

CROWN POINT HOMEOWNER'S ASSOCIATION

AMENDED AND RESTATED BYLAWS

ARTICLE I

Purpose

Section 1. Not for Profit Organization. This corporation is organized not for profit, exclusively as a homeowner's association ("Association"), and it is intended that this corporation shall qualify as a homeowner's association under §-528 of the Internal Revenue Code, or the corresponding section of any future federal tax code. As provided in Article IV, the powers and prerogatives of members of the ~~corporation~~ Association shall be identical to that of stockholders of a stock corporation; except that no member shall be entitled to receive dividends, distributions of assets or other financial benefit from such membership.

Section 2. Statement of Purpose. Consistent with the foregoing statement of organizational purposes, the ~~corporation~~ Association is organized for the purpose of managing, maintaining, and caring for property, hereinafter described in Exhibit A, and such additions thereto as may be brought within the jurisdiction of the Crown Point Homeowner's Association.

~~Section 3. Coordination with Articles of Incorporation. The above statement of purpose is more fully set forth in the Articles of Incorporation of the corporation, as amended, and nothing herein shall be deemed to limit or qualify the organizational purposes and the nature of the corporate business as set forth in the Articles of Incorporation.~~

ARTICLE II

Definitions

(1) "Association" shall mean and refer to this not for profit corporation, the Crown Point Homeowner's Association, and its successors and assigns,

(2) "Common Area" shall mean all real property ~~f~~(including improvements thereto) owned or hereafter acquired by the Association for the common use and enjoyment of the Owners. The Common Area also includes that portion of the Properties shown on and identified as common areas in any recorded subdivision map.

~~(3) "Developer" shall mean and refer to King Ventures, Inc., a Kansas corporation, its successors and assigns in interest in the rights of the Developer under these covenants.~~

~~(4)~~(3) "Lot" shall mean and refer to each single contiguous parcel of property sold ~~by Developer~~ to Owner which parcel may consist of all or part of one or more lots shown on any recorded subdivision map of the Properties excluding the Common Areas.

~~(5)~~(4) "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any Lot which is part of the Properties, ~~including including~~ contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

~~(6)~~(5) "Properties" ~~11~~ shall mean and refer to that certain real property hereinafter described in Exhibit A, and such additions as may be brought within the jurisdiction of the Association.

ARTICLE III

Offices

Section 1. Principal Office. The principal office for the transaction of the business of the ~~corporation~~ Association is hereby located at ~~the address of the residence of the Association's acting president. 301 North Lancaster, Hesston, Harvey County, Kansas 67062.~~

~~Section 2. Registered Office. The corporation, by resolution of its Board of Directors, may change the location of its registered office as designated in the Articles of Incorporation to any other place in Harvey County, Kansas. By like resolution the resident agent at such registered office may be changed to any other person or corporation, including itself. Upon adoption of such a~~

~~resolution, a certificate certifying the change shall be executed, acknowledged and filed with the Secretary of State, and a certified copy thereof shall be recorded in the office of the Register of Deeds for Harvey County.~~

Section 3. Other Offices. Branch or subordinate offices may at any time be established by the Board of Directors at any place or places where the ~~corporation~~ Association is qualified to do business.

ARTICLE IV

Membership

Section 1. Membership. Owners of Lots in the Properties included in the Crown Point Replat shall be the members of this Association. Owners shall be ~~Class A~~ members and shall be entitled to one vote for each Lot owned. ~~If an owner builds a single dwelling on multiple lots, that owner is limited to a single vote for that dwelling.~~ When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot. ~~The Developer shall be a Class B member and shall be entitled to three votes for each Lot owned. Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:~~

~~(a) ——— When all Lots in the development have been sold; or~~

~~(b) On the voluntary surrender of said Class B membership.~~

Section 2. Transfer of Membership. Membership in the ~~corporation~~ Association shall follow ownership of the Lot. If an interest in a Lot is sold, the selling owner's membership shall transfer to the purchaser.

