

By-Laws
Of
Sun Country Maintenance Association

Article 1
Membership

Section 1: The membership of the corporation shall consist of all persons who own one or more lots or accepted parcels within the areas identified in Article 3, paragraph 1 of the Articles of Incorporation, and membership and certificates evidencing the same be inseparable appurtenant to lots or accepted parcels owned by the members, and upon transfer of ownership or contract for the sale of any such land shall be deemed thereupon to be transferred to the grantee or contract purchaser. No membership or certificate of membership shall be transferred, assigned or conveyed to any other member. In the event of the death of a member, the membership and certificate of membership of the deceased shall become the property of the personal representative of the deceased member upon appointment and qualification as such in a judicial proceeding and such personal representative shall have all the rights, privileges and liabilities of that membership until title of the land appurtenant thereto shall be transferred or contracted to be transferred. Each member shall have one vote for each separate lot or accepted parcel owned by him.

Section 2: The annual meeting of the Sun Country Maintenance Association shall be held at such place and on such date as may be designated by the Directors. Special meetings of the membership of the corporation may be called from time to time at the discretion of the Board of Directors.

Section 3: At any meeting of the membership of the corporation, members holding one-tenth (1/10) of the votes entitled to be cast represented in person or by proxy shall constitute a quorum.

Article 2
Management

Section 1: The business and property of Sun Country Maintenance Association shall be managed by a board of seven (7) directors.

Section 2: The directors of the corporation shall be elected by a majority vote of the membership of the corporation at the annual meeting of the membership.

Section 3: The term of the office of the directors of the corporation shall be for three (3) years, or until their successor is elected and qualified. Directors terms shall be staggered so that at least two (2) directors are elected each year.

Section 4: The board of directors of the corporation shall hold regular meetings at such times and places as shall be designated by the president of the board, and such special meetings as the board shall deem necessary for the competent management of the affairs of the corporation.

Section 5: Each member of the board of directors shall possess one vote in matters coming before the board. All voting at meetings of the board of directors shall be in person and voting by proxy shall not be allowed. A majority of the members of the board of directors shall constitute a quorum.

Section 6: Any director may be removed from office by a majority vote of the membership at any regular or special meeting of the membership of the corporation. Notice of the proposed removal of a director must be given to the membership and to such director prior to the date of the meeting at which such removal is to be voted upon. Such notice to the director must state cause for the proposed removal.

Section 7: Unexcused absence from three (3) consecutive meetings of the board of directors shall be due cause for removal of a director.

Section 8: Any vacancy occurring on the board of directors by reason of death, resignation or removal of the director shall be filled by majority vote of the remaining directors. Such appointee shall serve during the unexpired term of the director whose position has been vacant.

Section 9: Within a reasonable time after their election, the members of the Board of Directors shall elect from their number the following officers: President, Vice President, Secretary/Treasurer. All such officers shall be officers of the corporation.

Duties of Officers

Section 1: President. The president of the board of directors shall supervise all activities of the corporation; execute all instruments in its behalf; preside at all meetings of the board of directors and of the membership as shall be deemed necessary, other than the annual meeting of the membership; and perform such other duties usually inherent in such office.

Section 2: Vice President. It shall be the duty of the Vice President to act for the President when he is unavailable due to absence or incapacity.

Section 3: Secretary/Treasurer. It shall be the duty of the Secretary/Treasurer to keep all records of the Board of Directors and of the corporation, and to perform such other acts as the President may direct. He/she shall receive and be accountable for all funds belonging to the corporation; pay all obligations incurred by the corporation when payment is authorized by the Board of Directors; maintain bank accounts in depositories designated by the Board of Directors; and render periodic financial reports. The corporate books of account shall be maintained on a fiscal year basis, the first to end April 30, 1977.

Article 4

Section 1: The common areas in the plat of Sun Country Estates are tract A, Division 1 and tracts A, B, C, D, E, F and G of Division 3 cannot be sold or mortgaged throughout perpetuity as their value is reflected in the lots within Division 1, 2, and 3.

Section 2: The corporation shall have power to levy and collect assessments against its members and against the tracts owned or purchased by them for the purposes set forth in the Articles of Incorporation and these Bylaws, and to sell or forfeit the member's interest in the corporation for default with respect to any lawful provision of said Articles of Incorporation and Bylaws, and upon forfeiture of any such property as by law and in the Bylaws provided may transfer the membership of such defaulting member.

The members of the corporation shall be liable for the payment of such charges and assessments as may from time to time be fixed and levied by the Board of Directors, Pursuant to the Articles of Incorporation and these Bylaws and subject to the provisions of said Articles and Bylaws. Charges

and assessments by all members shall be levied by the Board of Directors at a uniform rate per lot, without distinction or preference of any kind. All charges or assessments, when collected by the corporation, shall remain the property of the members until such time as such charges or assessments are expended pursuant to the Articles of Incorporation and Bylaws of the corporation.

From time to time and as and when any such assessments in this article are levied, each member with respect to the land or interest therein to which his membership is appurtenant, shall pay the amount of such assessment against the same to the corporation at its offices within thirty (30) days after the mailing notice of such assessment to the members; and the amount of such assessment, together with all expenses, attorney fees and cost reasonably incurred in enforcing the same, shall be paid by the members and shall be a lien upon said land, and the membership appurtenant thereto, superior to any and all other liens created or permitted by the owner of such land and enforceable by foreclosure proceedings in the manner provided by law for foreclosure of mortgages upon land; provided, that no proceedings for the foreclosure of said liens in this article provided shall be commenced except upon the expiration of four (4) months from and after the date of mailing said notice of assessment in this section described.

The maximum annual dues for each lot within Divisions 1, 2 and 3 of Sun Country Estates shall not exceed \$150.00 per year.

Article 5

These Bylaws may be amended by the Board of Directors of the Corporation.

Dated this 29th day of October, 1992

President

Secretary