

BY-LAWS OF SAND CREEK PARK LANDOWNERS' ASSOCIATION

As Amended and Changed at the Annual Meeting of the Members of Sand Creek Park Landowners' Association on February 26th, 2011, and Special Meeting on 4th day of April 2012.

ARTICLE I

NAME

The name of the corporation is "Sand Creek Park Landowners' Association"

(hereinafter referred to as "the Association").

ARTICLE II

DEFINITIONS

1. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions for Sand Creek Park Landowners' Association, recorded in the office of the Clerk and Recorder, Larimer County, Colorado and recorded in the office of the Clerk and Recorder, Albany County, Wyoming.
2. "Property" shall mean and refer to real property located in the County of Larimer, State of Colorado and the Count of Albany, State of Wyoming and more particularly described on Exhibit "A" attached to the Declaration.
3. "Lot" shall mean and refer to any Lot designated on the plat of Sand Creek Park recorded in the office of the Clerk and Recorder, Larimer County, Colorado and recorded in the office of the Clerk and Recorder of Albany County, Wyoming, together with membership in the Association.
4. "Owner" shall mean and refer to the recorded owners, whether one or more persons or entities, of any Lot, including contract purchasers, but excluding those having such interest merely as security for the performance of an obligation.
5. "Plat" shall mean and refer to the Plat of the Sand Creek Park recorded in the office of the Clerk and Recorder, Larimer County, Colorado and recorded in the office of the Clerk and Recorder of Albany County, Wyoming and any amendment's of the replats thereof including subsequent filings and phases if any.
6. All other words and terms used in these By-Laws shall have the meaning given in the Declaration.

ARTICLE III

OFFICES

The Association official mailing address will be, P.O. Box 270791, Ft. Collins, Colorado 80527, and service of summon shall be made at the home address of the President as published in the last Association news letter or posted on line at SCPLOA. org. The Association may have such other offices within the State of Colorado as the Board of Directors may designate or as the business of the Association may, from time to time, require.

ARTICLE IV

MEMBERSHIP AND MEETINGS

1. Membership. Ownership of a Lot is required in order to qualify for membership in the Association. Any person or entity, on becoming an Owner of a Lot, shall automatically become a member of the Association and be subject to these By-Laws. Membership in the Association shall be appurtenant to and may not be separate from ownership of said Lot. Such membership shall terminate without any formal Association action whenever such person ceases to be an Owner; but such termination shall not relieve or release any such former Owner from any liability or obligation incurred under or in any way connected with the Association during the period of such ownership and membership in the Association, or impair any rights or remedies which the Board of Directors of the Association or others may have against such former Owner and member as a result of the covenants and obligations incident thereto. No certificates of stock shall be issued by the Association; but the Board of Directors may, if it so elects, issue one membership certificate per Lot to the Owner of the lot. Such membership certificate shall be surrendered to the Secretary whenever the Owner (member) transfers, conveys, or sells his interest in the Lot to another person or entity; and the new Owner shall then become a member of the Association.

a) Member shall make use of mediation or arbitration as alternatives to, and preconditions upon, the filing of a complaint in the courts, between a unit owner and association in situations that do not involve an imminent threat to the peace, health, or safety of the community. The declaration, bylaws, or rules of the association may specify situations in which disputes shall be resolved by binding arbitration under the "Uniform Arbitration Act", part 2 of article 22 of title 13, C.R.

2. Voting. Each Owner shall have one (1) vote (or fraction of a vote) per acre (or fraction of an acre) owned within the Property and shall be entitled to vote as provided in the Articles of Incorporation and Declaration of the Association. When more than one (1) person or entity holds a beneficial interest in a lot, tract or parcel of the Property, as a joint tenant, tenant in common, or otherwise, all such persons shall be members of the Association' but shall be considered as only one (1) Owner for voting purposed.

3. Annual Meetings. The Annual Meeting of the members shall be held in February of each year for the

purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the date fixed for the Annual Meeting shall not be a usual business day for the Association (legal holiday, etc.), such meeting shall be held on the next succeeding business day. In the event that such Annual Meeting is omitted by oversight or otherwise on the date herein provided for, the Directors shall call a meeting in lieu thereof to be held as soon thereafter as conveniently may be; and any business transactions or elections held at such meeting shall be as valid as if transacted or held at the Annual Meeting. Such subsequent meeting shall be called in the same manner as provided for the Annual Meeting.

