

BYLAWS OF
VILLAGE NINE FILINGS 3 AND 4 HOMEOWNERS ASSOCIATION, INC.

ARTICLE I
NAME AND LOCATION

The name of the corporation is Village Nine Filings 3 and 4 Homeowners Association, Inc., hereinafter referred to as the "Association." Meetings of Members and directors may be held at such places within the state of Colorado, County of Mesa, as may be designated by the Board of Directors.

ARTICLE II
DEFINITIONS

Section 1. "Association" means Village Nine Filings 3 and 4 Homeowners Association, Inc.

Section 2. "Common Area" means all real property which is or may in the future be owned by the Association for the common use and enjoyment of the Owners.

Section 3. "Declaration" means the Declaration of Covenants, Conditions and Restrictions, as it may be amended from time to time, applicable to the Properties recorded in the Office of the Clerk and Recorder of Mesa County, Colorado.

Section 4. "Lot" means any plot of land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

Section 5. "Member" means those persons entitled to membership as provided in the Declaration.

Section 6. "Owner" means the owner of record as reflected in the Mesa County Assessor's files, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 7. "Properties" means 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.

ARTICLE III
MEETING OF MEMBERS

Section 1. Annual Meetings. The annual meeting of the Members shall be held each year at such date, time and location as is determined by the Board of Directors of the Association, as evidenced by written notice of such date, time and location to be sent by the Board of Directors to each member no less than fifteen (15) nor more than fifty (50) days prior to the date of such meeting.

Section 2. Special Meeting. Special meeting of the Members may be called at any time by the president or by the Board of Directors, or upon written request of one-fourth (1/4) of the Members who are entitled to vote.

Section 3. Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, 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 the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. A quorum at the annual meeting of Members is not required for action. Pursuant to proper notification as set forth in Section 3 of this Article, action may be taken by a majority vote of those Members in attendance who are eligible to vote, except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws.

ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made from the floor at the annual meeting of Members. Unless a Member requests that his or her name not be entered, each current member of the Board of Directors shall be deemed to be nominated for re-election, without the necessity of a formal nomination.

Section 2. Election. Election to the Board of Directors shall be by oral vote at a meeting. At such election the Members or their proxies may cast, with respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected.

Section 3. Number and Term of Office. The Board of Directors shall consist of such number of directors, not fewer than three (3) nor more than nine (9), as may be determined from time to time by resolution of the Board of Directors. Except as hereinafter provided, at least one (1) director shall be elected at the annual meeting of the members and each director shall serve for three (3) years and until his successor shall be elected and qualified, or until his earlier resignation or removal.

Section 4. Resignations. Any director of the Association may resign at any time by giving written notice to the president or the secretary of the Association. Such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies.

(a) Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of the majority of the remaining directors though not less than a quorum, or by a sole remaining director at any regular or special meeting. The director so elected shall complete the unexpired term of his successor, continuing in office until the next election of directors when such director's successor is elected. Any newly created directorship shall be deemed a vacancy.

(b) When one or more directors shall resign from the Board, effective at a future time, a majority of the directors then in office, including those who have so resigned, shall have power to fill such vacancy or vacancies, the vote thereon to take effect when such resignation or resignations shall become effective. Each director so chosen shall complete the retiring director's unexpired term, holding office until the next election of directors when such director's successor is elected and qualified.

Section 6. Removal.

(a) At a special meeting of the Members called for the purpose of removing directors, any director or the entire Board of Directors may be removed, with or without cause, by a vote of the holders of more than two-thirds (2/3) of the votes then entitled to vote at an election of directors.

(b) In case the board or any one or more directors is so removed, new directors may be elected at the same meeting. If the Members fail to elect persons to fill the unexpired term or terms of the director or directors removed, such unexpired terms shall be considered vacancies on the board to be filled by the remaining directors in accordance with section 5 (a) of these Bylaws.

ARTICLE VI
MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors may be held monthly February through October, at such place and hour as may be agreed upon by the Board. No meetings shall be required November through January, unless deemed necessary by the board (see Section 2 - Special Meetings).

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days notice to each director.

Section 3. Quorum.

(a) A majority of the number of directors then in office shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

(b) Quorum not present for specific issue. If there is a quorum present for the transaction of all other general Association business, but a specific issue is addressed on which a board member(s) present must abstain from voting due to conflict of interest, and said abstention(s) results in less than a voting quorum on that specific issue, further action may be tabled until the next regular meeting of the Board of Directors. If, however, the issue being acted upon requires a more timely resolution, a vote may be first taken of those board members present; then, the written vote (including by e-mail) of all absent directors obtained. Any action so approved or denied concerning that specific issue shall have the same effect as though the absent members were present at the meeting.

