CONSTITUTION

OF

NORTH COUNTRY HOMEOWNERS ASSOCIATION

ARTICLE I

SECTION 1. The name of this corporation shall be North Country Association, hereafter referred to as "The Association".

ARTICLE II

SECTION 2. The period of it's duration shall be perpetual.

ARTICLE III PURPOSE OF THE ASSOCIATION

SECTION 3. This association shall be a non-profit corporation for the purposes of advocation and bringing about improvements, and to advocate civic requisites that will be conductive to the progress of the community and the well being of it's citizens.

ARTICLE IV MEMBERSHIP

SECTION 4. Membership in this Association shall be open to all adult residents of North Country subdivision. A member household is entitled to (2) two votes. One for each spouse. One vote may be voted by proxy if one spouse is present at the meeting.

ARTICLE V OFFICERS AND DIRECTORS

SECTION 5. The officers of this Association shall be President, Vice President, Secretary and Treasurer. In addition to the officers, there shall be at least one elected director, who shall be elected as provided for in Section 7 of this article. The elected officers and directors shall be designated as the Board. The Board shall have the management and control of the affairs of this Association; provided, however,

- that the members shall have the right to initiate resolutions, plans, policies and projects as the By-Laws may direct.
- SECTION 6. The officers shall be elected by the membership of this Association for the term of one year two years in the manner set forth in the By-Laws. (By-Laws Adopted May 1, 1997)
- SECTION 7. Directors shall be designated as directors at large. Directors should be voted on as determined by the size of the general membership. One director shall be elected per each additional (20) members over sixty (60) members.

ARTICLE VI MEETINGS AND QUORUM

SECTION 8. Meetings of the members and board shall be as prescribed by the By-Laws and for all purposes of the Association a quorum shall consist of four members of the Board when the Board wishes to act and 40% of the household membership in good standing represented, whichever number is smaller, at the meetings when the members are to act. A majority vote of the members of the Board or the Association at which a quorum is present shall be the act of such Board by the Association.

ARTICLE VII AMENDING THE CONSTITUTION

SECTION 9. This constitution may be amended from time to time by resolution in writing, presented at a regular meeting of the Association, read and approved by a two-thirds vote at a regular meeting at which a quorum is present.