4. Special Meetings. Special Meetings of the members, for any purpose or purposes, unless otherwise prescribed by statute may be called at any time by resolution of the Board of Directors or by the President of the Association and shall be called by the President upon written request of the members entitled to cast one tenth (1/10) of all votes entitled to be cast at such meeting, provided such written request shall also state the purpose of the meeting called and the business to be transacted at such meeting.
5. Place of Meeting. All meetings of members shall be held at such place, day, and hour as designated by the Board of Directors. A waiver of notice signed by all members entitled to vote at a meeting may designate an alternative location at which such meeting may be held.
6. Notice of Meetings and Waiver of Notice. Written notice stating the place, day, and hour of the meeting and , in the case of a Special Meeting, the purpose for which the meeting is called, shall be delivered not less than ten (10) nor more than sixty (60) days before the date of the meeting, either personally or by mail, by or at the direction of the President, the Directors, or by the President at the request of the members as provided in paragraph 4 above, to each member entitled to vote at that meeting. If mailed, such notice shall be deemed delivered when deposited in the United States Mail addressed to the member at his address as it appears on the records of the Association with postage thereon prepaid. The attendance of a member at a meeting shall constitute a waiver of notice of such a meeting except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Any meeting, of which all members shall at any time waive or have waived notice in writing, shall be a legal meeting for the transaction of business notwithstanding that the notice has not been given as hereinabove provided.
7. Quorum. Except as otherwise provided in these By-Laws, as provided in the Declaration or as provided by law, at any meeting of the members, the presence in person or by proxy of members holding one-tenth (1/10) of the votes entitled to be cast on the matter to be voted upon shall constitute a quorum. An affirmative vote, of a majority of the votes entitled to be cast on a matter to be voted upon by the members present or represented by proxy at a meeting at which a quorum is present, shall be necessary for the adoption thereof unless a greater portion is required by law, by the Articles of Incorporation, by the Declaration, or by these By-Laws.
8. Proxies. Members may vote at any meeting, either in person or by written proxy, which shall be filed by its holder with the Secretary of the Association before being voted.
9. Order of Business. The order of business for all meetings shall be as follows:

Establish quorum.

Call meeting to order.

Approval of minutes of prior meeting.

Reports of committees/officers.

Election of directors (if annual meeting).

Old business.

New business.

Adjournment.

ARTICLE V

BOARD OF DIRECTORS

1. **General Powers.** The business and affairs of the Association shall be managed by its Board of Directors. The Board of Directors shall have the powers and duties necessary for the administration of the Association and for the operation and maintenance of the Roads and common open spaces and for the administration and enforcement of the covenants and restrictions contained in the Declaration. The Directors shall in all cases act as a Board; and they may adopt such rules and regulations for the conduct of their meetings and the management of the Association as they may deem proper, not inconsistent with these By-Laws, the Articles of Incorporation, the Declaration, or the laws of the State of Colorado.
2. **Other Powers and Duties.** The Board of Directors shall be empowered and shall have the duties as follows:
 - (a) To administer and enforce the covenants, uses, limitations, obligations, and all other provisions of the Declaration.
 - (b) To establish, make, and enforce compliance with such reasonable rules and regulations as may be necessary for the operation and use of the Roads and common open spaces. Said rules and regulations may be amended, from time to time, by the Board of Directors or by vote of the majority of the votes entitled to be cast by members present in person or by proxy at an Annual Meeting or Special Meeting. A copy of such rules and regulations shall be delivered or mailed to each member promptly upon the adoption or amendment thereof and to each new member upon becoming an Owner of a Lot.
 - (c) To fix, determine, levy, collect, and enforce the general and special assessments to be paid by each of the Owners as provided in the Declaration; to adjust, decrease, or increase the

amount of such assessments; and to remit or return any excess of the assessments over expenses and cash reserves to the Owners at the end of each operation year, except for necessary reserves and sinking funds as shall be required to insure the proper maintenance of the Roads and common open spaces, general, special and other assessments shall be in statement form and shall set forth in detail the various expenses for which the assessments are being made.

