

Declaration
and
By-Laws
of the
Villa Condominium
Homeowners Association

BYLAWS OF THE VILLA, A CONDOMINIUM, EXHIBIT C

ARTICLE I. Adoption of Bylaws

Section 1. Adoption. The Villa, a condominium, submits these bylaws in compliance with the Louisiana Condominium Act and the Declaration of Condominium.

Section 2. Bylaw Applicability. The provisions of these bylaws are applicable to the entirety of the condominium property.

Section 3. Personal Application. All present or future owners, tenants, or their employees, or any other person that might use the facilities of The Villa in any manner, are subject to the regulations set forth in these Bylaws and to the rules and regulations established and promulgated by the association of unit owners pursuant to these Bylaws and the Condominium Declaration.

The mere acquisition or rental of any of the units of The Villa or the mere act of occupancy of any of said units will signify that these and the provisions of these Regulatory Agreements are accepted, ratified and will be complied with.

ARTICLE II. Administration

Section 1. Association of Unit Owners. The Villa Homeowners Association, a Louisiana Corporation domiciled in the Parish of East Baton Rouge shall serve at all times in the capacity as "Association of Unit Owners" or "association". The Villa Homeowners Association, Inc. shall be owned exclusively by unit owners; each owner's interest therein being based on a proportion, said proportion being set forth in Paragraph VIII of the Condominium Declaration. The Villa Homeowners Association, Inc. shall have one hundred fifty-two (152) shareholders who shall each serve on the Board of Directors, each representing the ownership on one unit of The Villa.

Should one person acquire ownership of more than one unit in said condominium, then such person or the duly appointed representative thereof shall be entitled to occupy all of the seats on the Board of Directors of said association that corresponds to that person's ownership of units in The Villa. Should a unit be owned in division of more than one person, said owners shall nominate a person to represent the ownership of said unit on the Board of Directors of The Villa Homeowners Association, Inc.

Section 2. Place of Meetings. Meeting of the association shall be held at a place to be announced at least seven (7) days prior to the meeting.

Section 3. Annual Meetings. The semi-annual meetings of the association of unit owners shall be held on the first of April and the first Saturday of October of each succeeding year.

Section 4. Special Meetings. It shall be the duty of the president to call a special meeting of the association upon a petition signed by at least four (4) of the owners having been presented to the Secretary-Treasurer. The notice of any special meeting shall state the time and place of such and the purpose thereof. No business shall be transacted at the special meeting except as stated in the notice unless by consent of seventy-eight (78) of the one hundred fifty-two (152) directors present, either

in person or by proxy.

Section 5. Notice of Meetings. It shall be the duty of the Secretary-Treasurer to mail or personally deliver a notice of each semi-annual or special meeting, stating the purpose thereof as well as the time and place where it is to be held to each owner of record, at least seven (7), but not more than fourteen (14) days prior.

Section 6. Adjourned Meetings. If any meetings of the association cannot be held because a quorum has not attended, the owners who are present, either in person or by proxy, may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called.

Section 7. Order of Business. The order of business at all regular semi-annual meetings of the association of unit owners shall be as follows:

- (a) Roll Call.
- (b) Proof of notice of meeting or waiver of notice.
- (c) Reading of minutes of preceding meeting.
- (d) Reports of officers.
- (e) Reports of committees.
- (f) Election of officers.
- (g) Unfinished business.
- (h) New business.

The order of business at special meetings shall be in accordance with the agenda set forth in the notice.

Section 8. Duties. The association of unit owners, The Villa Homeowners Association, Inc., shall have the powers and duties necessary for the administration of the affairs of the Villa and may do all such acts and things as are not by law or by these Bylaws prohibited.

In compliance with the obligations imposed upon the association by the Louisiana Condominium Act, the Condominium Declaration and these Bylaws, the said association shall be responsible for the following:

- (a) Care, upkeep and surveillance of the condominium property and the common elements and facilities and the limited common elements and facilities.
- (b) Collection of monthly assessments from the owners.
- (c) Designation and dismissal of the personnel necessary for the maintenance and operation of the condominium property, the common elements and facilities and the limited common elements and facilities.
- (d) The association of unit owners shall keep a book with a detailed account, in chronological order, of the receipts and expenditures affecting The Villa Homeowners Association, Inc. and its administration and specifying the maintenance and repair expenses of the common elements and any other vouchers accrediting the entries made thereupon shall be available for examination by all the unit owners at convenient hours on working days that shall be set and announced for general knowledge.
- (e) The establishment of reserves to provide for maintenance, improvements, replacements, working capital, bad debts, obsolescence and other appropriate purposes, all as is required by R.S. 9:1128.1(5).

