

Recorded at the request of and
when recorded return to:

Indian Hills Airpark Association
P. O. Box 1113
Salome, AZ 85348-1113



INDIAN HILLS AIRPARK ASSOCIATION, INC.

An Arizona Nonprofit Corporation

THESE AMENDED BYLAWS FOR INDIAN HILLS AIRPARK ASSOCIATION, INC.,
amend and supersede those certified and signed on June 28, 1992. *[6-
92, 7-98, 2-99, 03-00, 2-02, 2-03, 2-05]

ARTICLE I

GENERAL

Section 1. Name. The name of this corporation is INDIAN HILLS
AIRPARK ASSOCIATION, INC., which shall be referred to herein for
convenience as the "Association". *[2-99]

Section 2. Principal Office. The principal office of the
Association shall be in La Paz County, Arizona, at such specific
location therein as may be, from time to time, designated by the Board
of Directors.

Section 3. Fiscal Year. The fiscal year of this Association
shall be that selected by the Board of Directors. *[2-99]

ARTICLE II

PURPOSES AND POWERS

Section 1. Purpose. The primary purpose of the Association
shall be to further and promote the common interest and welfare of its
members within the subdivided land area situated in La Paz County,
Arizona, known and to be known generally as Indian Hills Airpark
Association, Inc., properties referred to herein for convenience as the
"Subdivision".

Section 2. Powers. The Association shall do whatever is
necessary, conducive, incidental or advisable to accomplish and promote
its object and purposes, except carrying on a business or trade for
profit, and in connection therewith shall have but shall not be limited
to the following powers:

- (A). To lease or acquire real or personal property by gift,
purchase or other means;

* Indicates date(s) of revision(s) [month-year].

(B). To own, hold, enjoy, lease, operate, maintain, convey, sell, assign, transfer, mortgage or otherwise encumber, or dedicate for public use, any real or personal property owned by it;

(C). To exercise the powers and functions granted to it in the recorded restrictions of each unit in the Subdivision;

(D). To construct, maintain and operate recreational facilities of all kinds within the Subdivision;

(E). To care for vacant, unimproved or unkempt lots.

(F). To maintain, rebuild, repair, beautify and otherwise care for all streets, runways, taxiways, hangars, parking areas, project parks, pedestrian easements and drainage improvements within the Subdivision not subject to maintenance by governmental authority;

(G). To pay taxes and assessments, if any are levied by any governmental authority, on property owned by it;

(H). To enforce charges, easements, restrictions, covenants, conditions and agreements existing upon or created for the benefit of the real property in the Subdivision;

(I). To appoint such committees as may be necessary to, or convenient in, the discharge of any of its obligations or powers;

(J). * Deleted [7-98]

(K). To prescribe and enforce motor vehicle and aircraft speed limits and parking restrictions within the Subdivision;

(L). To sue to collect any charges not paid and in connection therewith to foreclose any lien granted to it;

(M). To borrow money, contract debts, and issue bonds, notes and debentures, and secure the payment or performance of its obligations;

(N). To expend its moneys for the payment and discharge of all proper costs, expenses and obligations incurred in carrying out all or any of these powers in furtherance of its purposes and objectives;

(O). * [Deleted 6-92]

(P). To contract and pay for maintenance, gardening, utilities, materials, supplies and services relating to property or facilities which are owned or operated by it and to employ personnel reasonably necessary for administration of its affairs including legal counsel and accountants; and

(Q). To do all other acts necessary or expedient for the administration of its affairs and the attainment of its purposes.

ARTICLE III

MEMBERSHIP

Section 1. Classes. There shall be one (1) class of membership in the Association, i.e., members. * [2-99]

Section 2. Members. Membership shall be appurtenant to lots (as the same are defined herein) in the Subdivision and all persons who become owners thereof shall, by reason of such ownership, become and hereby are made members of the Association. The Subdivision developer shall be a member by reason of its inventory of unsold lots. Officers and Directors of the Association shall also be members. * [6-92]

Members shall be limited to the owners of not less than one (1) lot (as the same is defined herein) in the Subdivision. A lot held by a husband and wife in any form of joint ownership, including community property, shall qualify the owners for one (1) vote only, to be issued in the name of the husband unless otherwise directed. * [6-92]

Ownership of more than one (1) lot shall entitle the owner to all the rights and privileges of membership and shall subject such owner to all the liabilities and duties thereof that are attendant to the ownership of each lot separately; provided, however, that the Association may issue a single certificate or other evidence of membership relating to all of such lots; and provided that the owner of more than one (1) lot shall be considered as a single member for the purposes of notice and determination of associate memberships.

