

BYLAWS OF ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC., a non-profit corporation incorporated under the laws of the State of Texas hereinafter referred to as the "Association". The registered office of the corporation shall be located in Ellis County, Texas, but meetings of members and officers may be held at such places within the State of Texas as may be designated by the Executive Committee.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC., its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" or "Common Areas" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

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

Section 6. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions and any amendments thereto applicable to the Properties recorded in the Office of the County Clerk of Ellis County, Texas, as may be amended from time to time.

Section 7. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration. Any Owner of a Lot or Property within the Subdivision is automatically a member of the Association, and such membership is mandatory, continuous, and irrevocable so long as that person or persons are considered an Owner

as defined herein, that is, membership in the Association shall run with the land.

Section 8. "Subdivision" or "Addition" shall mean and refer to the Ashburne Glen addition as developed originally by Ken Pritchett Properties, Inc. in the City of Ovilla, Ellis County, Texas, as more fully described in named plats recorded in Ellis County, Texas.

ARTICLE III

ASSESSMENTS AND DUES

Section 1. Member Assessments and Association Redress for Delinquency. Each member is obligated to pay to the Association monthly and special assessments which are secured to the full extent provided by law, by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of six percent (6%) per annum; and the Association may either (1) bring an action at law against the Owner personally obligated to pay the same or (2) foreclose the lien against the property, or (3) both. Interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive, transfer or otherwise escape liability for the assessments provided for herein by nonuse of any Common Area or abandonment of his Lot.

Section 2. Payment of Association Dues. Each Owner of a Lot within the Subdivision, regardless of the development on or occupancy status of that Lot, shall pay the Association monthly dues as established by the Association. Dues shall be collected by agreement with the City of Ovilla in conjunction with the Owner's monthly water bill, received directly from members, or by such other arrangement as may be deemed satisfactory and effective by the Association's Executive Committee. In the event that an Owner is no longer occupying the dwelling on said Lot and/or has terminated water services with the City of Ovilla, the Owner shall be responsible for payment of monthly Association dues directly to the Association. Failure to make payment of monthly dues shall result in delinquency proceedings as detailed in Article III, Section 1.

Section 3. Amount of Dues. The Association dues are currently \$120 (One Hundred Twenty Dollars) per year, assessed monthly at \$10 (Ten Dollars) per month as a part of the City of Ovilla water bill. The Association may increase or decrease said Association dues based on budgetary needs or as directed by the Executive Committee. Such an increase or decrease may take place no more than once each calendar year.

Section 4. Disbursement of Dues Collected. The Association, through arrangement with the City of Ovilla, shall receive collected dues from the City once each quarter. These funds shall be deposited upon receipt by the Treasurer in appropriate bank accounts as established for the Association, and thereafter are to be used exclusively for the business of the Association.

ARTICLE IV

MEETINGS OF MEMBERS

Section 1. Rights and Obligations of Members. Members, as the same are defined as Owners in the Declaration of Covenants, Conditions and Restrictions, which are recorded in Deed Records of Ellis County, Texas shall constitute the voting members of the Association and shall be entitled to participate in the affairs of the Association, shall be subject to assessments and dues, and shall receive the required notices as set forth in these Bylaws and in other instruments concerning this Association.

Section 2. Annual Meetings. Each regular annual meeting of the members shall be held on the third Thursday of each January of each year, at the hour of 7 o'clock, P.M. If the day for the annual meeting of the members is a legal holiday, the meeting shall be held at the same hour on the first day following which is not a legal holiday.

Section 3. Special meetings. Special meetings of the members may be called at any time by the Association President or by the Executive Committee, or upon written request of at least one-tenth (1/10) the members who are entitled to vote of all the votes of the membership.