- (f) As provided for in Paragraph XIV of the condominium declaration, the association shall have a lien on a condominium parcel for unpaid sums for its share of common expenses and limited common expenses, together with legal interest thereon and reasonable attorney fees incurred incidental to collecting said sums. It shall be the policy of the association to make demands upon the unit owner for any unpaid portion of the said assessed common expenses and limited common expenses and thereafter proceed by lien and litigation if said amounts are not promptly paid.
- (g) Prepare and submit at its regular semi-annual meetings a budget for its consideration and approval, which must be furnished with unit owner thirty (30) days prior to said meeting.
- (h) Maintain fire and extended coverage, and other peril insurance, upon the premises in no less amount than the appraised cost of replacement of the premises. The property shall be appraised cost of replacement of the premises. The property shall be appraised for insurance purposes at the time of recording the condominium declaration and at least every three years thereafter.

Section 9. Management Agent. The association of unit owners may employ a management agent at a compensation established by the said association to perform such duties and services as the association shall authorize, including but not limited to the duties listed in Section 8 of this Article.

Section 10. Fidelity Bonds. The association of unit owners shall require all officers and employees of the corporation handling or responsible for funds of the corporation to furnish adequate fidelity bonds. The premiums on such bonds shall be paid by the association of unit owners.

ARTICLE III. Voting, Majority of Owners, Quorum, Proxies

Section 1. Voting. Voting shall be on a percentage basis, and the percentage of the vote to which each unit owner is entitled is the percentage assigned to each unit in the condominium declaration.

Section 2. Majority of Owners. As used in these Bylaws, the term "majority of owners" shall mean fifty-five (55) per cent of the condominium property in accordance with the percentages assigned in the condominium declaration. An affirmative vote of "majority owners" shall be required on all matters unless otherwise required by the Louisiana Condominium Act, the condominium declaration or these Bylaws.

Section 3. Proxies. Votes may be cast in person or by proxy. Proxies must be filed with the Secretary of the Association before the appointed time of each meeting, on a form to be provided by the association.

Section 4. Quorum. In order for the association to conduct business it shall be necessary for a quorum to exist at the time the meeting is begun as well as at the time a measure of business is voted on. A quorum shall exist when the unit owners present and voting represents at least fifty-five (55%) per cent of the condominium property as a whole as is set forth in Paragraph VIII of the Condominium Declaration.

ARTICLE IV. Officers

Section 1. Designation. The principal officers of the association, Villa Homeowners Association, Inc., shall be a President, a Vice-President, and a Secretary-Treasurer, all of whom shall be elected by and from the owners of units in said condominium and such other officers as in their judgment may be necessary.

Section 2. Removal of Officers. Upon an affirmative vote of a "majority of owners", any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the association, or at any special meeting called for such purpose.

Section 3. Election of Officers. The officers of the association of unit owners shall be elected semi-annually and shall hold office at the pleasure of the said association.

Section 4. President. The President shall be the chief executive officer of the association of unit owners. He shall preside at all meetings of the association. He shall have all of the general powers and duties which are usually vested in the office of the president of an association of unit owners, including but not limited to the power to appoint committees from among the owners from time to time as he may in his sole discretion decide is appropriate to assist in the conduct of the affairs of the said association.

Section 5. The Vice-President. The Vice-President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice-President is able to act, the said association shall appoint some other member of the association to do so on an interim basis. The Vice-President shall also perform such other duties as shall from time to time be imposed upon him by the association.

Section 6. Secretary-Treasurer. The Secretary-Treasurer shall keep the minutes of all meetings of the association; he shall have charge of such books and papers as the association of unit owners may direct; and he shall, in general, perform all the duties incidental to the office of Secretary-Treasurer, including being 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 valuable effects in the name, and to the credit, of the association of unit owners in such depositories as may from time to time be designated by the said association.

ARTICLE V. Obligations of the Owner of Units

Section 1. Assessments. All owner of units in The Villa shall be obligated to pay monthly assessments imposed by the association of unit owners to meet all common expenses, which shall include a liability insurance policy premium and an insurance premium for a policy to cover repair and reconstruction work in case of hurricane, fire, earthquake, or other hazard. The assessments shall be made as stipulated in the condominium declaration. Such assessments shall also be used for the establishment of a reserve fund provided for herein by Art. II. Sect. 8 (E), Assessments based upon the semi-annual budget shall be prorated and paid monthly. Special assessments may be made and shall be paid in accordance with the resolution adopting the special assessment. Payments of all assessments shall be made promptly in accordance with the adopting resolution.

Section 2. Maintenance and Repair.

- a. Every unit owner must perform promptly all maintenance and repair work within his own unit and repair work to those limited common elements which are limited to the exclusive use of his unit, which if omitted would affect the condominium property in its entirety or in a part belonging to other owners, said unit-owner being expressly responsible for the damages and liabilities that his failure to do so may engender.
- b. All the repairs, maintenance and replacement of internal installations of a unit such as water, light, gas, power, sewer, telephones, air conditioning, sanitary installations, doors, windows, lamps and all other accessories belonging to the unit areas, and air conditioning equipment serving the unit, shall be at the owner's expense.
- c. The cost of repair, maintenance and replacement of those limited common elements limited to the use of one particular unit shall be borne by the owner of that unit alone; and the cost of repair, maintenance and replacement of those limited common elements limited to the use of certain particular units shall be borne equally by the owners of the units for whose use they are limited.