Section 4. Action Taken Without a Meeting. By obtaining the written approval (including by e-mail) of all the directors, the directors shall have the right to take any action they could have taken at a meeting. Any action so approved shall have the same effect as though taken at a meeting of the directors

ARTICLE VII
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

(a) 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;

(b) declare the office of a member of the Board of Directors to be vacant in the event such director shall be absent without cause from three (3) consecutive regular meetings of the Board of Directors; written notice of this declaration shall be sent to the absent director; and

(c) employ a manager, an independent contractor, or such other employees as they deem necessary, and to define their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

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

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

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment 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 at least fifteen (15) days in advance of each annual assessment period; and

(3) begin lien notification process, as set forth in Article XI, Section 1(b), against any property for which assessments are not paid within one hundred twenty (120) days after due date or to bring an action at law against, or make other appropriate arrangements with, the Owner personally obligated to pay the same. The Board also has the option of reporting a delinquency to a credit reporting bureau should such action be deemed appropriate.

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

(e) cause all officers or employees having fiscal responsibilities to be bonded or insured as it may deem appropriate.

ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 1. Offices. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. Officers of the board shall be duly elected from among the members of the Board of Directors. The expired term of any officer shall be filled by an election at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. The officers of this Association shall be elected by the Board tri-annually and as provided by Section 2, above, and each shall hold office for three (3) years unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve. Officers may serve more than one term with an affirmative vote by a majority of the Board.

Section 4. Special Appointments. The Board 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.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at 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 appointment by the Board. 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.

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

(a) President. The president will preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and may co-sign all checks and promissory notes; and shall perform, or delegate to others to perform, such other duties as required for the proper and smooth operation of the Association.

(b) Vice-President. The vice-president shall act in the place and stead of the president in the event of his or her absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of him or her by the Board. The vice-president may also co-sign all checks and promissory notes.

(c) Secretary. The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the members of the Association together with their addresses and shall perform such other duties as required by the Board.

(d) Treasurer. The treasurer shall prepare the annual budget, approve bills to be paid, sign checks, tax returns, liens and other legal documents. The treasurer shall cause an annual audit of the Association books to be made by a certified public accountant at the completion of each fiscal year.

(e) Additional Duties – Secretary/Treasurer. See Attachment 1 to these Bylaws for additional duties performed by the secretary/treasurer.

Section 9 – Compensation of Directors – Directors shall not receive compensation for their services as directors but can receive reimbursement for expenses and can be engaged to perform other services for the corporation as long as the compensation is not excessive as that term is used in Section 4941 (d)(2)(E) of the Internal Revenue Code. In consideration of those willing to commit to serving the Association for a 3-year term, each Board member shall be granted a waiver of their annual irrigation dues. Such waiver shall cease and responsibility for payment of dues shall be resumed when a member leaves the Board.

ARTICLE IX
COMMITTEES

The Board of Directors may appoint committees as deemed appropriate in carrying out its purposes.

Architectural Control Committee

In lieu of an Architectural Control Committee, if an Owner of property within the Association meets the structural and aesthetic requirements as set forth by the building code of Mesa County, said Owner of property will be deemed to have also met Association structural and aesthetic requirements.

ARTICLE X
BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any Member and copies may be purchased at reasonable cost.

ARTICLE XI
ASSESSMENTS, TAP REMOVAL, AND REPAIRS
(Incorporates previous Amendments #1 and #2, and Provision A)

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual irrigation water dues and special assessments, except as provided in Article VIII, Section 9.

Section 1. Assessments

(a) Any assessments which are not paid when due shall be considered delinquent. If the assessment is not paid or arrangements made with the Association for installment payments within sixty (60) days after the due date, a late fee shall be charged each month thereafter until paid. Additionally, if the assessment is not paid or arrangements made with the Association for installment payments within one hundred twenty (120) days after the due date, the Lien Notification Process shall begin, as set forth in subsection (b), below. Interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the irrigation water or abandonment of his or her Lot.

(b) Lien Notification Process: Owners shall be notified via Certified Mail that an assessment lien is scheduled to be filed against their property. This final notification shall advise Owners of the date lien is to be filed if payment has not been received. Costs associated with the Certified Mail shall immediately be added to the assessment. When the lien is filed, costs associated with that action shall also be added to the assessment.

Section 2. Tap Removal. The Association shall have the power to remove a resident's irrigation water tap, when deemed necessary, and assess an additional retapping fee to Members who are one hundred twenty (120) days or more past due on their yearly irrigation water assessment, and who have not responded to the Certified letter of lien notification. Before irrigation water service can resume, the Owner must pay the past due yearly assessment(s) plus the additional retapping fee.

Section 3. Repair. Owners shall be responsible for the repairs of damaged irrigation lines and taps on their property, if the damage was caused by the property owner's negligence or abuse of the irrigation equipment.

(a) In the event of the Owner's failure to complete the needed repairs, the Association will perform the needed repairs and the Owner will be billed for the actual labor, equipment and material costs of the repair.

(b) When Members of the Association perform the work needed to complete the repairs of damaged irrigation equipment—whether the repairs are the responsibility of the Association or the Owner—they shall be paid an hourly rate competitive with the current market at that time for skilled labor, plus reimbursement of out-of-pocket expenses for materials. Should the assistance of unskilled labor also be required, an hourly rate competitive with the current market for that position may also be paid.

ARTICLE XII CORPORATE SEAL

The Association may have a corporate seal in such form as the Board of Directors may approve. Nothing in these Bylaws shall require the impression of a corporate seal to establish the validity of any document executed on behalf of the Association.