Section 4. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the Association Secretary or other person authorized to call the meeting, by hand-delivery or mailing a copy of such notice, postage prepaid, at least 15 days, but not more than 60 days, before such meeting to each member entitled to vote, addressed to the member's address last appearing on the books of the Associations or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in case of a special meeting, the purpose of the meeting. Such notice shall also specify (when applicable) those members nominated for election as Association Officers, the Executive Committee, and to any other position which the members are permitted to elect or recommend. Such notice shall be deemed delivered when hand-delivered to the Owner's residence or when deposited in the United States Mail, addressed to the Owner at his address as set out above.

Section 5. Quorum. The presence at the meeting of the members entitled to cast, or of proxies entitled to cast, one tenth (1/10) of the votes of the membership shall constitute a quorum for any action except as

otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have the power to adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented. If, after two successive duly announced and constituted meetings with no quorum present either in person or by proxy, the Officers of the Association may take up such matters as submitted for vote and decide the matter, in which event said decision shall be binding upon all members of the Association.

Section 6. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and of a form approved by the Association Secretary and shall be filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his lot.

Section 7. Action Taken Without Meeting. Members shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of two-thirds (2/3) of all members entitled to vote, and filing the same with the Secretary of the Association. Any action so approved shall have the same effect as though taken at a meeting of the members.

Section 8. Business Agenda. The business agenda of any meeting shall be limited to those items spelled out in the notice of the meeting. Members wishing to propose items for the annual meeting must submit those items in writing to the Executive Committee by December 1. Those items requested by at least one-tenth (1/10) of the members eligible to vote are to be included in the agenda of the meeting. Items requested by less than one-tenth of the members will be included if approved by a majority of the Executive Committee. A proxy shall be included with each meeting notice to allow each member to vote on the business items or issues established for that meeting.

ARTICLE V

EXECUTIVE COMMITTEE; SELECTION: TERM OF OFFICE

Section 1. Number and Composition. The affairs of the Association shall be managed by an Executive Committee ("ExCo") comprised of five Members. The Executive Committee shall function in a similar capacity to a traditional Board of Directors. The Association President, Secretary, and Treasurer shall be permanent members of the Executive Committee so long as they hold that office. Two additional 'at-large' positions of the Executive Committee shall be held by Members of the Association in good standing with at least one year of residency in the Addition.

Section 2. Term of Office. At each annual meeting, the Members shall elect 1/3 of the Executive Committee members for a term of three

years. If the number of Executive Committee members is changed, then any Executive Committee members elected following such change shall be for terms of from one to three years respectively so that insofar as it is possible, 1/3 of the number of the Executive Committee will be elected each year thereafter.

Section 3. Removal. Any Executive Committee member may be removed from the Executive Committee, with or without cause, by a majority vote of two-thirds (2/3) of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No ExCo Member shall receive compensation for any service he may render to the Association. However, any ExCo member may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The Executive Committee shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of a majority of all of the ExCo Members and filing the same with the Secretary of the Association. Any action so approved shall have the same effect as though taken at a meeting of the Executive Committee.

ARTICLE VI

NOMINATION AND ELECTION OF EXECUTIVE COMMITTEE

Section 1. Nomination. Nomination for election to the Executive Committee shall be made by any member who has voting rights within the Association as detailed in this section. Nominations may be made from the floor at the annual meeting or by written nomination filed with the Association Secretary at least 30 days prior to an announced election. Such nominations, either by writing or from the floor at the annual meeting, shall be made from among members who have been members of the Association for at least one year prior to the nomination and who are otherwise in good standing with the Association.

Section 2. Election. Election to the Executive Committee shall be by secret written ballot. At such election each member or their proxy may cast, in respect to each vacancy, one vote per Owner/member. Each member is entitled to only one such vote, with said vote comprising the entire vote of any given household. The persons receiving the largest number of votes shall be elected. In the event of a tie between one or more candidates for a given vacancy, a second election shall be conducted no more than 60 days after the original election. Cumulative voting is not permitted. No member shall be elected to serve more than one successive term as a member of the Executive Committee.