A member shall be entitled to one (1) vote for each lot in the Subdivision owned by such member, provided, however, that such lot/member is current and in good standing on the above date of record for that meeting. A member is deemed not in good standing if assessments are past due and/or property has been liened by the Association for nonpayment. *[7-98]

Section 3. *[Amended 6-92, deleted 2-99]

Section 4. Lot Defined. For the purposes of these Bylaws, "lot" or "lots" shall be defined as consisting of:

(A). All Subdivision lots as described and set forth in unit maps of the Subdivision from time to time recorded in the Office of the County Recorder of La Paz County, Arizona. * [7-98]

Section 5. Privileges. Members and their guests shall have the use of the streets, airport facilities, recreation hall, parks and pedestrian easements in the Subdivision and any other property or facilities from time to time owned by the Association, subject to the provisions of the restrictive covenants of the various units of the Subdivision from time to time recorded and such other rules for the use of the street, airport facilities, pedestrian easements, parks or other property or facilities as may be adopted by the Board of Directors of the Association.

ARTICLE IV

TRANSFER OF MEMBERSHIP AND RECORDS

Membership in the Association is transferable only upon the conveyance of the lot giving rise to such membership and any other attempted transfer or assignment of membership shall be null and void. Transfers of record which occur by reason of the conveyance of any lot subsequent to the initial conveyance from the Subdivision developer shall be subject to a fee of \$25.00 and the payment of all indebtedness to the Association of the member whose membership is transferred.
*[02-05]

ARTICLE V

MEETINGS OF MEMBERS

Section 1. Place of Meetings. Any meeting of the members of the Association shall be held in La Paz County, Arizona, at such particular place therein as stated in the Notice for such meeting.

Section 2. Annual Meeting. The annual meeting of the members of the Association for the election of Directors/Officers and Architectural Committee members whose terms have expired and for the transaction of such other business as may properly come before the meeting, shall be held at such hour and on such date during the month of February of each year, as determined by the Board of Directors.
* [7-98]

Written notice of each annual meeting shall be given to each member entitled to vote thereat, either personally or by mail or other means of written communication, charges prepaid, addressed to such member at his record address appearing on the books of the Association. All such notices shall be sent to each member entitled thereto not less than ten (10) days but not more than sixty (60) days, before each such annual meeting, and shall specify the place, the date and the hour of such meeting, and shall also state the general nature of the business or proposals to be considered or acted upon at such meeting.

Section 3. Special Meetings. Special meetings of the members for any purpose or purposes whatsoever may be called at any time by the President, or by a majority of the Board of Directors, or by one or more members holding not less than twenty percent (20%) of the voting power of the Association. Except in special cases where other express provision is made by statute, notice of such special meeting shall be given in the same manner as for the annual meeting of members. Notices of any special meeting shall specify, in addition to place, date and hour of such meeting, the general nature of the business to be transacted.

Section 4. Adjourned Meetings and Notice Thereof. Any members' meeting, annual or special, whether or not a quorum is present, may be adjourned from time to time by a vote of a majority of the voting powers of which is either present in person or represented by proxy thereat, but in the absence of a quorum no other business may be transacted at any such meeting.

When any members' meeting, either annual or special, is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted thereat, other than by announcement at the meeting at which such adjournment is taken.

Section 5. Quorum. The presence in person or by proxy of the holders of fifty percent (50%) of the voting power at any meeting shall constitute a quorum for the transaction of business. The members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

If any meeting, annual or special, cannot be held for lack of a quorum, the owners present, either in person or by proxy, may, except as otherwise provided by law, adjourn the meeting to a time not less than forty-eight (48) hours nor more than thirty (30) days from the time the original meeting was called, at which meeting the quorum requirement shall be twenty-five percent (25%) of the voting power.

