLVED, that based upon that adopted budget for the 2005-2006 fiscal year, this Corporation hereby fixes, sets and levies the annual general assessment on each lot and each owner of a Lot in the amount of \$1,569.08, for the fiscal year beginning July 1, 2005, and ending June 30, 2006;

FURTHER RESOLVED, that except as may otherwise be specifically provided in the Declaration, the general assessment shall be paid in full and paid in advance by the owner(s) of each lot; and

FURTHER RESOLVED, that the Corporation has not received any notice from the "Declarant" that it wishes to change its prior election to "deficit fund", and as such, the Declarant will continue to "deficit fund" pursuant to section 6.4 of the Declaration.

The President then called for a second, and that motion was seconded by Doug Brown. A vote of the directors was then taken and the proposed resolutions were approved by a unanimous vote of the directors.

3. **ELECT A NEW VICE PRESIDENT**: The President then announced that the third order of business which was to nominate and elect a new Vice President to replace Mark Brown who retired, and that nominations for that position were open. The President then called for nominations, and Anna K. Laughridge nominated Doug Brown to serve as Vice President of the Corporation. Anna K. Laughridge thereafter moved for the adoption of the following resolution:

BE IT RESOLVED, that Doug Brown be elected to serve as Vice President of the Corporation, and that he hold such position until his successor shall have been elected and qualified, or until the earlier of his resignation, removal from office, or death.

The President then called for a second, and that motion was seconded by Charles A. Hannah. A vote of the directors was then taken and the proposed resolutions were approved by a unanimous vote of the directors.

4. **LANDSCAPE MAINTENANCE CONTRACT**: The President then announced that the fourth order of business which was to consider and authorize a new landscape maintenance contract. The President noted bids were obtained from the existing contractor, Natural Designs, and from Greenview Landscaping and Vivicon. The Property Manager, Diane Miragliotta then informed the board of her review of those proposals, the bid amounts. Anna K. Laughridge then moved for the adoption of the following resolution:

BE IT RESOLVED, that the officers of this corporation are hereby authorized to negotiate and enter into a contract with Natural Designs for lawn maintenance and landscaping, for the price and scope of work in their bid, and on such other terms and conditions as those officers deem to be advisable. In the event those officers are not able to negotiate an acceptable agreement with that contractor, then the officers are hereby authorized to negotiate and enter into a contract with Greenview for lawn maintenance and landscaping, for the price and scope of work in their bid, and on such other terms and conditions as those officers deem to be advisable.

The President then called for a second, and that motion was seconded by Charles A. Hannah. A vote of the directors was then taken and the proposed resolutions were approved by a unanimous vote of the directors.

After discussion of the board, and with input from the homeowners present at the meeting, Charles A. Hannah then moved for the adoption of the following resolution:

BE IT RESOLVED, that the Property Manager for the Association is hereby authorized to obtain, at the Property Manager's discretion, on behalf of the Association, emergency irrigation system repairs, for a price determined by the Property Manager to be reasonable in the industry for emergency or after hours repairs, at a rate not to exceed approximately 150% of the standard business day repair rate.

The President then called for a second, and that motion was seconded by Doug Brown. A vote of the directors was then taken and the proposed resolutions were approved by a unanimous vote of the directors.

5. **ANNUAL MEETING OF THE BOARD AND MEMBERS:** The President then announced that the fifth order of business is to consider setting the annual meeting of the members of the association pursuant to Section 3.1 of the Bylaws, and the annual meeting of the Board of Directors of the association pursuant to section 7.3 of the Bylaws.

It was mentioned to the Board by counsel for the Declarant that Section 6.1 of the Bylaws, and Section 7.1 of the Articles, provide that the Declarant has, at present, the sole and exclusive right to nominate, elect and appoint all directors of the Board, and there is no other reason for an annual meeting of the members. Additionally, such a meeting would require the unnecessary expenditure of funds for meeting notices and a meeting room. Officers can be elected at the next regular or special meeting of the board, as the current officers serve until they are replaced by the Board. After discussion by the board, no further action was taken and no motion was made.

6. **APPROVAL OF MEETING MINUTES:** Anna K. Laughridge then presented proposed minutes of this meeting to the board, which meeting minutes were then read by all of the directors.

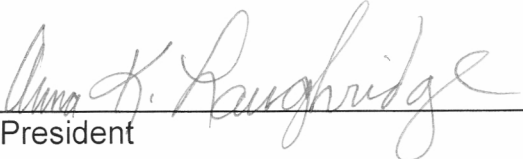
Anna K. Laughridge then moved for the adoption of the following resolution:

BE IT FURTHER RESOLVED that these minutes of this special meeting of the board of directors of this Corporation be hereby approved.

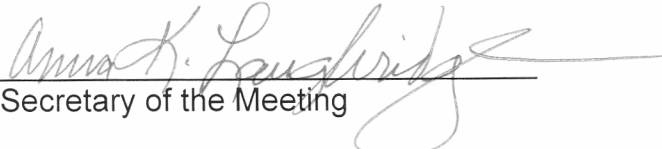
The President then called for a second, and that motion was seconded by Charles A. Hannah. A vote of the directors was then taken and the proposed resolution was approved by a unanimous vote of the directors.

There being no further business to come before the meeting at this time, and upon motion duly made by Anna K. Laughridge, seconded by Charles A. Hannah, and carried by unanimous vote of the directors, the meeting was thereupon adjourned.

ATTEST:



President



Secretary of the Meeting

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