Section 3. Place of Meetings. All annual meetings of members and all other meetings of members shall be held at the principal office of the ~~corporation~~ Association unless another place within Harvey County, Kansas is designated either by the board of directors pursuant to authority hereinafter granted to said board, or by the written consent of all members entitled to vote thereat, given either before or after the meeting and filed with the secretary of the ~~corporation~~ Association.

Section 4. Fines and Penalties. Fines or penalties are permitted for violations of membership rules adopted by the board of directors and shall be reasonable in amount.

Section 5. Annual Meetings. The annual meetings of the members shall be held during the first quarter of each year on a date and at a time selected by the directors. At such meeting, directors shall be elected, reports of the affairs of the ~~corporation~~ Association shall be considered, and any other business may be transacted which is within the power of the members.

Written notice of each annual meeting shall be given to each member entitled to vote, either personally or by e-mail or other means of written communication, charges prepaid, addressed to such member at ~~his~~ the address appearing on the books of the ~~corporation~~ Association or given ~~by him~~ to the ~~corporation~~ Association for the purpose of notice. If a member gives no address, notice shall be deemed to have been given if it is (1) hand delivered to each unit Owner; (2) delivered to the mailing address of each unit; (3) delivered via electronic means, provided that unit Owner has given Association an electronic address; or (4) given by any other method reasonably calculated to provide notice to the Owner.

All such notices shall be sent to each member entitled thereto not less than ten (10) days nor more than sixty (60) days before each annual meeting, and shall specify the place, the day, the hour, and the items on the agenda for such meeting, and shall state such other matters, if any, as may be expressly required by statute. If this bylaw as to the time and place of election of directors is changed, such notice shall be given to members at least twenty (20) days prior to such meeting.

Section 6. Special Meetings. Special meetings of the members, for any purpose or purposes whatsoever, may be called at any time by the president or by the board of directors, or by one or more members holding not less than ten percent (10%) of the voting power of the ~~corporation~~ Association. Except in special cases where other express provision is made by statute, notice of such

special meetings shall be given in the same manner as for annual meetings of members. Notices of any special meeting shall specify the place, the day, the hour, and the items on the agenda for such meeting.

Section 7. 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 the vote of a majority of the members who are either present in person or represented by proxy thereat, but in the absence of a quorum, no other business may be transacted at 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. Except as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting, if the time and place thereof are announced at the meeting at which such adjournment is taken.

Section 8. Voting. Unless the board of directors has fixed in advance a record date for purposes of determining entitlement to vote at the meeting, the record date shall be as of the close of business on the day next preceding the date on which notice is given, or, if notice is waived, at the close of business on the day next preceding the day on which the meeting shall be held. Such vote may be ~~by voice vote, or by ballot;~~ provided, ~~or by other electronic means. however, that all elections for directors must be by ballot upon demand made by a member at any election and before the voting begins.~~ Each member shall be entitled to one vote for each Lot owned by such member subject to the provisions set out in Section 1 of Article IV. ~~If an owner builds a single dwelling on multiple lots, that owner is limited to a single vote for that dwelling.~~ If the Articles of Incorporation permit the election of directors without written ballot, then such elections of directors shall be without written ballot, unless requested by any member, in which case the election of directors shall be by written ballot. Whenever any corporate action is to be taken by vote of the members, it shall, except as otherwise required by law or by the Articles of Incorporation, be authorized by a majority of the votes cast at a valid meeting of members entitled to vote thereon. No cumulative voting shall be permitted.

Section 9. Quorum. The presence in person or by proxy of persons entitled to vote at least twenty percent (20%) of the voting shares at any business 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.

Section 10. Consent to Absentees. The transactions of any meeting of members, either annual or special, however called and noticed, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present either in person or by proxy, and if, either before or after the meeting) each of the members entitled to vote, not present in person or by proxy, signs a written waiver of notice, or a consent to the holding of 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 11. Action Without Meeting. Any action which under any provision of the Kansas Corporation Code may be taken at a meeting of the members may be taken without a meeting if authorized by a writing signed by all of the persons who would be entitled to vote upon such action at a meeting, and filed with the secretary of the ~~corporation~~Association, or such other procedure followed as may be prescribed by statute.