Section 6. Voting. Except as otherwise provided by law, only members in whose names membership entitled to vote stand on the records of the Association on the record date for voting purposes, fixed as provided in Article IX, Section 1, of these Bylaws, shall be entitled to vote at such meeting. Such vote may be viva voice or by ballot; provided, however, that all elections for directors must be held by ballot upon demand by a member at any election before the voting begins. Except as otherwise provided herein, each member is entitled to one vote for each lot owned by him. *[03-00]

Section 7. Action Without Meeting. *[Deleted 2-02]

Section 8. Proxies. Each member entitled to vote shall have the right to do so in person or by an agent or agents authorized by a written proxy executed by such member or his duly authorized agent and filed with the Secretary of the Association; provided that no such proxy shall be valid after the expiration of eleven (11) months from the date of its execution unless the person executing it specifies therein the length of time for which such proxy is to continue in force, which in no events shall exceed seven (7) years from the date of its execution.

Section 9. Action by Written Ballot. *[2-02] Any action that the Members may take at any annual or special meeting of members may be taken without a meeting if the Association delivers a written ballot to every Member entitled to vote on the matter.

- A. The written ballot shall [1] set forth each proposed action; and [2] provide an opportunity to vote for or against each proposed action.
- B. Approval by written ballot of each proposed action stated in the ballot shall be valid only if both [1] the number of votes cast by written ballot equals or exceeds the quorum required to be present at a meeting authorizing the action; and [2] the number of approvals equals or exceeds the number of votes that would be required to

- approve the matter at which the total number of votes cast was the same as the number of votes cast by ballot.
- C. A written ballot shall [1] indicate the number of responses needed to meet the quorum requirements; [2] state the percentage of approvals necessary to approve each matter other than the election of directors; and [3] specify the time by which the ballot must be delivered to the Association in order to be counted, which time shall not be less than forty-five [45] days after the Association delivers the ballot.
- D. A written ballot shall not be revoked after its delivery to the Association. For the purposes of this subsection, a ballot shall be considered 'delivered' when the ballot is deposited with the United States Post Office for delivery to the Association.
- E. Mail in ballots may not be used during the months of May, June, July, August, and September.
- F. Results of mail in ballot voting are not final until all ballots are reviewed by the Board of Directors and the results of the election certified by them. Ballots must be kept on file for at least two years following the election. Ballots are available for inspection by any member in accordance with Article IX Section 2 of these Bylaws.

ARTICLE VI

DIRECTORS

Section 1. Powers. Subject to any limitations of the Articles of Incorporation of these Bylaws, and of the general Nonprofit Corporation Law of Arizona, and subject to the duties of directors as prescribed by these Bylaws, all corporate powers of the Association shall be exercised by or under the authority of, and the business and affairs of the Association shall be controlled by, the Board of Directors. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Directors shall have the following powers:

(A). To remove and/or replace all officers, agents and employees of the Association and prescribe such powers and duties for them as may not be inconsistent with law, with the Articles of Incorporation or these Bylaws;

(B). To conduct, manage and control the affairs and business of the Association and to make such rules and regulations therefor not inconsistent with law, with the Articles of Incorporation of these Bylaws, as they may deem best;

(C). To change the principal office for the transaction of the business of the Association from one location to another within the same county as provided in Article I, Section 2, hereof; to designate the place for the holding of any members' meeting or meetings; and to prescribe the forms of membership certificates and/or membership

identification cards, from time to time, as in their judgment they may deem best.

(D). To take such steps as may be necessary to implement any of the powers of the Association as provided in Article II, Section 2, hereof; and

(E). To appoint an Executive Committee and other committees, and to delegate to such Executive Committee any of the powers and authority of the Board in the management of the business and affairs of the Association except the power to adopt, amend or repeal by-laws. Any such Executive Committee shall be composed of two (2) or more directors.