- (d) To collect delinquent assessments by suit or otherwise and to enjoin or seek damages from any Owner as provided in the Declaration.
- (e) To borrow funds in order to pay for any expenditure or outlay required pursuant to the authority granted by the provisions of the Declaration and to execute all such instruments evidencing such indebtedness as the Board of Directors may deem necessary; and such indebtedness shall be the several obligation of all the Owners in the same proportion as the number of acres owned within the Property by each Owner bears to the total number of acres within the Property.
- (f) To establish a bank account for the common treasury and for all separate funds which are required or may be deemed advisable by the Board of Directors.
- (g) To keep and maintain, or to cause the same to be kept and maintained, detailed, accurate records in chronological order of receipts and expenditures affecting the Roads and common open spaces, specifying and itemizing the maintenance and repair expenses of the Roads and common open spaces and any other expenses incurred. Such records and the vouchers authorizing payment of such expenses shall be available for examination by the members at convenient hours.
- (h) To prepare and deliver annually to each member a statement showing all receipts, expenses, or disbursements since the last such statement.
- (i) To meet at least once a year.
- (j) To manage, control, operate, maintain, repair and improve the Roads and common open spaces and to designate or hire the personnel necessary for such maintenance and operation of the Roads and common open spaces and to enter into one (1) or more management agreements with third parties in order to facilitate efficient operation of the Roads and common open spaces. It shall be the primary purpose of such management agreements to provide for the administration, management, repair, and maintenance of the Roads, common open spaces and all improvements thereon and the receipt and disbursement of funds as may be authorized by the Board of Directors.
- (k) To buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate or otherwise deal in and with real, personal and mixed property of all kinds and any rights or interests therein, for any purpose of this

Association.

- (l) To borrow money and secure the repayment of monies borrowed for any purpose of this Association, limited in amount or other respects as may be provided in the Declaration.
- (m) To enter into contracts for services, facilities purchase of assets, both personal and real, for the benefit of the members, and do any and all acts that a natural person can do for the benefit of the members.
- (n) In general, to carry on the administration of the Association, to do all of those things necessary and reasonable in order to carry out the governing and operation of the Association, and to exercise for the Association all powers and authorities vested in or delegated to the Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Declaration.

3. Number and Qualification. Initially, the Board of Directors, as set forth in the Articles of Incorporation, shall consist of three (3) persons who shall hold office until the first annual meeting of the members or until their successors have been duly elected. The number of directors of the Association shall be not less than three (3) nor more than fifteen (15) as determined, from time to time, by vote of a majority of the votes entitled to be cast by members present in person or by proxy at an annual meeting or special meeting. **Except for the initial Board of Directors as hereinabove provided, all directors shall be members of the Association.**

4. Election and Term of Office. At the first annual meeting of the Association, the term of office of one Director shall be fixed at three (3) years, the term of office of one Director shall be fixed at two (2) years and the term of office of one Director shall be fixed at one (1) year. At the expiration of the initial term of office of each respective Director, his successor shall be elected to serve a term of three (3) years. The Directors shall hold office until their successors have been elected and hold their first meeting. The Directors shall be elected by vote of a majority of the votes entitled to be cast by members present in person or by proxy at an annual meeting or special meeting.

5. Vacancies. Vacancies in the Board of Directors caused by any reason other than the removal of a Director by a vote of the Association shall be filled by vote of the majority of the remaining Directors, even though they may constitute less than a quorum; and each person so elected shall remain in office until the next Annual Meeting of the members at which time an election shall be held to fill the vacancy and unexpired term.

6. Removal of Directors. At any regular or special meeting duly called, any one or more of the Directors may be removed, with or without cause, by a vote of the majority of the votes entitled to be cast by members present in person or by proxy at such meeting; and a successor may then and there be elected to fill the vacancy and unexpired term thus created. Any Director whose removal has been proposed by the membership shall be given an opportunity to be heard at such meeting.

7. Organizational Meeting. The first meeting of a newly elected Board of Directors shall be held within forty-five (45) days of election at such place as shall be fixed by the Directors at the meeting at which such Directors are elected; and no notice shall be necessary to the newly elected Directors in order to legally constitute such meeting.

8. Regular Meetings. Regular meetings of the Board of Directors may be called by the President or a majority of the Directors and may be held at such time and place as shall be determined, from time to time, by a majority of the Directors; but at least one such meeting shall be held during each calendar year. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone, or telegraph, at least three (3) days prior to the day named for such meeting, which notice shall state the time and place of said meeting.

