ASSOCIATION BYLAWS OF

WESLEY FARMS ASSOCIATION

ARTICLE I

ADOPTION OF CONDOMINIUM BYLAWS

The Condominium Bylaws of Wesley Farms, a condominium project (the "Project"), attached as a part of the Master Deed pertaining to the Project and recorded in the Office of the Register of Deeds of Kalamazoo County, Michigan, as amended from time to time, are incorporated by reference and adopted in their entirety as a part of the Association Bylaws of this Corporation. In the event of a conflict between the provisions of the Condominium Bylaws and the provisions of the Association Bylaws, the provisions of the Condominium Bylaws shall govern.

ARTICLE II

MEETINGS OF MEMBERS

Section 1. Membership Meetings. Unless otherwise provided in the Condominium Bylaws or these Association Bylaws, Directors of this Corporation shall be elected by ballots cast by the members at the annual meetings of the members.

Section 2. Annual Meeting of Members. The annual meeting of members shall be held each year at such date, time and place as may be designated by the Board of Directors, provided that the date of the annual meeting shall be approximately one year after the last annual meeting. The members shall elect Directors and transact such business at the annual meetings as may properly come before them.

Section 3. Delayed Annual Meeting of Members. If for any reason the annual meeting shall not be held on the day so designated, such meeting may be called and held as a special meeting with the same proceedings as at an annual meeting.

Section 4. Special Meetings of Members. Special meetings of the members may be called by the President, by a majority of the Directors of the Board, or by the Board after presentation to the Board of a petition calling for a special meeting signed by at least one-third (1/3) of the members. Notice of a special meeting shall state the date, time, place and purpose(s) of the meeting. No business shall be transacted at a special meeting other than the business described in the notice of the meeting.

Section 5. Notice. It shall be the duty of the Secretary (or other Corporation officer designated by the President in the Secretary's absence) to serve a notice of each annual, special or other meeting stating the purpose of the meeting as well as the date, time and place where it is to be held upon each member of record at least ten (10) days but not more than sixty (60) days prior to such meeting. Service of each such notice shall be deemed to have been made on the date of: (a) personal hand delivery to the recipient or an adult member of the recipient's household; (b) mailing by first class mail, postage prepaid to the recipient's last address known to the Board; (c) electronic transmission sent to the recipient's last known address to the Board if the member has consented to the service of notice by electronic transmission (either expressly or by implied consent); or (d) the date of service by any other method permitted by Michigan's Nonprofit Corporation Act and/or by any document pertaining to the Project or the Corporation.

Section 6. Member Proposals. The notice of the purposes of a meeting of the members shall include notice of any proposal of a proper subject for member action or discussion which the member intends to present at the meeting if the member notifies a Board member in writing served by mail, personal delivery or email at least fifteen (15) days before the Board serves notice of the meeting on the members. The Board shall use good faith in determining whether the proposal is a proper subject for member action or discussion, and if the Board determines that the proposal is not a proper subject, it shall notify the member in writing within ten (10) days of the date of the member's service of notice of the proposal of the reason(s) why the Board determined that the subject of the proposal was not proper.

Section 7. Waiver of Notice. Notice of the time, place and purpose of any meeting of the members may be waived by email, text message, or other writing before, during, or after such meeting has been held. Attendance at any meeting of the members constitutes a waiver of notice, except where a member attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 8. Quorum. A quorum of the members shall be as set forth in the Condominium Bylaws. Members present or represented by proxy, ballot, or other means of communication at any meeting of members at which a quorum was present may continue to do business until adjournment or conclusion of the meeting, notwithstanding the withdrawal of enough persons to leave less than a quorum.

Section 9. Adjournment. If an annual or special meeting of members is duly adjourned to another time or place it is not necessary to give notice of the adjourned meeting if the date, time, and place of the adjourned meeting are announced at the meeting. If after the meeting is adjourned, the Board affixes a new record date for the adjourned meeting, the Board shall serve notice of the date, time, and place of the adjourned meeting to each member entitled to notice of meetings.

Section 10. Minutes. Minutes or a similar record of the proceedings of meetings of the members shall be kept and when signed by the President or Secretary or approved by a majority of the members or Board at a subsequent meeting shall be presumed truthfully to evidence the matters set forth in the minutes or other record. A recitation in the minutes of any such meeting that notice of the meeting was properly given shall be prima facie evidence that such notice was given.

