

**BYLAWS
FOR
PAGES PLACE HOME OWNERS ASSOCIATION**

The following are the Bylaws for Pages Place Home Owners Association ("Bylaws"), a Utah non-profit corporation (the "Association"). These Bylaws shall govern the administration of Pages Place Home Owners Association.

**ARTICLE I
LOCATION**

The initial principal office of the Association shall be located at 1697 Pages Place Drive, Bountiful, Utah 84010 but meetings of Members and Directors may be held at such places within the State of Utah, as may be designated by the Board of Directors ("Board").

**ARTICLE II
DEFINITIONS**

All terms used but not defined herein shall have the meanings given them under that certain First Amended & Restated Condominium Declaration for Pages Place Condominiums, recorded contemporaneously herewith in the Official Records of the Davis County Recorder, as Entry No. _____, (hereinafter referred to as the "Declaration"), applicable to the Property, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth herein at length. The term "Member" shall mean and refer to those persons entitled to Membership as provided in the Declaration and Articles of Incorporation of the Association.

**ARTICLE III
MEETINGS OF MEMBERS**

Section 3.1 Annual Meetings. Unless otherwise determined by the Association and subject to notice thereof as provided in Section 3.3 below, annual meetings of the Members shall be held in the tenth month of each year. If the day for the annual meeting of the Members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 3.2 Special Meetings. Special meetings of the Members may be called by the Board, or upon written the delivery of a written petition to the Board with the signatures of Members holding at least twenty-five percent (25%) of the voting power as outlined in the Declaration and these Bylaws.

EXHIBIT "D"

Section 3.3 Notice of Meetings. The Board shall cause written notice of the time and place, and in the case of a special meeting the purpose, for all meetings of the Members, special or annual, to be delivered via: (1) hand delivery; (2) regular US mail, postage prepaid, or (3) email not less than ten (10) days and not more than sixty (60) days prior to the meeting.

A Member may provide written notice to the Board to only receive notice of meetings via regular US mail, postage prepaid.

Section 3.4 Quorum. The quorum required for any action by the Members hereunder, unless otherwise specifically set forth in the Declaration, shall be as follows: at each scheduled meeting called, the presence of Members or of proxies entitled to cast at least thirty (30%) of all outstanding votes shall constitute a quorum. If no quorum is present, the meeting shall be postponed to a date not less than five (5) days or more than thirty (30) days following the immediately preceding meeting, wherein the members present at such subsequently scheduled meeting shall constitute a quorum.

Section 3.5 Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically terminate upon conveyance by the Member of his Unit.

Section 3.6 Conduct of Meeting. The President, or in his absence the Vice President, shall preside over all meetings. The Secretary shall keep minutes of all meetings and maintain a record of the minutes, adopted resolutions and rules.

Section 3.7 Voting. Only an Owner that is in full compliance with the terms and conditions of the Declaration and is current on all assessments and charges due and owing shall be deemed in good standing and entitled to vote at any annual or special meeting.

The Association shall have one (1) class of voting membership, Class "A", as follows:

Class "A" membership shall be entitled to one (1) equal vote for each Unit in which they are an Owner. There shall be only one (1) vote per Unit. In any situation where a Owner is entitled personally to exercise the vote for his Unit and more than one (1) Person holds the interest in such Unit required for membership, the vote for such Unit shall be exercised as those Persons determine among themselves and advise the Board, in writing, prior to or at a scheduled meeting. In the absence of such advice, the Unit's vote shall be suspended if more than one (1) Person seeks to exercise it.

**ARTICLE IV
BOARD, SELECTION AND TERM OF OFFICE**

Section 4.1 Number, Tenure and Qualifications. The affairs of the Association shall be managed by a Board of Directors as set forth in the Articles.

Section 4.2 Removal. Any Director may be removed from the Board, with or without cause, by a sixty-seven percent (67%) vote 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 Directors and shall serve for the unexpired term of his predecessor.

Section 4.3 Compensation. No Director shall receive compensation for any service he may render to the Association. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 4.4 Action Taken Without a Meeting. Any compensation for a Director or Officer of the association must be approved by the Board.

**ARTICLE V
NOMINATION AND ELECTION OF DIRECTORS**

Section 5.1 Nomination. Nomination for election to the Board shall be made to the Board ten (10) days in advance of the annual, or special meeting for the purpose of electing Directors. The Board shall accept as many nominations as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. In the event that insufficient nominations are received by the Board prior to the annual or special meeting, nominations may be made from the floor at the annual or special meeting.