9. Special Meetings. Special meetings of the Board may be called by the President on at least three (3) days' notice to each Director, given personally or by mail, email, telephone or telegraph, which notice shall state the time, place (as hereinabove provided), and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of a majority of the Directors.

10. Waiver of Notice. Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting; and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall constitute a waiver of notice by him of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required; and any business may be transacted at such meeting.

11. Board of Directors' Quorum. At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business; and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If, at any meeting of the Board of Directors, there shall be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At such adjourned meeting subsequently held, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

12. Fidelity Bonds. The Board of Directors may require that all officers and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds. The premiums on such bonds shall be paid by the Association.

13. Compensation. No compensation shall be paid to the Directors, as such, for their services. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

14. Action without meeting.

(A) Unless otherwise provided in the bylaws, any action required or permitted by the bylaws and articles 121 to 137 of title 7, CRS, to be taken at a board of directors' meeting may be taken without a meeting if notice is transmitted in writing to each member of the board and each member of the board by the time stated in the notice:

(a) Votes in writing for such action; or

(b) Votes in writing against such action, abstains in writing from voting, or fails to respond or vote; and

(B) The notice required by subsection (A) of this section shall state:

- (a) The action to be taken;
- (b) The time by which a director must respond;
- (c) That failure to respond by the time stated in the notice will have the same effect as abstaining in writing by the time stated in the notice; and
- (d) Any other matters the nonprofit corporation determines to include.

(C) Action is taken under this section only if, at the end of the time stated in the notice transmitted pursuant to subsection (A) of this section:

(a) The affirmative votes in writing for such action received by the Association and not revoked pursuant to subsection (D) of this section equal or exceed the minimum number of votes that would be necessary to take such action at a meeting at which all of the directors then in office were present and voted; and

(D) Any director who in writing has voted, abstained, may revoke such vote, abstention in writing received by the Association by the time stated in the notice transmitted pursuant to subsection (A) of this section.

(E) Unless the notice transmitted pursuant to subsection (A) of this section states a different effective date, action taken pursuant to this section shall be effective at the end of the time stated in the notice transmitted pursuant to subsection (A) of this section.

(F) A writing by a director under this section shall be in a form sufficient to inform the Association of the identity of the director, the vote, abstention, or revocation of the director, and the proposed action to which such vote, abstention, or revocation relates. Unless otherwise provided by the bylaws, all communications under this section may be transmitted or received by the Association by electronically transmitted facsimile, e-mail, or other form of wire or wireless communication. For purposes of this section, communications to the Association are not effective until received.

(G) Action taken pursuant to this section has the same effect as action taken at a meeting of directors and may be described as such in any document.

(I) All writings made pursuant to this section shall be filed with the minutes of the meetings of the board of directors.

(H) Unless a greater or lesser number is required by the bylaws, a quorum of a board of directors consists of a majority of the number of directors in office immediately before the meeting begins.

ARTICLE VI

OFFICERS

1. Designation. The officers of the Association shall be a President, a Vice President a Secretary, and a Treasurer, **all of whom shall be elected by and from the Board of Directors**, and such assistant officers as the Board of Directors shall, from time to time, elect.

2. Election of Officers. The officers of the Association shall be elected annually by the Board of Directors at the organizational meeting of each new Board and shall hold office at the pleasure of the Board. One person may hold concurrently any two offices provided, however, that the offices of President and Secretary shall not be held by the same person. The office of Vice-President need not be filled.

3. Removal of Officers. Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board of Directors called for such purpose.

4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be filled by a majority vote of the members of the Board of Directors.

5. President. The President shall be the principal executive officer of the Association, and, subject to the control of the Directors, shall in general supervise and control all of the business and affairs of the Association. He shall preside at all meetings of the Board of Directors and members. He shall present, at each Annual Meeting of the members, a report of the conditions of the business of the Association. He shall cause to be called regular and Special Meeting of the members and Directors in accordance with these By-Laws. He shall appoint and remove, employ and discharge, and fix the compensation of all employees of the Association and shall have the power to appoint committees from among the members, from time to time, as he may, in his discretion, decide is appropriate to assist in the conduct of the affairs of the Association. He shall sign and make all contracts and agreements in the name of the Association. He shall sign checks, notes, drafts, warrants, or other orders for the payment of money duly drawn by the Treasurer, and any deeds, mortgages, bonds, or other instruments which are required to be executed, except in cases where the signing and execution thereon shall be expressly delegated by the Directors to some other officer or agent of the Association, or shall be required by law or by the Declaration to be otherwise signed or executed. He shall enforce these By-Laws and perform all of the duties incident to the position and office and which are required by law.