Section 12. Proxies. Every person entitled to vote or execute consents shall have the right to do so either in person or by one or more agents authorized by a written proxy executed by such person or his duly authorized agent and filed with the secretary of the ~~corporation~~Association; provided, that such proxy shall be valid only for the meeting at which it is cast and any recessed session of that meeting. All proxies must be dated to be valid.

Section 13. Inspection of Corporate Records. The membership ledger, the books of account, and minutes of proceedings of the members of the board of directors and of executive committees of directors shall be open to inspection upon the written demand of any member within five (5) days of such demand during ordinary business hours if for a purpose reasonably related to his interests as a member. A list of members entitled to vote shall be exhibited at any reasonable time and at meetings of the members when required by the demand of any member at least twenty (20) days prior to the meeting. Such inspection may be made in person or by an agent or attorney authorized in writing by a member, and shall include the right to make abstracts.

Demand of inspection other than at a members' meeting shall be made in writing upon the president, secretary, assistant secretary or general manager of the ~~corporation~~Association.

Section 14. Inspection of Bylaws. The ~~corporation~~Association shall keep in its principal office for the transaction of business the original or a copy of these 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 during Ordinary business hours.

ARTICLE V

Directors

Section 1. Powers Vested in Board of Directors. Subject to limitations of the Articles of Incorporation, of the Bylaws, ~~;~~ and of the Kansas Corporation Code as to actions which shall be authorized or approved by the members, and subject to the duties of directors as prescribed by the Bylaws, all corporate powers shall be exercised by or under the authority of, and the conduct and affairs of the ~~corporation~~Association shall be controlled by, the Board of Directors.

With prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the directors shall have the following powers, ~~to-wit~~to wit:

First – To alter, amend or repeal the Bylaws of the ~~corporation~~Association with approval of the members.

Second – To select and remove all the other officers, agents and employees of the ~~corporation~~Association, prescribe such powers and duties for them as may not be inconsistent with law, or with the Articles of Incorporation or the Bylaws, ~~fix their compensation~~, and require from them security for faithful service.

Third – To conduct, manage, and control the affairs and conduct of the ~~corporation~~Association, and to make such rules and regulations therefore not inconsistent with the law, or with the Articles of Incorporation or the Bylaws, as they may deem best. The Board must give notice to the members before adopting any rules and regulations. The notice must include the proposed rules and regulations as well as the date on which the Board will vote on the proposed rules and regulations. Copies of any rules and regulations which are adopted by the Board must be provided to the members.

Fourth – To appoint an architectural committee composed of three (3) persons to review all proposed construction designs and location and to assure that such proposed construction is in compliance with established ~~Association~~ guidelines ~~;~~ ~~provided, however, that so long as Developer is an Owner of any Lot, Developer shall have the right to serve as, or appoint, one (1) member of the architectural committee.~~

Fifth – To change the principal office and registered office for the transaction of the conduct of the ~~corporation~~Association from one location to another as provided in Article III hereof; to fix and locate from time to time one or more subsidiary offices of the ~~corporation~~Association within or without the state of Kansas, as provided in Article ~~III~~, ~~III~~ Section 2 hereof; to designate any place within or without the state of Kansas for the holding of any members' meeting or meetings except annual meetings ~~;~~ ~~to adopt, make and use a corporate seal, to prescribe the forms of certificates of membership, and to alter the forms of such seal and of such certificates from time to time, as in their judgment they may deem best, provided such seal and such certificate shall at all times comply with the provisions of law.~~

Sixth – To appoint an executive committee and other committees, and to delegate to such committees any of the power and authority of the board in the management of the conduct and affairs of the ~~corporation~~Association, except the power to adopt, amend or repeal Bylaws. Any such committee shall be composed of one or more directors.

Section 2. Number and Qualification of Directors. The authorized number of directors of the ~~corporation~~Association shall be not less than one (1) nor more than nine (9) until changed by amendment to this bylaw. Directors need not be members.