Section 3. Initial Selection of At Large Members. Members who wish to express their candidacy for at large positions shall formally notify the Secretary of their intent to be considered by means of written notification of a form and by a date established by the ExCo, along with a written summary of their qualifications for said positions. The Secretary shall use this information to develop a ballot which shall subsequently be circulated to all Association Members. Members will then return the ballot to the Secretary by the deadline established. Ballots not returned to the Secretary by the established deadline or those that are incomplete or marked in an incorrect or misleading fashion shall not be counted. The two candidates who receive the highest and second-highest number of votes shall subsequently be selected as the two at-large members. Once filled, the at-large positions shall be subject to term and re-election requirements as established in Article V, Section 2 and Article VI, Section 2 of these Bylaws.

ARTICLE VII

MEETINGS OF THE EXECUTIVE COMMITTEE

Section 1. Regular Meetings. Regular meetings of the Executive Committee shall be held at least every three months without notice, or more often as the business of the Association may demand, at such place and hour as may be fixed from time to time by resolution of the board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Executive Committee shall be held when called by the President of the Association, or by a majority of the members, after not less than three (3) days notice to each member of the Executive Committee.

Section 3. Quorum. A simple majority of the number of ExCo members shall constitute a quorum for the transaction of any Association business. Every act or decision done or made by a majority of the Executive Committee members present at a duly held meeting at which a quorum is present shall be regarded as an act of the entire Executive Committee.

ARTICLE VIII

POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

Section 1. Powers. The Executive Committee shall have the power to:

(a) adopt and publish rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members

and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and use of the Common Areas of any member during any period in which such members shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations.

(c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles Of Incorporation or the Declaration;

(d) declare the office of a member of the Executive Committee to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Executive Committee;

(e) employ a manager, an independent contractor, or such other employees as they deem necessary to properly discharge the business and obligations of the Association, and to prescribe their duties;

(f) foreclose the lien against any lot or property for which assessments are not paid within thirty (30) days after the due date or to bring an action at law against the owner personally obligated to pay the same, or both;

(g) take such other corrective actions as may be deemed necessary to assure the common good and benefit of the Association, property values, or health and safety of the members.

Section 2. Duties. It shall be the duty of the Executive Committee to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a report thereof to the members at the annual meeting of the members, or at any special meeting when such report is requested in writing by one-fourth (1/4) of the members who are entitled to vote;

(b) supervise all officers, agents and employees of this Association and to see that their duties are properly performed;

(c) establish assessments and dues for Association members:

(1) fix the amount of the annual dues against each Lot at least thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to every owner subject thereto, such assessment notice being mailed with the notice of the annual meeting of the members;

(d) issue, or cause an appropriate officer to issue, upon demand by any member, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Executive Committee for issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) cause the Common Areas to be maintained;

(h) cause the exterior of any dwelling or the grounds appurtenant thereto to be maintained when such is deemed necessary by the Executive Committee and to levy a special assessment against each Lot for the cost thereof, provided that the member is given due notice and opportunity to correct any maintenance deficiency.

ARTICLE IX

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a President, a Vice-President, a Secretary, a Treasurer, Chairpersons of Standing Committees and such other officers as the board may from time to time by resolution create. All officers shall be members of the Association. No more than one officer may reside at any given dwelling within the Subdivision.

Section 2. Election of Officers. The selection of officers shall take place at the first meeting of the Executive Committee following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected bi-annually by the Executive Committee and each shall hold office for two (2) years unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. There shall be no limit on the number of terms that any officer shall serve, provided he continues to serve at the request and approval of the Executive Committee.

Section 4. Special Appointments. The Executive Committee may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority,

and perform such duties as the board may, from time to time, determine and establish.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Executive Committee. Any officer may resign at any time giving written notice to the Executive Committee, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by an appointment by the Executive Committee. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article, provided however, that a member of the Executive Committee may simultaneously hold a position as an Officer of the Association, provided that said position does not constitute a conflict of interests or impede the proper and timely execution of the duties of either position.