Section 11. Remote Communication Participation. Members (including Officers and Directors) and proxy holders may participate in any meeting by means of conference telephone, conferences through the use of computers, or other means of remote communication through which all persons participating in the meeting can communicate with the other participants and if the notice of the meeting provided that members could vote by means of remote communication and described the means of remote communication by which a member may participate. Participation in a meeting by such authorized means constitutes presence in person at the meeting and eligibility to voice if all of the following conditions are met:

a. The Corporation has implemented reasonable measures to verify that each person considered present and permitted to vote at the meeting by means of remote communication is a member or proxy holder;

b. The Corporation implements reasonable measures to provide each member and proxy holder a reasonable opportunity to vote on matters submitted to the members, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with the proceedings; and

c. If a member or proxy holder votes or takes other action at the meeting by a means of remote communication, a record of the vote or other action is maintained by the Corporation.

Details concerning the implementation of this Section 11 may be adopted by Rules and/or Board resolutions.

Section 12. Discussion Meetings. The Corporation may conduct meetings of members with or without prior notice if the purpose or purposes of the meeting do not involve the election of Directors or the taking of any other action which requires or permits a vote of the members.

Section 13. Conduct of Meetings of Members. The President of the Corporation shall preside at each meeting of members. If the President is not present at the meeting, the Board shall select another director to chair the meeting. If the Board has not prepared an agenda and/or established rules for the conduct of the meeting, the chairperson has the authority to establish the order of business and rules for the meeting. In any case, the rules established for, and the conduct of, the meeting must be fair to the members. At the meeting, the chairperson shall announce the deadline for the submission of votes on each matter to be voted on by the members. If no announcement is made for a particular vote, then the deadline for voting on that matter shall be the final adjournment of the meeting. After the deadline for voting, no ballot, proxy, or vote, or any revocations or changes to any ballot, proxy or vote shall be accepted.

Section 14. Action without a Meeting. Any action the members are required or permitted to take at an annual or special meeting, including the election or removal of Directors, may be taken without a meeting if the Corporation provides a ballot to each member that is entitled to vote on the action in the manner provided in these Association Bylaws for providing notice of meetings of members. Any such ballot (and accompanying materials) shall meet all of the following requirements:

a. Describe each proposed action;

b. Provide an opportunity for the members to vote for or against each proposed action; and

c. Specify a date and time by which the Corporation must receive the ballot in order to be counted as a vote of the member. The time specified as the deadline for receipt of ballots shall be not less than twenty (20) or more than ninety (90) days after the date the Corporation provides the ballots to the members.

An action is considered approved by the members by ballot if the total of members voting or the total number of members' votes cast by ballots received by the Corporation by the deadline specified equals or exceeds the quorum required to be present at a meeting to take the action and the number of favorable votes equals or exceeds the number of votes that would be required to approve the action at a meeting at which the number of votes cast by members present was the same as the number of votes cast by ballot. Except as may be provided in the Articles of Incorporation, an invalid ballot, an abstention or the submission of a ballot marked "abstained" with respect to an action does not constitute a vote cast on that action but does count in determining whether a quorum was achieved. A member may not revoke a ballot received by the Corporation.

If at least twenty-five percent (25%) of the members submit a proposal for action that is a proper subject for member action to be taken by ballot, the proposed action shall be included in the ballot if the proposal meets the requirements described in Section 6 of this Article II.

Section 15. Action By Ballot at Polling Place. Any action the members are required or permitted to take at an annual or a special meeting, including the election of Directors, may be taken without a meeting if the Corporation provides a ballot to each member that is entitled to vote and that ballot allows the member to vote at a polling place or places established by the Corporation that are reasonably accessible to the members. The ballot and procedure for casting the ballots shall be governed by Section 409 of Michigan's Nonprofit Corporation Act as it may be amended from time to time.

Section 16. Record Date. For the purpose of determining which members are entitled to notice of and to vote at a meeting of members, notice of an adjournment of a meeting, or notice of or to cast a ballot at a polling place, and for the purpose of determining the members that are entitled to receive and to cast a ballot when voting by ballot, the Board shall by resolution establish a record date. If for any such action the Board does not establish a record date, then the record date shall be 5:00 p.m. on the date that is twenty (20) days immediately preceding the day upon which the meeting will be held or vote will be cast or the notice is to be given unless such date conflicts with the requirements of Section 412 of Michigan's Nonprofit Corporation Act, in which case Section 412 shall control.