Section 2. Number and Qualification. The authorized number of directors of the Association shall be as specified in the Articles of Incorporation which provide not less than three (3) members, nor more than ten (10) members. *[2-03]

Section 3. Election and Term of Office. Until the first annual meeting of members, the Directors of the Association shall be those individuals named in the Articles of Incorporation or their successors determined pursuant to Section 4 of this Article VI. At such meeting, and at each annual meeting of members thereafter, the Directors shall be elected by the members; provided, however, that if for any reason any such annual meeting is not held, or the Directors are not elected thereat, the Directors may be elected at any special meeting of members held for that purpose. All Directors shall hold office until their respective successors are elected.

Section 4. Vacancies. Vacancies in the Board of Directors may be filled by a majority of the remaining Directors, though less than a quorum, or by a sole remaining director, and each director so elected shall hold office until his successor is elected at an annual or special meeting of the members.

A vacancy or vacancies in the Board of Directors shall be deemed to exist in case of death, resignation or removal of any Director, or if the authorized number of Directors be increased, or if the members fail at any annual or special meeting of members at which any Director or Directors are elected to elect the full authorized number of Directors to be voted for at that meeting, or if a vacancy is declared by the Board of Directors for any reason permitted by law.

The members may elect a Director or Directors at any time to fill any vacancy or vacancies not filled by the Directors. If the Board of Directors accepts the resignation of a Director tendered to take effect at a future time, the Board or the members shall have the power to elect a successor, pursuant to the provisions hereof, to take office when the resignation is to become effective.

No reduction of the authorized number of directors shall have the effect of removing any director from office prior to the expiration of his term.

Section 5. Regular Meetings. Immediately following each annual meeting of members, the Board of Directors shall hold a regular meeting

for the purpose of organization and the transaction of other business. Call and notice of such meetings are hereby dispensed with. *[03-00]

Section 6. Special Meetings. *[2-02] Special meetings of the Board of Directors for any purpose or purposes may be held at any time upon call by the President, or, if he is absent or unable or refuses to act, by any Vice President or by any two (2) Directors. Such meetings may be held at any time designated from time to time by resolution of the Board or by written consent of all members of the Board. Written notice of the time and place of a special meeting shall be delivered personally to each director or sent to each director by mail or other form of written communication, charges prepaid, addressed to him at his address as it is shown upon the records of the corporation. In case such notice is mailed or telegraphed, it shall be deposited in the United States mail or delivered to the telegraph company in the place in which the principal office of the corporation is located at least forty-eight (48) hours prior to the time of holding of the meeting. Such mailing, telegraphing or delivery as above provided shall constitute due, legal and personal notice to such Director.

Members of the Association shall be notified of all special Board Meetings at least 48 hours in advance of the meeting. Such notice shall clearly indicate the time and place of the meeting. Such notice to Association members may be through (1) US Postal Service mail, (2) electronic messages, (3) minutes of Board Meetings in which the next Board Meeting is announced, (4) by posting of the notice of the meeting on the Association Bulletin Board located in the Indian Hills Airpark Pilot's Lounge, or (5) any combination of the above.

Section 7. Waiver of Notice. The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present, and if, either before or after the meeting, each of the Directors not present signs a written waiver of notice or a consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 8. Quorum. A majority of the authorized number of Directors shall be necessary to constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors unless a greater number be required by law of by the Articles of Incorporation.

Section 9. Adjournment and Notice. A quorum of the Directors may adjourn any Directors' meeting to meet again at a stated day and hour; provided, however, that in the absence of a quorum, a majority of the Directors present at any Directors' meeting, either regular or special, may adjourn from time to time until the time fixed for the next regular meeting of the Board. Notice of the time and place of holding an adjourned meeting need not be given to absent Directors if the time and place be fixed at the meeting adjourned.

Section 10. Action Without Meeting.*[2-02]

A. Action required or permitted to be taken at a director's meeting may be taken without a meeting if the action is taken by all of the directors. The action must be evidenced by one or more written consents describing the action taken, signed by each director and included in the minutes filed with the corporate records reflecting the action taken.

B. Action taken under this section is effective when the last director signs the consent, unless the consent specifies a different effective date.

C. A consent signed under this section has the effect of a meeting vote and may be described as such in any document.

D. Any director may revoke a consent by delivering a signed revocation of the consent to the president or secretary before the date the last director signs the consent.