Section 8. Duties. The duties of the officers are as follows:

(a) President. The President shall preside at all meetings of the Executive Committee and members; shall see that orders and resolutions of the Executive Committee are carried out; shall sign all leases, mortgages, deeds and other written instruments; shall co-sign promissory notes and other financial instruments; and shall exercise and discharge such other duties as required by the Executive Committee. The President shall be a standing member of the Executive Committee. Additionally, the President shall be the primary contact with and representative for the Subdivision and Association with the municipal government of the City of Ovilla and shall communicate and represent the Association's interests within the City and community to the benefit of the members.

(b) Vice-President. The Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Executive Committee. Should the President become unable to discharge his duties or voluntarily resign from

his post, the Vice-President shall succeed him until the next regular elections of officers by the Association.

(c) Secretary. The Secretary shall record the votes and keep and publish the minutes of all meetings and the proceedings of the Executive Committee and of the members; serve notice of the meetings of the board and of the members; keep appropriate current records showing the members of the association together with their addresses and other contact information (e.g. a directory); develop and distribute proxies and other information promulgated by the Executive Committee or Officers; shall co-sign financial instruments in the case of the absence of either the President or Treasurer; and shall perform such other duties as required by the Executive Committee.

(d) Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the association and shall disburse such funds as directed by resolution of the Executive Committee or at the direction of the President; shall co-sign promissory notes of the Association; keep proper records of books of accounts; in the case where an independent certified public accountant is not used to keep the association books, cause an audit of the association books to be made by a certified public accountant at the completion of each fiscal year or upon direction of the Executive Committee; pay from the bank accounts of the Association any federal, state, or local taxes as may be assessed upon the Association when such taxes are due; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its annual regular meetings and deliver a copy of each to the members.

Section 9. Compensation. No officer shall receive compensation for any service he may render to the Association. However, any officer may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE X

STANDING COMMITTEES

The Executive Committee shall appoint an Architectural Control Committee, a Landscape Committee and a Social Committee, as provided in these Bylaws. In addition, the Executive Committee shall appoint such other committees, either temporarily or permanently, as deemed appropriate in carrying out the purposes and affairs of the Association. All committee members shall be members of the Association. No standing committee member shall receive compensation for any service he may render to the Association. However, any

committee member may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE XI

ARCHITECTURAL CONTROL COMMITTEE

Section 1. Purpose. An architectural control committee shall be designated by the Executive Committee and shall be responsible for those duties as detailed in the Declaration as well as the ongoing review, approval, consultation, and direction of architectural and design aspects of residential construction and improvements of the Properties as well as improvements in the Common Areas. The primary focus of the architectural control committee shall be compliance with relevant aspects of the Declarations as well as assuring conformance with the high levels of aesthetic and construction standards consistent with the appearance and construction practices of the Subdivision.

Section 2. Composition of the architectural control committee. The architectural control committee shall be composed of no less than three members, consisting of a chairperson and at least two at-large members. All members of the architectural control committee shall have been members of the Association for at least two (2) years prior to their appointment. The members of the architectural control committee shall be selected based on their understanding of prevailing building and construction codes, materials, aesthetic standards and practices prevalent in the area. The chairperson of the architectural control committee shall report to the President of the Association.