Section 3. Use of Condominium Units - Administrative Rules and Regulations - Internal Changes.

- a. All units in The Villa shall be used in such a manner as to not violate ordinances of the City of Baton Rouge, Louisiana, or laws or the State of Louisiana and United States of America.
- b. Administrative rules and regulations concerning the details of operation and use of the condominium property shall be adopted and/or amended from time to time as deemed necessary by a vote of a "majority of owners" as set forth in Article III, Section 2 of these Bylaws.
- c. An owner shall not make any modification whatsoever in the interior or exterior of his unit or any installations located therein without previously notifying the association of unit owners in writing, or through the Management Agent, if any, or through the President of said association, if no management is employed. Written approval by the architectural committee must be granted before modification can begin. The architectural committee shall be composed of Thomas A. Brown and G. Allen Walsh.
- d. All condominiums shall be limited to single family occupancy. Occupancy limits for different units shall be limited to the following: One bedroom - two persons/ two bedrooms - three persons/ three bedrooms - four persons.
- e. Occupancy exceeding eight people in any one unit at a time are forbidden without prior written approval of the President of The Villa Homeowners Association.

Section 4. Use of Common and Limited Common Areas and Facilities.

An owner shall not place or cause to be placed in the drive, walks, and other project areas and facilities of a similar nature any trash, furniture, packages or objects of any kind. Such areas shall be used for no other purpose than for normal transit through them, except as may be provided otherwise by the association of unit owners.

Section 5. Right of Entry.

All owners of units shall grant the right of entry to the management agent or to any other person authorized by the association of unit owners in case of emergency originating in or threatening any one of the units, whether the owner be present at the time or not.

Section 6. Rules of Conduct.

- a. No resident of the condominium property shall post any advertisements, or posters of any kind in or on the condominium property except as authorized by the association of unit owners.
- b. It is prohibited to accumulate garbage or trash within the parking lots or within the patio area, except as authorized by the said association.
- c. No unit owner, resident or lessee shall install wiring antennae, machines or air conditioning units, etc. on the exterior of the project or that protrude through the walls or the roof of the project except as authorized by the association of unit owners.
- d. No unit owner resident or lessee shall install plumbing, piping, etc. on the exterior or interior of the project except as authorized in writing by The Villa Homeowners Association, Inc.

ARTICLE VI. Amendments to Bylaws.

These Bylaws may be amended by the association of unit owners in a duly constituted meeting for such purpose and no amendment shall take effect unless approved by unit owners representing at least sixty-three (63%) per cent of the condominium property as shown on and set forth in Paragraph VIII of the condominium declaration. No such modification shall be operative until it is embodied in a recorded instrument which shall be recorded in the same office and in the same manner as is the condominium declaration and these original Bylaws.

ARTICLE VII. Arbitration Committee

The association shall appoint an arbitration committee consisting of between one and ten members, not necessarily unit owners, and disputes among owners arising from the administration of the condominium property shall be submitted thereto in an effort to promote neighborly consideration, good will and peace and tranquility among the occupants of The Villa Condominiums.


ARTICLE VIII. Compliance

These Bylaws are set forth to comply with the requirements of the Louisiana Condominium Act (R.S. 9:1121 et seq.) and shall be considered an appendage to the condominium declaration filed prior hereto in accordance with said Act. In case any of these Bylaws conflict with the provisions of said statutes, it is hereby agreed and accepted that the provisions of the statutes will apply.

Promulgated in Baton Rouge, Louisiana this *11th* day of *October*, 1980.

VILLA ROSE APARTMENTS, LTD.

BY:



JAMES F. PIERSON, JR.

FORM OF RESOLUTIONS

VILLA CONDOMINIUM HOMEOWNERS ASSOCIATION

RESOLUTION: R-09-27-94.01

Be it resolved by this Corporation, that during the regular meeting of the Board of Directors held on September 27, 1994, a pet provision was added. Owners will be limited to one pet with that pet weighing 25 pounds or less. This will amend Article V, Section Section 3 - Use of Condominium Units - Administrative Rules & Regulations.

IN WITNESS WHEREOF, we being all of the Board of Directors of the Corporation have hereunto set our hands at Baton Rouge, Louisiana, this 22 day of ~~September~~ 1994.

Kath Neely
Director

David Crow
Director

[Signature]
Director

[Signature]
Director

Maldine B. Ryder
Director

[Signature]
Director

Marian H. Delaney
Director

[Signature]
Director

I, the undersigned, do hereby certify that I am the Duly elected and acting Secretary of this Corporation, and that the Resolutions contained in this document were duly adopted during the meetings of the Board of Directors as stated.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 22 day of September 1994.

Marian Delaney
Secretary

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