Section 11. Removal of Directors.*[2-02] Should any Director fail in a substantial and material way to perform his duties as a Director, such Director may be removed from office by termination thereof and by a resolution to so remove made by at least two-thirds (2/3) of the entire Board of Directors. In the event of any such removal, the vacancy shall be filled as in other cases of vacancy provided in these Bylaws.

ARTICLE VII

OFFICERS

Section 1. General. The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer. All officers shall be members of the Board of Directors. One person may hold two (2) offices, except the offices of President and Secretary shall not be held by the same person. *[03-00]

Each officer shall hold his office until he shall resign or shall be removed or otherwise disqualified to serve, or his successor shall be elected and qualified; provided that officers may be appointed at any time by the Board of Directors for the purpose of initially filling an office or filling a newly created or vacant office.

Section 2. Removal and Resignation. Any officer may be removed, either with or without cause, by a majority of the Directors in office at the time, at any regular or special meeting of the Board of Directors.

Any officer may resign at any time by giving written notice to the Board of Directors or to the President, or to the Secretary of the Association. Any such resignation shall take effect at the date of the 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.

Section 3. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to such office.

Section 4. President. The President shall be the chief executive officer of the Association and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and officers of the Association. He shall preside at all meetings of the members and of the Board of Directors. He shall be an ex officio member of all the standing committees, including the Executive Committee, if any, and shall have the general powers and duties of management usually vested in the office of president of a corporation, and such other powers and duties as may be prescribed by the Board of Directors or these Bylaws. *[03-00]

Section 5. Vice President. In the absence or disability of the President, the Vice President shall perform all the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall have such other powers and perform such other duties as may be prescribed for him respectively by the Board of Directors, the President or these Bylaws.

Section 6. Secretary. The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board of Directors may order, a book of minutes of all meetings of Directors and members, or a duplicate thereof, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice thereof given, the names of those present at Directors' meetings, the number of memberships present or represented at members' meetings, and the proceedings thereof.

The Secretary shall keep or cause to be kept, in any form permitted by law, at the principal office or such other place as the Board of Directors may order, a membership register, or a duplicate thereof, showing the names of the members and their addresses, the description and number of lots, if more than one, upon which such membership is based.*[02-05]

The Secretary shall give, or cause to be given, notice of all the meetings of the members and of the Board of Directors required by these Bylaws or by law to be given, and shall keep the seal of the Association in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors, the President or these Bylaws.

Section 7. Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Association, including accounts of its assets, liabilities, receipts, disbursements, gains or losses. The books of account shall at all times be open to inspection by any Director.

The Treasurer shall deposit all moneys and other valuables in the name of and to the credit of the Association with such depositories as may be designated by the Board of Directors. He shall disburse the

funds of the Association as may be ordered by the Board of Directors, shall render to the President and Directors, whenever they request it, an account of all of his transactions as Treasurer and of the financial condition of the Association, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors, the President or these Bylaws.

ARTICLE VIII

ANNUAL ASSESSMENTS

Section 1. General. Each year the Board of Directors shall consider the current and future needs and adequate reserves of the Association and, in the light of those needs, shall fix by resolution the amount of annual assessment to be levied against each lot in the subdivision, which amounts shall be a debt of the owner thereof at the time such charge is made.

Section 2. Amount. The annual assessment to be levied shall not be less than Twenty Dollars (\$20.00) nor more than Fifty Dollars (\$50.00) per lot, unless a greater amount is levied by a majority of the Board of Directors.

Section 3. Notice. The Secretary shall mail to each member, at such member's record address, written notice of each annual assessment and time and manner for payment thereof at least two (2) weeks prior to the time such assessment shall become due and payable.

Section 4. Lien. The amount of such annual assessment, plus any other charges thereon such as interest when delinquent and costs of collection (including attorney's fees), if any, shall constitute and become a lien on the lot so assessed when the Board of Directors causes to be recorded with the County Recorder of La Paz County, a notice of assessment which shall state the amount of such assessment and such other charges, a description of the lot or other real property which has been assessed, and the name of the record owner thereof. Such notice shall be signed by the Secretary of the Association on behalf of the Association. Upon payment of said assessment and charges in connection with which such notice has been so recorded, or other satisfaction thereof, the Board of Directors shall cause to be recorded a further notice stating the satisfaction and the release of the lien thereof.