6. Vice President. The Vice President shall have the powers and authority and shall perform all the functions and duties of the President in the absence of the President, or his inability, for any reason, to exercise such powers and functions or perform such duties.

7. Secretary. The Secretary shall keep all the minutes of the meetings of the Board of Directors and the minutes of all meetings of the Association; he shall have charge of such books and papers as the Board of Directors may direct; and he shall, in general, perform all the duties incident to the office of Secretary. The Secretary shall compile and keep up-to-date at a location designated by the Board of Directors, a complete list of members and their last known addresses as shown on the records of the Association. Such list shall also show opposite each members name the number or other appropriate designation of the lot owned by such member. Such list shall be open to inspection by members and other persons lawfully entitled to inspect the same at reasonable times during business hours.

8. Treasurer. The treasurer shall have the responsibility for Association funds and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association. He shall be responsible for the deposit of all monies and other valuables in the name, and to the credit, of the Association in such accounts and depositories as may, from time to time, be designated by the Board of Directors. Withdrawals shall be made from such accounts by checks signed by the President or such other person as the Board of Directors may designate. He shall, in general, perform all of the duties incident to the office of Treasurer.

9. Nominating Committee. A nominating committee composed of three members may be elected by the Board. It shall be the duty of the committee to nominate candidates for the vacancies on the Board of Directors to be filled at the annual meeting in February. The Nominating Committee shall report at the annual meeting. Before the election at the annual meeting in February, additional nominations from the floor shall be permitted. A brief resume on candidates should be submitted as to qualifications, etc.

ARTICLE VII COMMITTEES

1. A fishing and Common Area Committee composed of three members shall be elected by the Board of Directors. It shall be the duty of this committee to provide members with fishing regulations and locations of designated parking areas. Whenever it is necessary, to work with property owners to provide additional parking areas along streams. This committee shall report to the Board of Directors.

2. A Road Committee composed of three members shall be elected by the Board of Directors. It shall be the duty of this committee to monitor the roads and determine what is needed in the areas where improvements are necessary. The committee shall install warning signs until road improvements are made, recommend to the Board any safety measures needing adoption, obtain bids for road work and submit them to the Board as well as supervise road work to completion. This committee shall report to the Board of Directors.

3. A Security Control Committee composed of seven members shall be elected by the Board of Directors. It shall be the duty of this committee to patrol, regulate and enforce rules adopted by the Board regarding membership privileges, establish procedures for coping with violators and provide security officers during seasons of high trespass – hunting seasons. This committee shall report to the Board of Directors.

4. An Animal Control Committee composed of three members shall be elected by the Board of Directors. It shall be the duty of this committee to see that all animals (grazing), owned by members of the Sand Creek Park Landowners Association are being maintained according to conditions as set forth in the Covenants, to determine, whenever possible, if other domesticated (grazing) animals are on property, their ownership and possibilities for keeping them off Sand Creek Park property. This committee shall receive complaints on beaver problems, and correct them as necessary. This committee shall report to the Board of Directors.

5. A Sub-committee to the Architectural Control Committee composed of three directors may be elected by the Board of Directors to receive and approve plans and make recommendations to the Architectural Control Committee which is composed of all members of the Board of Directors as stated in Article I, Section 7 of the Declaration of Covenants, Conditions, and Restrictions for Sand Creek Park Landowners Association. Any variances shall be brought before the Board of Directors for approval.

6. Such other committees, standing or special, shall be appointed by the Board of Directors from time to time as deemed necessary to carry on the work of the Association. The President of the Association shall be ex officio member of all committees excluding the Nominating Committee.

ARTICLE VIII

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts' Rules of Order, Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Association may adopt.