ARTICLE XIII AMENDMENTS; CONFLICTS

Section 1. Amendments. These Bylaws may be amended, at a regular or special meeting of the Members, by a vote of a majority of the total number of Members present in person or by proxy at the time of the amendment vote.

Section 2. Document Conflicts. 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 the Articles or these Bylaws, the Declaration shall control.

ARTICLE XIV MISCELLANEOUS

Section 1. Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year.

Section 2. Notice, What constitutes. Whenever written notice to any person is required by the Articles of Incorporation, these Bylaws, or statute, it may be given to such person either personally or by sending a copy thereof through the mail to his address appearing on the books of the Association, or supplied by him to the Association for the purpose of notice. If the notice is sent by mail it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail.

Section 3. Waiver of Notice.

(a) Whenever any notice is required to be given to any Member or director by the Articles of Incorporation, these Bylaws, or statute, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Section 4. Property Owner Responsibility

Property owner responsibility shall include, but not necessarily be limited to, the following:

(a) The Owner/occupant shall be responsible for weed control, grass maintenance as well as shrub, plant and tree control, including any fence, structure or ornamental objects on the area of the property to the roadway, in front of, alongside of, or to the rear of residence.

(b) It is the Owner's responsibility to keep tenants informed of the covenants, conditions and restrictions under which the Village 9 community is covered.

ATTACHMENT 1
TO THE BYLAWS OF VILLAGE 9 HOMEOWNER ASSOCIATION
FILINGS 3 AND 4

Secretary/Treasurer Duties

The duties of the secretary/treasurer are included as an attachment to these bylaws for informational purposes only and are subject to change as determined by the administrative needs of the Association. The duties shown in **bold** print are those typically required of the officer. The rest are duties that fall above and beyond those typically performed by an officer of a not-for-profit organization.

Secretary

Record Votes

Take minutes of monthly board meetings;

Type and copy for distribution to board members

Take minutes of annual meetings;

Type and copy for distribution at annual meetings

Maintain owner/address list of all HOA properties

Maintain file copies of all minutes

Pick up mail from P.O.; distribute as necessary to president and treasurer
(irrigation season, pick up mail minimum of 3x/week; during off season,
1-2x/week)

Arrange for rental of annual meeting facilities

Format, edit and have newsletters printed (min. of 2x yearly)

Prepare newsletter mailings to all homeowners

Prepare and have printed other general membership mailings as required,
e.g., postcard alerts

Arrange for printing of envelopes and stationery as needed

Maintain office supplies

Treasurer

Prepare annual budget

Arrange for annual audit

Approve bills

Sign checks, tax returns, liens, other legal documents

Prepare and make bank deposits

Reconcile bank accounts monthly; produce bank reconciliation reports

Prepare and mail annual irrigation water dues invoices

Prepare and mail monthly reminder statements of unpaid invoices

Post payments to invoice register

Pay bills

Personally correspond with homeowners as necessary

Handle calls from homeowners (must be willing to accept calls at home)

Prepare monthly financial statements

Prepare annual financial statements

Prepare petty cash reports

Prepare and mail Certified Mail notification for liens
Prepare and file liens and lien releases with Mesa County Clerk and Recorder
Perform periodic check of Assessors Records online
Work with Auditor, compiling all requested documents and information
Prepare and file annual taxes (Federal form 1120-H)
Prepare and file all quarterly and annual payroll reports
Prepare 1099s (when necessary)
Handle calls from title companies regarding closings, providing account status of seller
Advise Secretary of any name/address changes
Maintain property files
Maintain financial files and records
Maintain current list of seniors
Maintain current list of rental properties
Maintain current list of unpaid and liened properties
Maintain current list of absentee own

IN WITNESS WHEREOF, we, being all of the directors of the Village Nine Filings 3 and 4 Homeowners Association, Inc., have hereunto set our hands this 20 day of April 2005.

Roberta Tourney
Ruth H. Karn
Brenda B. Aaines
Tim Zosh

Betty Joan White
Bernie Espinoza
Ann W. Deines
Cindy L. Espinoza

STATE OF COLORADO)
) SS
COUNTY OF MESA)

Subscribed and sworn to me before this 20th day of April, 2005, by Roberta, Anna Tourney, Ruth Karn, Brenda Aaines, Betty Joan White, Timothy Zosh, Bernie Espinoza, Dr. Ann Deines, and Cindy L. Espinoza

Witness my hand and official seal.
My Commission Expires:



My Commission Expires 01/03/2008

Kristine R. Evers
Notary Public 3060 Glenwood
Sq CO 81504

Certification

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the Village Nine Filings 3 and 4 Homeowners Association, Inc., a Colorado corporation (the "Association"), and, THAT the foregoing Bylaws constitute the revised Bylaws of the Association, as duly adopted at a meeting of the Board of Directors thereof, held on 3/19 2005.
~~AT THE ANNUAL MEETING~~

IN WITNESS WHEREOF, I have hereunto subscribed my name this 20 day of APRIL 2005.

Brenda B. Aaines
Secretary