Section 5.2 Election. Election to the Board shall be by written ballot. At such election the Members or their proxies may cast in 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.

**ARTICLE VI
MEETINGS OF THE BOARD**

Section 6.1 Regular Meetings. Regular meetings of the Board shall be held at least annually, as determined by the Board. Assessments for the upcoming year shall be fixed at the annual meeting held on the first month of each year, or as the Board may determine.

Section 6.2 Special Meetings. Special meetings of the Board shall be held when called by the President of the Association or by any two (2) Directors after not less than ten (10) days notice to each Director.

Section 6.3 Quorum. A majority of the number of Directors 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.

ARTICLE VII POWERS AND DUTIES OF THE BOARD

Section 7.1 Powers and Duties. The Board shall have all of the powers and duties necessary for the administration of the affairs of the Association in accordance with the provisions of the Declaration and as outlined below. The Board may delegate its authority to a manager or managers, subject to any limitations or provisions contained in the Declaration, the Board shall be responsible for a number of activities including, but not limited to the following:

- A) Management of the Association;
- B) Preparation of annual assessments and budget;
- C) Collecting the Assessments;
- D) Maintaining a bank account for the Association and designating required signatories;
- E) Maintaining the Common Areas and Facilities;
- F) Adopting and amending rules and regulations;
- G) Enforcing the Declaration, including the retention of legal counsel;
- H) Commencing legal action when necessary;
- D) Levying fines, sanctions and citations;
- J) Paying any amount necessary to discharge any mechanic's or materialman's lien or other encumbrance levied against the Common area or Facilities;
- K) Purchasing and maintaining insurance;
- L) Keeping books and records of the Association;
- M) Making emergency repairs;
- N) Managing parking;
- O) Managing reasonable pet restrictions; and
- P) Performing other actions and duties to enforce the terms and conditions of the Declaration and effectively manage the Association.

ARTICLE VIII OFFICERS AND THEIR DUTIES

Section 8.1 Enumeration of Officers. The officers of this Association shall be a president, vice-president and secretary, who shall at all times be members of the Board, a treasurer or such other officer as the Board may from time to time, by resolution, create.

Section 8.2 Election of Officers. The election of officers shall take place at each annual meeting of the Members. Elected officers shall serve in their office for a period of one (1) year. Notwithstanding, nothing in these Bylaws prevent an officer or directors from being re-elected to their respective positions.

Section 8.3 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 8.4 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 8.5 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 8.3 of this Article.

Section 8.6 Duties. The duties of the officers are as follows:

President: The president shall preside at all meetings of the Board and shall see that orders and resolutions of the Board and/or the Members are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes on behalf of the Association.

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 Board.

Secretary: The secretary shall record the votes and keep the minutes of all meetings and proceedings 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.

Secretary/Treasurer: The Secretary/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 Board; shall co-sign all checks and promissory notes of the association; keep proper books of account; if the Board deems appropriate, cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the Membership at its regular annual meeting, and deliver a copy of each to the Members.

**ARTICLE IX
COMMITTEES**

The Board may, if it elects, appoint such committees as deemed appropriate in carrying out its purposes.

**ARTICLE X
AMENDMENTS, ORDER OF PRECEDENCE**

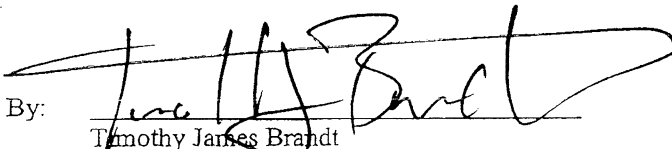
These Bylaws may be amended, at a regular or special meeting of the Members, by Members holding at least sixty-seven percent (67%) of the total ownership. An amendment to these Bylaws shall be effective immediately upon recordation in the Office of the Davis County Recorder, State of Utah. In the case 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.

**ARTICLE XI
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, except that the first fiscal year shall begin on the date of incorporation.

The foregoing Bylaws are adopted by the Undersigned and made effective upon this 10th day of AUGUST, 2013.

PAGES PLACE HOME OWNERS ASSOCIATION
A Utah non-profit corporation

By: 
Timothy James Brandt
Its: President