ARTICLE IX

INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall indemnify every Director or officer, his heirs, executors, administrators, against all loss, costs, and expenses, including counsel fees, reasonably incurred by him in connection with any action, suit, or proceeding to which he may be made a party by reason of his being or having been a Director or officer of the Association, except as to matters as to which he shall be finally adjudged in such action, suit, or proceeding to be liable for gross negligence or willful misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Association is advised by counsel that the person to be indemnified has not been guilty of gross negligence or willful misconduct in the performance of his duty as such Director or officer in relation to the matter involved. The foregoing rights shall not be exclusive of the other rights to which such Director or officer may be entitled. All liability, loss, damage, costs, and expense incurred or suffered by the Association by reason of or arising out of or in connection with the foregoing indemnification provisions shall be treated and handled by the Association as a common expense provided, however, that nothing contained in this Article IX shall be deemed to obligate the Association to indemnify any member of Owner who is or has been a Director or officer of the Association with respect to any duties or obligations assumed or liabilities incurred by him under any by virtue of the Declaration as member or Owner.

ARTICLE X

BILLS, NOTE, ETC.

All bills payable, notes, checks, or other negotiable instruments of the Association shall be made in the name of the Association. Checks shall be signed by the President and Treasurer or 2 authorized directors of the Association and notes or other negotiable instruments of the Association shall be signed by the President and Treasurer and counter-signed by the Secretary. No officer or agent of the Association, either singly or jointly with others, shall have the power to make any bills payable, note, check, draft, or warrant, or other negotiable instruments, or endorse the same in the name of the Association, or contract or cause to be contracted any debt or liability in the name of or in behalf of the Association, except as expressly prescribed and provided by the Board of Directors.

ARTICLE XI

AMENDMENT

These By-Laws may be amended by vote of a majority of the votes entitled to be cast by members present in person or by proxy at an Annual Meeting or Special Meeting constituted for such purpose.

ARTICLE XII

EVIDENCE OF OWNERSHIP, REGISTRATION OR MAILING ADDRESS, AND REQUIRED PROXIES

1. Proof of Ownership. Any person or other entity, upon becoming an Owner of a Lot, shall furnish to the Board of Directors a photocopy of a certified copy of the deed or contract vesting that person with an interest of ownership, which instrument shall remain in the files of the Association.

2. Registration of Mailing Address. The Owner or Owners of each Lot shall have one registered mailing address to be used by the Association for mailing of statements of assessment, notices, demands, and all other communications; and such registered address shall be the only mailing address of a person or persons, firm, corporation, partnership, association, or other legal entity or any combination thereof to be used by the Association. Such registered address shall be furnished by such Owner or Owners to the Secretary within five (5) days after an ownership interest in a Lot is acquired, or after a change of address' and such registration shall be in written form and signed by all the Owners of the Lot or by such person as is authorized by law or designated by the other Owners to represent the interests of the Owners thereof.

3. Required Proxies. If ownership of a Lot is held by more than one person or by a firm, corporation, partnership, association, or other legal entity, or any combination thereof, such Owners shall execute a written statement appointing and authorizing one person or alternate persons to attend all Annual Meetings and Special Meetings of members and thereat to cast whatever vote the members themselves might cast if they were personally present, and to sign all petitions, waivers, and other documents as herein provided, and otherwise to act as their representative. Such proxy (or written statement) shall be effective and remain in force unless voluntarily revoked, amended, or sooner terminated by operation of law provided, however, that within thirty (30) days after such revocation, amendment, or termination, the Owners shall reappoint and authorize one person or alternate persons to act as their representative as herein provided. The requirements herein contained in this Article shall be first met before a member shall be deemed in good standing and entitled to vote at any Annual Meeting or Special Meeting of members.

ARTICLE XIII

This Association is not organized for profit. No member, member of the Board of Directors, or officer, shall receive or shall be lawfully entitled to receive any pecuniary profit from the operation thereof; and in no event, shall part of the funds or assets of the Association be paid as salary or compensation to, or distributed to, or

inure to the benefit of, any member of the Board of Directors, officer, or member of the Association provided, however, (1) that reasonable compensation may be paid to any member, Director, or officer while acting as an agent or employee of the Association for services rendered in effecting one or more of the purposes of the Association, and (2) that any member, Director or officer may, from time to time, be reimbursed for his actual and reasonable expenses incurred in connection with the administration of the affairs of the Association.