Section 3. Duties. (a) The architectural control committee shall review and approve or disapprove all plans submitted by Association members and/or their agents for any new construction of a dwelling or appurtenances thereto or any renovations of any dwelling of which any aspect is visible to the exterior of that structure and/or visible to public view (excepting greenery, live plantings, lawns, gardens or landscaping, which shall be the purview of the Landscape Committee). This includes but is not limited to building façades, trim, roofing, exterior décor, paint, siding, windows and window treatments visible to the exterior of the structure, construction materials, driveways and walkways, fixtures and attachments, fencing (both design and materials of construction), swimming pools, spas, garages and carports, and outbuildings located on any Lot in the Subdivision. The members of the architectural control committee shall fully review all such plans in consideration of prevailing construction, building, and material standards as well as other relevant and applicable codes, rules, regulations and ordinances and in accordance with the aesthetic standards established for the Subdivision. This review shall be accomplished in thirty (30) days from the receipt of the plans by the architectural control committee, unless a longer review period is requested by the architectural control committee and agreed upon by

both the Association member and the architectural control committee. Upon completion of the review, the chairperson of the architectural control committee shall issue a written approval, a written disapproval, or a request for additional information to the Association member. If a disapproval document is issued, the chairperson of the architectural control committee shall include a full description of the reason(s) for disapproval, along with suggestions or recommendations for improvement (if practical) which would result in an approval. If the architectural control committee fails to respond within the thirty day review period without having obtained an agreement for an extension from the Association member, the plans shall be deemed to have been approved.

(b) The chairperson of the architectural control committee, as a regular part of his duties, shall retain a copy of any submitted plans along with all associated documentation as a permanent file. Additionally, the chairperson of the architectural control committee shall make timely, periodic reports to the President regarding all of the committee's activities, reviews, and findings.

Section 4. Responsibility of members to submit plans. (a) Any member of the Association, either personally or through an agent, shall submit two copies of plans of sufficient detail and description to the architectural control committee describing any intended new construction, reconstruction or exterior renovation of dwellings or improvements on the members Lot no less than thirty (30) days prior to the commencement of said construction or renovation for review. The plans shall include information on location, size, scale, materials, method of construction, colors and other design features so as to fully describe the intended work. All such work shall be in accordance with and adherence to prevailing building, construction, material, electrical and plumbing codes, rules, regulations and ordinances then prevailing or applicable within the City of Ovilla and/or the State of Texas and shall respect the aesthetic standards of the Subdivision.

(b) Upon review and written approval of said plans by the architectural control committee, the member may proceed with commencement of work in conformance with the plans as approved by the architectural control committee. No deviation from the approved plans is allowed without additional review and approval by the architectural control committee. Any attempted or discovered deviation from approved plans will result in revocation of approval for the project and potential injunctive relief or other such actions at law as may be deemed appropriate by the committee or the Executive Committee to secure compliance on the part of the member.

Section 5. Standards and Style Guidelines. The architectural control committee shall develop and make available to Association members upon request subsequent to its development, a set of written guidelines to assist Association members in designing plans in accordance with

Association standards. These guidelines shall be used as a reference for Association members and/or their agents and shall include information regarding materials of construction, design features, colors, styles and other aesthetic details and information that illustrates and explains the appearance and construction quality standards to be observed in the Subdivision.

Section 6. Consultants. The architectural control committee, with the approval of the President, may from time to time employ outside consultants such as architects, designers, engineers, and other similar expertise to assist in the efficient and effective discharge of their duties, and cause such funds to be disbursed by the Association to compensate said consultants for their services.

ARTICLE XII

LANDSCAPE COMMITTEE

Section 1. Purpose. A landscape committee shall be appointed by the Executive Committee and shall be responsible for monitoring, directing, and approving the upkeep and maintenance of greenery, plantings, and lawns of the common areas as well as monitoring Lots for overgrowth, weeds, dead or dying vegetation and general aesthetics.

Section 2. Composition of the Landscape Committee. The landscape committee shall be composed of no less than three members, consisting of a chairperson and at least two at-large members. All members of the landscape committee shall have been members of the Association for at least one (1) year prior to their appointment. The members of the landscape committee shall be selected based on their understanding of prevailing landscaping and horticultural practices suitable for the area. The chairperson of the landscape committee shall report to the President of the Association.