Section 3. Election and Term of Office. The directors shall be elected at the annual meeting of members, but if any such annual meeting is not held, or the directors are not elected thereat, the directors may be elected at a special meeting of members held for

that purpose as soon thereafter as conveniently may be. All directors shall hold office for three (3) years, or until their respective successors are elected. A director can be removed from office at any time for good cause, however, by a majority vote of the members, and he may be removed without cause by a majority vote of the members. ~~...; provided, however, for as long as the Developer owns any Lots in the development, a representative designated by the Developer shall be one of the members of the Board of Directors.~~

Section 4. Vacancies. Vacancies on the board of directors may be filled by a majority of the remaining directors, although less than a quorum, or by a sole remaining director. If at any time, by reason of death, resignation, or other cause, the ~~corporation~~ Association should have no directors in office, then any officer or any member or any executor, administrator, trustee or guardian of a member or other fiduciary entrusted with like responsibility for the person or estate of a member may call a special meeting of the members in accordance with the provisions of these Bylaws, or may apply to the District Court for a decree summarily ordering election as provided for by the Kansas Corporation Code. Each director so elected shall hold office until his successor is elected at an annual or a special meeting of the members.

A vacancy or vacancies on the board of directors shall be deemed to exist in case of the 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 the meeting, or if any director or directors elected shall refuse to serve.

If the board of directors accepts the resignation of a director rendered to take effect at a future time, the board or the members shall have power to elect a successor 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 prior to the expiration of his term of office.

Section 5. Place of Meetings. All annual meetings of the Board and all other meetings of the Board shall be held at the principal office of the ~~corporation~~ Association unless another place within Harvey County, Kansas is designated either by the Board of Directors pursuant to authority hereinafter granted to said Board, or by the written consent of all directors entitled to vote thereat, given either before or after the meeting and filed with the Secretary of the ~~corporation~~ Association.

Section 6. Annual Meetings. The annual meetings of the Board shall be held during the first quarter of the year at a date and time selected by the directors. At such meeting, officers shall be elected, reports of the affairs of the ~~corporation~~ Association shall be considered. and any other business may be transacted which is within the power of the directors. The secretary shall give five (5) days written notice of such meeting to each member and each director, unless waived by such member or director. The notice shall include the time, date, place, and agenda of the meeting. Annual meetings of the Board shall be open to the members except during executive session.

Section 7. Special Meetings. Special meetings of the directors, for ~~any~~ any purpose or purposes whatsoever, may be called at any time by directors constituting not less than thirty percent (30%) of the Board of Directors. The secretary shall give five (5) days written notice of such meeting to each member and each director, unless waived by such member or director. The notice shall include the time, date, place, and agenda of the meeting. Special meetings of the Board shall be open to the members except during executive session.

Section 8. Executive Session. The Board may hold an executive session during annual and special meetings of the Board. An executive session of the Board shall not be open to members. No final vote or action may be taken during executive session.

An executive session may be held only to:

- (1) consult with an attorney on legal matters;
- (2) discuss existing or potential litigation or mediation, arbitration or administrative proceedings;
- (3) discuss labor or personnel matters;

- (4) discuss contracts, leases, or other commercial transactions to purchase or provide services currently being negotiated, including a review of bids or proposals, if premature knowledge of these matter would place the Association at a disadvantage; or
- (5) prevent public knowledge of the matter to be discussed if the Board determines that public knowledge would violate the privacy of a person.

Section 9. Voting. Each director shall have one (1) vote for all matters which may properly come before the members at any annual or special meeting.

Section 10. Quorum. The presence in person of at least one-third (1/3) of the directors shall constitute a quorum for the transaction of business. The directors 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 directors to leave less than a quorum.

Section 11. Consent of Absentees. The transactions of any meeting of directors, either annual or special, however called and noticed, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum be present in person, and if, either before or after the meeting, each of the directors entitled to vote, not present in person, signs a written waiver of notice, or a consent to the holding of 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 12. Inspection of Bylaws. The ~~corporation~~ Association shall keep in its principal office for the transaction of business the original or a copy of these Bylaws as amended or otherwise altered to date, certified by the Secretary, which shall be open to inspection by the directors at all reasonable times during ordinary business hours.