The authority to levy such assessment upon lots in the Subdivision is granted by Thomas B. Washburn, developer of the Subdivision, as part of the recorded declaration of restrictions imposed and to be imposed by him from time to time upon the various units comprising the Subdivision.

Section 5. Priority of Lien. Such lien shall be prior to all other liens recorded subsequent to said notice of assessment.

Section 6. Lien Enforcement. The lien provided for herein may be forced by sale by the Association, its attorney or other person authorized to make the sale, after failure of the responsible party to pay the annual assessment in accordance with the provisions of Arizona Revised Statutes, applicable to the exercise of powers of sale in mortgages and deeds of trust, or in any other manner permitted by law.

ARTICLE IX

MISCELLANEOUS

Section 1. Record Date. The Board of Directors may fix a time in the future as a record date for the determination of the members entitled to notice and to vote at any meeting of members. The record date so fixed shall not be more than thirty (30) days prior to the date of the meeting. When a record date is so fixed, only members of record on that date shall be entitled to notice of and to vote at the meeting, notwithstanding any transfer of or issuance of membership certificates on the books of the Association after the record date.

Section 2. Inspection of Records. The membership register or duplicate membership register, the books of account and minutes of proceedings of the members, and the Board of Directors and the Executive Committee, if any, shall be open to inspection upon written demand of any member at any reasonable time and for the purpose reasonably related to his interests as a member.

Section 3. Checks and Drafts. All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of or payable to the Association shall be signed or endorsed by such person or persons and in such manner and, from time to time, shall be determined by resolution of the Board of Directors.

Section 4. Annual Accounting. An annual report and account, including a statement of income and disbursements, shall be sent to the members not later than sixty (60) days after the close of the Association's fiscal year.

Section 5. Execution of Contracts. The Board of Directors, except as may be otherwise provided in these Bylaws, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument or documents in the name of and on behalf of the Association and such authority may be general or confined to specific instances. Unless otherwise specifically determined by the Board of Directors or otherwise required by law, formal contracts, promissory notes and other evidences of indebtedness, deeds of trust, mortgages and other corporate instruments shall be executed, signed or endorsed by the President (or Vice President) and by the Secretary or the Treasurer.

Section 6. Limitation of Powers. No contract shall be entered into with the Developer of the Subdivision which binds the Association and its Board of Directors for a period in excess of one (1) year without reasonable cancellation provisions included therein.

The Association shall not incur debt in excess of Ten Thousand Dollars (\$10,000.00) per year for the purchase of real or personal property, the issuance of bonds or debentures, or the mortgage of any of its property without the prior vote or written consent of two-thirds (2/3) of its members entitled to vote.

The Association shall have no power to levy assessments on any property other than lots.

The Association shall not enter into any contract or authorize any expenditure in excess of twenty-five hundred dollars (\$2,500.00) without the approval by a majority of the Board of Directors in office at the time.

* [Added 2-99]

Section 7. Inspection of Bylaws. The Association shall keep in its principal office for the transaction of business the original or a copy of the Bylaws as amended or otherwise altered to date, certified by the Secretary, which shall be open to inspection by the members at all reasonable times.

Section 8. Dissolution. In the event of the dissolution of the Association, the Association's property and assets remaining after all of its debts and liabilities have been paid or provided for, shall be distributed as provided in the Articles of Incorporation of INDIAN HILLS AIRPARK ASSOCIATION, INC.

ARTICLE X

AMENDMENTS

New Bylaws may be adopted or these Bylaws may be amended or repealed by the vote or written assent of members entitled to exercise a majority of the voting power of the Association.


CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify:

1. That I am the duly elected and acting Secretary of INDIAN HILLS AIRPARK ASSOCIATION, INC., a non-profit corporation organized under the General Nonprofit Corporation Law of Arizona.

2. That the foregoing Bylaws, comprising of thirteen (13) pages, including this page, constitute the Bylaws of said corporation as duly adopted at various meetings of the members of the Association.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said corporation this 6 day of July, 2005


Bonnie Powell
Secretary