Section 3. Duties. (a) The landscape committee shall, with the approval and participation of the officers, select and manage a grounds keeping contractor who shall provide upkeep and maintenance of plants, trees, lawns, greenbelts, greenery and horticultural décor of common areas, consistent with the aesthetic standards of the Subdivision. The landscape committee shall work with the grounds keeping contractor to assure that entrances to the Subdivision are attractive, well-maintained and present a positive appearance to the community and members. Additionally, the landscape committee shall periodically monitor Lots for general landscaping upkeep, including but not limited to proper grooming, trimming and mowing, control of weeds and overgrowth, and prompt removal of dead or dying vegetation and discarded plant materials.

(b) In the event the landscape committee shall become aware of any Owner who is failing to maintain their yards, grounds, plantings,

trees or vegetation in a manner consistent with the aesthetic standards of the Subdivision, the chairperson of the committee, with the cooperation of the President, shall issue or cause to be issued a written notification to the Owner detailing the problems or failings and request that the Owner rectify the situation. The Owner shall be given ten (10) days to comply with the instructions of the notification and correct the problem or condition. If the Owner should fail to correct the condition or problem as requested, the chairperson of the committee shall immediately notify the President, who shall then authorize the expenditure of Association funds to contract with outside services to correct the problem so far as practical and while respecting the rights of all persons involved. The cost of such contract services shall then be invoiced to the Owner in addition to a service and management fee equal to 10% of the cost of the services rendered. The Owner shall then have thirty (30) days to pay the invoice in full, and shall from then on make every effort to maintain their Lot in accordance with the aesthetic standards of the Subdivision. Should the Owner fail to timely pay said invoice, he shall be subject to a special assessment and redress for delinquency in conformance with Article III, Section 1 of these Bylaws.

(c) The chairperson of the landscape committee shall make timely, periodic reports to the President regarding all of the committee's activities, reviews, and findings.

ARTICLE XIII

SOCIAL COMMITTEE

Section 1. Purpose. The Executive Committee shall appoint a social committee which shall be responsible for the welcoming of new members, development and coordination of social and community events in the Subdivision, dissemination of information regarding the activities in the Subdivision and within the Association, and shall additionally serve as the primary information contact for the Association for real estate agents and developers with an interest in the Subdivision.

Section 2. Composition of the Social Committee. The social committee shall be composed of no less than three members, consisting of a chairperson and at least two at-large members. All members of the social committee shall have been members of the Association for at least one (1) year prior to their appointment. The chairperson of the social committee shall report to the President of the Association.

Section 3. Duties. (a) The social committee shall be responsible for identifying and contacting any new members in the Subdivision and for making them aware of the existence and activities of the Association. The committee shall make certain that the new member has been given a copy of the Declaration, Articles of Incorporation, and these Bylaws as well as guides to local attractions, schools, civic centers and other community services and activities. The chairperson of the

committee will keep a record of the names of all new members so contacted and shall provide that information on a timely basis to the Secretary for inclusion in the Association directory and records. Likewise, the committee shall maintain an awareness of members who are moving or who have vacated the Subdivision and shall communicate that information to the Secretary.

(b) The social committee shall compose and distribute to all members, at least once each quarter, a publication designed to inform the members of the activities of the Association, upcoming meetings, subjects of common interest and activities in the surrounding community as may pertain to the members. The style and length of this publication shall be at the discretion of the committee. Distribution of the publication shall be made by hand-delivery to each member's dwelling, by mail, or by distribution at meetings or other Association activities. The cost of the printing and distribution of the publication will be the sole responsibility of the Association, however printing and distribution costs may be defrayed or offset by advertising placed by members or area merchants with composition and rates for said advertising established by the committee. Any funds received for advertising in any Association publication shall be tendered to the Treasurer for deposit in appropriate Association bank accounts.

(c) The social committee, in cooperation with the officers and other committees of the Association shall develop and assemble an information packet to be provided to realtors or developers with an interest in the Subdivision. This information packet shall include, at a minimum, copies of the Declarations, Articles of Incorporation and these Bylaws as well as contact information for the officers and committee chairpersons of the Association. Other information (directories, area guides, general information regarding the Association and its activities) may be included as well. This packet shall be tendered to any realtor, real estate agent, company or developer who shall be identified as having an interest in any Property.