Section 13. Meetings by Telephone. Members of the Board of Directors of the ~~corporation~~ Association, or any committee designated by such Board, may participate in a meeting of the Board of Directors by means of conference telephone or similar communications equipment, by means of which ~~all~~ persons participating in a meeting shall constitute presence in person at the meeting. ~~Notice of meetings taking place by means of conference telephone or similar communications equipment shall be given to the members.~~ The notice shall state the time, date, place, and agenda of the meeting, and shall also state the conferencing process used and provide information explaining how members may participate in the conference directly or by meeting at a central location or conference connection.

Section 14. Fees and Compensation. Directors shall not receive any salary for their services as directors.

Section 15. Action Without Meeting. Any action which under any provision of the Kansas Corporation Code may be taken at a meeting of the directors may be taken without a meeting if authorized by a writing signed by all of the persons who would be entitled to vote upon such action at a meeting, and filed with the secretary of the ~~corporation~~ Association, or such other procedure followed as may be prescribed by statute.

Section 16. Budget. The Board shall annually propose and adopt a budget for the Association. Notice of the meeting at which the budget shall be considered must be given at least ten (10) days prior to the meeting. A copy of the proposed budget shall be made available to any Owner requesting it.

Section 17. Duties of Directors. Directors who are elected officers and members of the Board shall exercise a high degree of care and loyalty to the Association. All acts of the Directors shall be subject to the business judgment rule.

Section 18. Enforcement. The board of directors may determine whether to take enforcement action by exercising the ~~association's~~ Association's power to impose sanctions or commencing an action for a violation of the declaration, bylaws, and rules, including whether to compromise any claim for unpaid assessments or other claim made by or against it.

The board of directors does not have a duty to take enforcement action if it determines that, under the facts and circumstances presented: (1) the ~~association's~~ Association's legal position does not justify taking any or further enforcement action; (2) the covenant, restriction, or rule being enforced is, or is likely to be construed as, inconsistent with law; (3) although a violation may

exist or may have occurred, it is not so material as to be objectionable to a reasonable person or to justify expending the ~~association's~~ Association's resources; or (4) it is not in the ~~association's~~ Association's best interests to pursue an enforcement action. The decision of the Board to not enforce the declarations, bylaws and rules of the Association in one or more set of circumstances does not preclude the Board from enforcing them in the future.

ARTICLE VI

Officers

Section 1. Officers. The officers of the ~~corporation~~ Association shall be a President, a Vice President, a Secretary, and a Treasurer. Any number of offices may be held by the same person (e.g., the Secretary and Treasurer may be the same individual).

Section 2. Election. The officers of the ~~Association~~ corporation, ~~except such officers as may be appointed in accordance with the provisions of Section 4 of this Article VI shall~~ be elected by the directors at the annual meeting of the Board of Directors of the ~~Association~~ corporation. All officers shall hold office until he or she shall resign or shall be removed or otherwise disqualified to serve, or his successor shall be elected and qualified.

Section 3. Compensation of Officers. The officers and employees of the ~~Association~~ corporation shall receive ~~no such~~ salaries or other compensation ~~, if any, as shall be determined by resolution of the Board of Directors, adopted in advance or after the rendering of the services, or by employment contracts entered into by the Board of Directors; provided, that in no event shall any such compensation be paid except as is reasonable for actual services performed.~~

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled by appointment by the Board of Directors.

Section 5. Removal and Resignation. Any officer may be removed, either with or without cause, by a majority of the directors at the time in office, at any regular or special meeting of the Board.

Section 6. President. The President shall be the chief executive officer of the ~~Association~~ corporation and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the conduct and officers of the ~~corporation~~ Association. The President shall also serve as chairman of the Board of Directors and shall preside at all meetings of the directors. The President shall be ex officio a 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 shall have such other powers and duties as may be prescribed by the Board of Directors or these Bylaws.

Section 7. Vice President. The Vice President ~~of the Association~~, if any, in the absence or incapacity of the President, shall perform the duties and have the authority of the President, and shall perform such other duties as the Board of Directors shall prescribe.

