

FIFTH AMENDMENT TO BYLAWS OF
GREATER GROVES HOMEOWNERS ASSOCIATION, INC.

This FIFTH AMENDMENT TO BYLAWS OF GREATER GROVES HOMEOWNERS ASSOCIATION, INC. ("Fifth Amendment Bylaws") is made and entered as of this 31st day of JAN, 2012 by Greater Groves Homeowners Association, Inc., a not-for-profit Florida corporation ("Association").

RECITALS

A. The Association governs and enforces those certain covenants, conditions, and restrictions of public record which have been imposed upon the real property located in the Greater Groves Subdivision, or any portion thereof, pursuant to and as more particularly set forth in a) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase I dated August 22, 1991 and recorded September 25, 1991, in Official Records Book 1128, Page 87; b) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase 2 dated August 31, 1992 and recorded September 1, 1992, in Official Records Book 1183, Page 412; c) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase 3 dated August 5, 1993 and recorded January 12, 1994, in Official Records Book 1271, Page 408; d) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase 4 dated March 19, 1996 and recorded July 18, 1996, in Official Record Book 1451, Page 1837; e) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase 5 dated June 26, 1997 and recorded September 30, 1997, in Official Records Book 1550, Page 1737, as amended by instrument recorded in Official Records Book 1778, Page 911; f) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase 6 dated March 3, 1998 and recorded April 24, 1998, in Official Record Book 1603, Page 1150, as amended by instrument recorded in Official Record Book 1778, Page 914; and g) that certain Notice of Covenants, Conditions and Restrictions for the Greater Groves – Phase 7 dated January 29, 1999 and recorded February 10, 1999, in Official Record Book 1686, Page 2319, as amended by instrument recorded in Official Record Book 1778, page 917, all in the Public Records of Lake County, Florida.

B. On October 1, 1993, the Association adopted those certain Bylaws of Greater Groves Homeowners Association, Inc. dated October 1, 1993 ("**Initial Bylaws**").

C. On November 20, 2005, the Association amended the Initial Bylaws as more particularly described in that certain First Amendment to Bylaws of Greater Groves Homeowners Association, Inc. dated November 20, 2005 and recorded June 30, 2006 in Official Records Book 3199, Page 1909, of the Public Records of Lake County, Florida ("**First Amended Bylaws**").

D. On June 2, 2007, the Association amended the Initial Bylaws as more particularly described in that certain Second Amendment to Bylaws of Greater Groves Homeowners Association, Inc., dated June 2, 2007 and recorded June 6, 2007 in Official Records Book 3446, page 1815, of the Public Records of Lake County, Florida ("**Second Amended Bylaws**").

E. On January 27, 2009, the Association amended the Initial Bylaws as more particularly described in that certain Third Amendment To Bylaws of Greater Groves Homeowners Association, Inc, dated January 27, 2009 and recorded February 2, 2009 in Official Records Book 3726, Page 32, of Public Records of Lake County, Florida (“**Third Amended Bylaws**”).

F. On November 2, 2011, the Association amended the Initial Bylaws as more particularly described in that certain Fourth Amendment To Bylaws of Greater Groves Homeowners Association, Inc, dated November 2, 2011 and recorded November 7, 2011 in Official Records Book 4091, Page 1303, of Public Records of Lake County, Florida (“**Fourth Amended Bylaws**”). The Initial Bylaws, First Amendment Bylaws, Second Amendment Bylaws, Third Amendment Bylaws, and Fourth Amendment Bylaws are collectively referred to hereinafter as the “Bylaws”.

G. In accordance with Article XVI, Section 1 of the Bylaws, a meeting of the Membership was held on January 20, 2012, wherein a majority of all Members present approved the adoption of the amendments to the Bylaws as more particularly set forth in this Fifth Amended Bylaws.

NOW, THEREFORE, in consideration of the premises hereof, the Association does hereby amend and modify the Bylaws as set forth hereinafter.

1. Recitals – The foregoing Recitals are true, correct, and complete and are incorporated herein by this reference.
2. Conflict – In the event of a conflict between any term, condition and/or provision of this Fifth Amended Bylaws and any term, condition and/or provision of the Bylaws, the term, condition and/or provision of this Fifth Amended Bylaws shall control.
3. Definitions – Each defined term in this Fifth Amended Bylaws has the meaning such term has in the Bylaws unless specifically provided for in this Fifth Amended Bylaws otherwise.
4. Amendments
 - a. Article V of the Bylaws is hereby deleted in its entirety and replaced with the following provision:

Article 5 DUES There shall be annual dues of Ten and No/100 Dollars (\$10.00) for each Member, due on January 1st of each calendar year. Members who are owners of multiple lots must pay only one membership fee. Dues remaining uncollected on the 31st day of March, of each year, will be sufficient grounds for cancellation of the membership.

The membership rights of any Member may be suspended by action of the Board of Directors during the period when the dues remain unpaid; but upon payment of such dues, his rights and privileges shall be automatically restored.

b. Article VII, Section 4 of the Bylaws is hereby deleted in its entirety and replaced with the following provision:

Section 4 Quorum – The presence at the meeting of Members entitled to cast, or of absentee ballots received prior to the start of the meeting entitled to cast, a majority of the votes of the entire Membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the majority of 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.

5. Ratification – Except as specifically set forth in this Fifth Amended Bylaws, the terms, provisions and conditions of the Bylaws are hereby ratified and confirmed and shall remain in full force and effect.

IN WITNESS WHEREOF, the Association has caused this Fifth Amended Bylaws to be executed in manner and form sufficient to the binding this 31st day of JAN, 2012.

Witness

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CHERYL VAETH
Print name

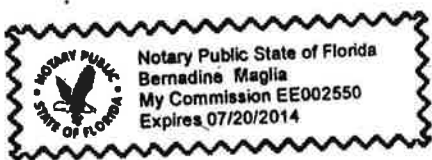
Greater Groves Homeowners Association, Inc.
By its Secretary:

Marianne Monahan
Marianne Monahan
Print Name

STATE OF FLORIDA
COUNTY OF ~~LAKE~~ ORANGE

I HEREBY CERTIFY that on this day before me personally appeared MARIANNE MONAHAN., who () is personally known to me, or who () produced drivers license as identification, and who did not take an oath, and he acknowledged before me that he executed this instrument for the purposes therein described.

DATED this 5 day of October 2012.



Bernadine Maglia
Notary Public
My Commission Expires: 07/20/2014