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BYLAWS
OF

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EVANSTON ESTATES ADDITION OWNERS ASSOCIATION
A WYOMING NON-PROFIT CORPORATION

ARTICLE I. OFFICE

The principal office of the EVANSTON ESTATES ADDITION OWNERS ASSOCIATION, hereinafter, the "Association," in the State of Wyoming shall be located at 21 Incline Drive, Evanston, Wyoming, 82930, Evanston, Wyoming. The Association may have such other offices, as the Board of Directors may designate or as the business of the Association may require.

The registered office of the Association required by the Wyoming Business Association Act to be maintained in the State of Wyoming may be, but need not be, identical with the principal office, and may be changed from time to time by the Board of Directors.

ARTICLE II. MEMBERS

Section 1. Annual Meeting. The annual meeting of the Members shall be held at the office of the Association on the 20th of April, of each year, commencing as of the year 2006. The annual meeting shall be for the election of directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Wyoming, such meeting shall then be held on the next succeeding business day.

Section 2. Special Meetings. Special meetings of the Members, for any purpose or purposes described in the meeting notice, may be called by the holders of at least fifty-one percent (51%) of the outstanding memberships entitled to vote on the matters to be discussed at the meeting or a majority of the members of the Board of Directors.

Section 3. Place of Meeting. The Board of Directors may designate any place, within Evanston, Wyoming, as the place of meeting for any annual Members' meeting or for any special Members' meeting called pursuant to this Article.

Section 4. Notice of Meeting. Unless waived, as herein provided and allowed, written or printed notice stating the place, day, and hour of the meeting, and, in case of a

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special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than sixty (60) days before the date of the meeting.

Section 5. Quorum. A majority of the outstanding shares of the combined classes of the Association membership interests entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of Members.

Section 6. No Cumulative Voting. At each election for directors, every Member entitled to vote at such election shall have the right to vote, in person or by proxy, the number of votes owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, but not to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of candidates.

Section 7. Informal Action by Members. Action required or permitted to be taken at a Members' meeting may be taken without a meeting if notice of the proposed action is given to or waived by all voting Members and the action is taken by the holders of all shares entitled to vote on the action.

ARTICLE III. BOARD OF DIRECTORS

Section 1. General Powers. The business and affairs of the Association shall be managed by its Board of Directors.

Section 2. Number, Tenure and Qualifications. The number of directors of the Association shall be not less than two (2) nor more than five (5) individuals. Each director shall hold office until the next annual meeting of Members and until his successor shall have been elected and qualified. Directors are elected by a plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present. Directors shall be Members of the Association. After notice, the Members may remove one or more directors at anytime with or without cause.

Section 3. Regular Meetings. A regular meeting of the Board of Directors may be held without notice of the date, time, place and purpose of the meeting.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called either within or without the state by or at the request of the President or a majority of the board of directors.

Section 5. Notice. Unless waived as is herein provided and allowed, notice of any special meeting shall be given at least two days previously thereto by written notice delivered personally, or by telecopy, or by telegram, to each director at his business address. Any director may waive notice of any meeting. Attendance of a director at a meeting in person or by the use of telephone or telecopy shall constitute waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to

the transaction of any business because the meeting is not lawfully called or convened.

Section 6. Quorum. A majority of the number of directors fixed by Section 2 of this Article III shall constitute a quorum for the transaction of business at any meeting of the Board of Directors

Section 7. Manner of Acting. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 8. Vacancies. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the Members or a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship shall be filled by election at an annual meeting or at a special meeting of Members called for that purpose.

Section 9. Informal Action by Directors. Any action required to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors.

ARTICLE IV. OFFICERS

Section 1. Number. The officers of the Association shall be a President, and a Secretary/Treasurer, each of whom shall be elected or appointed by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person, except the offices of the President and Secretary.

Section 2. Election and Term of Office. The officers of the Association to be elected by the Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Members and shall serve at the pleasure of the Board.

Section 3. Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors, with or without cause, whenever, in its judgment and discretion, the best interests of the Association would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. President. The President shall be the principal executive officer of the Association and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the Association. He shall, when present, preside at all meetings of the Members and of the Board of Directors. He may sign, with the Secretary or any other proper officer of the Association authorized by the Board of Directors, certificates for shares of the Association, any deeds, mortgages, bonds, contracts or other instruments except those which shall be required by law, by these Bylaws or by the

Board of Directors to be otherwise signed or executed; and in general shall perform all duties as may be prescribed by the Board of Directors from time to time.

Section 5. Secretary/Treasurer. The Secretary/Treasurer shall: (a) prepare and keep the minutes of the Members and of the Board of Directors meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the Association and see to it that the corporate seal is affixed to all documents the execution of which on behalf of the Association under its seal is duly authorized; (d) keep a register of the post office address of each Member; (e) sign with the President or a Vice-President certificates for the shares of the Association, the issuance of which shall have been authorized by resolution of the Board of Directors; (f) have general charge of the share transfer books of the Association; (g) authenticate records of the Association; (h) have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for monies due and payable to the Association from any source whatsoever, and deposit all such monies in the name of the Association in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V of these Bylaws; and (i) in general perform all duties incident to the office of Secretary/Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

ARTICLE V. CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, etc. All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents, of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE VI. FISCAL YEAR

The fiscal year of the Association shall begin on the 1st day of January and end on the 31st day of December.

ARTICLE VII. SEAL

The Board of Directors may provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the Association and state of incorporation of the Association and the words, "Corporate Seal".

ARTICLE VIII. WAIVER OF NOTICE

Whenever any notice is required to be given to any Member or director of the Association under the provisions of these Bylaws or under the provisions of the Articles of Association or under the provisions of the Wyoming Business Association Act, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

ARTICLE IX. AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the Members at any regular or special meeting of the Members entitled to vote.

CERTIFICATION

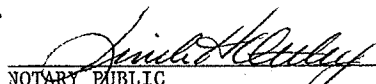
I hereby certify that the foregoing Bylaws constitute the Bylaws of the Evanston Estates Owners Association, a Wyoming non-profit corporation, were adopted by the Board of Directors of the Association as of the 26 day of April, 2006.

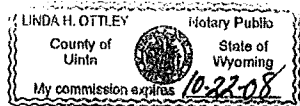

Secretary/Treasurer

STATE OF WYOMING)
 : SS
COUNTY OF UINTA)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 26 DAY OF
APRIL, 2006, BY Mary M. Jones.

WITNESS MY HAND AND OFFICIAL SEAL.


NOTARY PUBLIC



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