Section 8. Secretary. The Secretary shall keep, or cause to be kept, for five (5) years, or such other time as specified, the following: (1) detailed accounting records of receipts and expenditures; (2) minutes of all meetings of members and Board of Directors other than executive sessions; (3) the names of Owners and the addresses at which the Association communicates with them, in alphabetical order showing the number of votes each Owner is entitled to cast; (4) the original or restated organizational documents, bylaws and all amendments to them, and all rules currently in effect; (5) all financial statements and tax returns of the Association for the past three years; (6) a list of the names and addresses of the current Board of Directors' members and officers; (7) the most recent annual report, if any, delivered to the secretary of state; (8) financial and other records sufficiently detailed to enable the Association to comply with other requirements of law; (9) copies of current contracts to which Association is a party; (10) records of Board of Directors or committee actions to approve or deny any requests for design or architectural approval from Owners; and (11) ballots, proxies, and other records related to voting by Owners for one year after the election, action, or vote to which they relate.

All records retained by Association shall be available for examination and copying by an Owner or Owner's agent. Ten days' written notice identifying specific records shall be required.

Section 9. 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 ~~corporation~~Association, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, surplus and shares. The books of account shall at all reasonable times be open to inspection by any director.

The Treasurer shall deposit all monies and other valuables in the name and to the credit of the ~~corporation~~Association with such depositories as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the ~~corporation~~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 the Treasurer's transactions as treasurer and of the financial condition of the ~~corporation~~Association, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or these Bylaws. The Treasurer shall be bonded, if required by the Board of Directors.

ARTICLE VII

Assessments

Section 1. Monthly Assessments. The ~~Developer or~~ Association shall have the authority to assess each Lot Owner whose home is substantially completed a reasonable monthly assessment for the improvement and maintenance of the Common Areas, as well as for special projects that may arise. The substantial completion of a home shall be determined by the Board of Directors. Lot Owners whose homes are not substantially completed may be assessed a monthly maintenance fee to cover mowing and weed control services provided by the Association. The monthly assessment and monthly maintenance fees must be fixed at a uniform rate for all Lots and may be changed pursuant to the bylaws of the Association. Lot Owners who have constructed a home on more than one Lot shall be assessed only for one of the Lots. ~~Lot Owners, including the Developer, who have not substantially completed construction of homes on Lots shall not be liable to pay monthly assessments.~~

Each Owner by acceptance of his or her deed, is deemed to covenant and agree to pay these assessments. All such assessments, together with interest at the highest rate allowable under the laws of Kansas from time to time relating to usury for residential real estate loans, costs, and reasonable attorneys' fees, shall be a charge on the land and shall be a continuing lien upon the Lot and its improvements against which each assessment is made.

Each such assessment, together with interest, costs, and reasonable attorneys' fees, shall also be the personal obligation of the person who was the Owner of such property at the time the assessment arose, and his or her grantee shall be jointly and severally liable for such portion thereof as may be due and payable at the time of conveyance, except no first mortgagee who obtains title to a property pursuant to the remedies provided in the mortgage shall be liable for unpaid assessments which accrued prior to such acquisition of title. Assessments shall be paid in such manner and on such dates as may be fixed by the board of directors which may include, without limitation, acceleration of the past due assessments for delinquents.

The Board shall have the right to suspend any right or privilege of an Owner that fails to pay an assessment, but may not (1) deny an Owner or other occupant access to the Owner's unit; (2) suspend an Owner's right to vote except involving issues of assessments and fees; or (3) withhold services provided to a unit or an Owner by the Association if the effect of withholding the service would endanger the health, safety, or property of any person.

Section 2. Special Assessments for Capital Improvements. In addition to the monthly assessments authorized above, the Association may levy, in any assessment year, a special assessment applicable to that year only for the purpose of defraying, in whole or in part, the cost of any construction, reconstruction, repair or replacement of a capital improvement upon the Common Area, including fixtures and personal property related thereto, provided that any such assessment shall have the assent of two-thirds (2/3) of the votes of ~~each class of~~ members who are voting in person or by proxy at a meeting duly called for this purpose. Any special assessment shall be fixed at a uniform rate for all Lots whose Owners are required to pay monthly assessments.

Section 3. Notice and Quorum for any Special Assessment. Written notice of any meeting called for the purpose of considering a special assessment under Section 2, above, shall be sent to all members not less than thirty (30) days nor more than sixty (60)

days in advance of the meeting. At the first such meeting called, the presence of members or of proxies entitled to cast sixty percent (60%) of all the votes ~~of each class of membership~~ shall constitute a quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum at the subsequent meeting shall be one-half (1/2) of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than sixty (60) days following the preceding meeting.