(d) The social committee shall from time to time develop, coordinate and manage the execution of social or neighborhood events as deemed appropriate by the committee and approved by the President. The committee may involve additional members as necessary to provide for the successful outcome of any such events, with the intent of maximizing the participation by all members of the Association. The costs of providing such events shall be the sole responsibility of the Association, however costs may be defrayed by charging a modest, nominal attendance fee if deemed appropriate by the committee.

(e) The chairperson of the landscape committee shall make timely, periodic reports to the President regarding all of the committee's activities, reviews, and findings.

ARTICLE XIV

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable hours, be subject to inspection by any member within a reasonable time upon request. The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall be maintained by the Executive Committee and officers for inspection by any member. New members of the Association shall be provided copies of the Declaration, the Articles of Incorporation, the Bylaws, and the rules and regulations governing the use of the Common Areas. When possible, all records and documents of the Association shall be made available for continuous inspection via Internet access.

ARTICLE XV

AMENDMENTS

These Bylaws may be amended at a regular or special meeting of the members by a vote of two-thirds (2/3) of a quorum of membership. Votes may be cast in person or by proxy.

ARTICLE XVI

MISCELLANEOUS

(1) The fiscal year of the Association shall begin on the first day of January and end on the thirty-first day of December of every year.

(2) In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

(3) Report of the Annual Meeting of the Members. Within thirty days following each annual meeting, a notice shall be delivered to each member which sets forth:

(a) the names of the current Executive Committee members, officers, and all committee members;

(b) a summary of the action taken by the members at the annual meeting.

(4) Indemnity. The association shall indemnify any Association official (i.e. Executive Committee member, officer or committee member) against and reimburse such official for the following arising by reason of the official's status:

(a) judgments, fines and amounts paid in settlement of an action against the official, if the official is adjudged not to have been negligent nor guilty of misconduct in the performance of an official duty;

(b) amounts paid in settlement of an action against the official actually and reasonably incurred if the settlement is adjudged to be to the Association's advantage to dispose of trouble some, time consuming and expensive litigation against its officials and is adjudged not to have been the result of reckless or willful conduct in the performance of an official duty;

(c) expenses (including attorney's fees) actually and reasonably incurred in connection with the defense or settlement of an action if the official is adjudged not to have been guilty of reckless or willful conduct in the performance of an official duty.

As used in this Article:

(a) Association Official--shall mean a person who is or was a member of the Executive Committee, officer, committee member, employee or agent of the association, or is or was serving at the request of the association as a director, officer, committee member, employee or agent of another corporation, partnership, a joint venture, trust or other enterprise or entity.

(b) Action--shall mean an action, suit, or proceeding, whether civil, criminal, administrative or investigative, whether by or in the right of the association or otherwise, against an association official by reason of his status as an association official.

(c) Adjudged--means a determination made by a majority of the Executive Committee not involved in the matter in controversy (whether or not a quorum), by independent council selected by the Executive Committee or by a court of competent jurisdiction.

The foregoing Bylaws are the bylaws, as amended through January 20, 2008, adopted by the Executive Committee on behalf of the members of the ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC., on the 31st day of May, 2008. All Bylaws effective prior to May 31, 2008, are hereby repealed and declared ineffective, void and invalid.

EXECUTED this 31st day of May, 2008.

WITNESS OUR SIGNATURES IN APPROVAL AND ADOPTION HEREOF:

Kyle Kutach, President and
Member, Executive Committee
ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC.

Kathy Dickey, Secretary and
Member, Executive Committee
ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC.

Weston Hebert, Treasurer and
Member, Executive Committee
ASHBURNE GLEN HOMEOWNERS ASSOCIATION, INC.