ARTICLE VIII

Miscellaneous

Section 1. Checks, Drafts, Etc. 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 ~~corporation~~Association, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by resolution of the Board of Directors.

Section 2. Contracts, Deeds, Etc., How Executed. The Board of Directors, except as in these Bylaws otherwise provided, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the ~~corporation~~Association, and such authority may be general or confined to specific instances. Unless otherwise provided by the Board of Directors, all instruments, deeds, conveyances and contracts shall be executed on behalf of the ~~corporation~~Association and by the President or Vice President, if there be one, or by any agent or attorney so authorized under letter of attorney or other written power which was executed on behalf of the ~~corporation~~Association by the President or Vice President.

Section 3. Fiscal Year. The Board of Directors shall have the power to fix and from time to time change the fiscal year of the ~~corporation~~Association. In the absence of action by the Board of Directors, however, the fiscal year of the ~~corporation~~Association shall end each year on the date which the ~~corporation~~Association treated as the close of its first fiscal year, until such time, if any, as the fiscal year shall be changed by the Board of Directors.

ARTICLE IX

Amendments

Section 1. Amendments. These bylaws may be altered, repealed, or amended by the Board of Directors with the approval of the members.

CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify:

- (1) That I am the duly appointed and acting Secretary of Crown Point Homeowner's Association, a Kansas nonprofit corporation; and
- (2) That the foregoing Bylaws, comprising nine (9) pages, constitute the Amended and Restated Bylaws of said corporation, as duly adopted at a special meeting of the Board of Directors thereof duly held on the ____ day of _____, _____, and approved at a meeting of the members duly held on the ____ day of _____, _____.

IN TESTIMONY WHEREOF, I have hereunto subscribed by name this ____ day of _____, _____.

Secretary Signature: _____

Secretary Name: _____

EXHIBIT A

Legal Description of Property

A tract of land lying in the Northwest Quarter (NW/4) of Section 151 Township 22 South, Range 1 West of the Sixth Principal Meridian, Harvey County, Kansas, more particularly described as follows: Commencing at the Northeast ~~Comer~~ Corner of said NW/4 of said Section 15; Thence on an assumed bearing of South 0°01'03" West along the east line of said NW/4 a distance of 364.04 ~~fee~~ feet, said point being on the south right-of-way line of Interstate Highway 35 West; Thence north 55°59'20" West along said south right-of-way line a distance of 32.20 feet; thence North 44°46'37" West along said south right-of-way line a distance of 332.79 feet; Thence North 89°56'48" West along said south right-of-way line a distance of 290.51 feet to a point on the east right-of-way line of Kansas Highway 165; Thence South 17°03'42" West along said east right-of-way line a distance of 184.63 feet; thence south 4°55'44" West along said east right-of-way line a distance of 197.02 feet to the point of beginning; thence south 89°56'48" East parallel with the South right-of-way line of Interstate Highway 35 west a distance of 107.90 feet; thence south 44°46'37" East parallel with said south right-of-way line a distance of 730.61 feet to a point on the east line of said NW/4, said point being 1001.05 feet on a bearing of south 0°01'03" West from the north quarter corner of said Section 15; thence south along the east line of said NW/4 to a point 1630.2 feet south of the Northeast ~~comer~~ Corner of said NW/4; thence North 89°56' West 717.2 feet to the existing east right-of-way line of Highway K-165; thence North along the east right-of-way line of Highway K-165 to the point of beginning.

PROXY

We, the undersigned members in good financial standing of the *Crown Point Homeowner's Association*, will not be in attendance at the Meeting on _____ and do hereby assign our proxy vote to _____, who we believe is a member, in good financial standing, of the aforesaid Homeowner's Association.

Dated this ____ day of _____, 20____

Signature: _____

Address: _____

Signature: _____

Address: _____

*If there is more than one titleholder of record in the office of the Harvey County Clerk, this proxy must be signed by both titleholders.