Section 17. List of Members Entitled to Vote. The Board shall make and certify a complete list of the members entitled to vote at a meeting or any adjourned meeting of the members. The list of members shall list each of the members in alphabetical order and include the address of each member. At each meeting of members, the Board shall produce the list and make the list available for examination by any member during the meeting. If the meeting is held solely by means of remote communication, then the Board shall make the list open to the examination of any member during the meeting by posting the list on a reasonably accessible electronic network and provide the information required to access the list with the notice of the meeting.

Section 18. Proxy and Electronic Voting. A member that is entitled to vote at a meeting of members, to cast a ballot, or to express consent or dissent without a meeting may authorize another person or persons to act for the member by proxy. The proxy designation must be in writing signed by the member appointing the person to act by proxy. The proxy is revocable at the pleasure of the person executing the proxy until the person designated to act by proxy has voted or taken the action for which the proxy was given. The authority of the holder of a proxy to act is not revoked by the incompetence or death of the person who executed the proxy unless, before the authority is exercised, the Board receives written notice establishing the death or incompetence of the person who executed the proxy. The Corporation prefers that the proxy be given to a member, but any adult may exercise a proxy. If approved by the Board in advance, votes also may be cast by electronic transmission or by any other method approved by the Board.

ARTICLE III

BOARD OF DIRECTORS

Section 1. Number and Term. The business, property and affairs of the Corporation shall be managed by a Board of Directors composed of not less than three (3) nor more than five (5) members. Before the first annual meeting of members, the Developer shall appoint the Directors, subject to the phased-in election of Directors described in the Condominium Act and in the Condominium Bylaws. Starting with the first annual meeting of members, the number of persons comprising each Board shall be determined by vote of the members at each annual meeting before a vote is held to elect Directors; provided, however, that if a motion is not made and carried to increase or decrease the number of Directors, then the Board shall consist of the same number of persons as then currently comprised the full Board of Directors. In addition, the members may, by resolution duly made and passed, provide that in lieu of annually electing all Directors, the Directors shall be divided into 2 or 3 classes, each to be as nearly equal in number as possible, with terms of office such that the term of Directors in the first class will expire at the first annual meeting following their election, that of the second class to expire at the second annual meeting after their election, and that of the third class, if any, to expire at the third annual meeting after their election, and in each case until their successors have been duly elected and qualified. At each annual meeting after such classification of the Board of Directors, a number of Directors equal to the number of the class whose term is expiring shall be elected to hold office until the second succeeding annual meeting if there are 2 classes, or until the third succeeding annual meeting if there are 3 classes.

Section 2. Qualification. Each Director shall be a member or the spouse (or similar "significant other") of a member (or, if a member is a trustee of a trust, a Director may be a beneficiary or settlor of such trust who resides in the Unit, and if a member is a corporation or a partnership, a Director may be an officer, partner or employee of such member or beneficiary who resides in the Unit). If a Director shall cease to meet such qualifications during the person's term, then the person immediately shall cease to be a Director and his or her place on the Board shall be deemed vacant.

Section 3. Vacancies. Vacancies in the Board may be filled for the remainder of the departing Director's term by the affirmative vote of a majority of the remaining Director or Directors, even though less than a quorum of the Board unless the vacancy was created by vote of the members of the Corporation, in which case the vacancy shall be filled by vote of the members which vote may be held at the same meeting at which the removal vote occurred or as soon thereafter as practicable. Each person elected to fill a vacancy shall remain a Director for the remainder of the departing Director's term and until his or her successor has been duly elected and qualified.

Section 4. Resignation and Removal. A Director may resign at any time and such resignation shall take effect upon receipt of written notice by the Corporation, or at such subsequent time as may be set forth in the notice of resignation. After the first annual meeting of members, any or all the Directors elected by the members may be removed, with or without cause, by the vote of a majority of the members entitled to vote.

Section 5. Action Without Meeting. Any action permitted to be taken by the Board of Directors at a meeting of the Board shall be valid if consented to in writing by unanimous consent of the Board of Directors. In addition, the President or other officer of the Corporation, in exceptional cases requiring immediate action, may poll all Directors by phone or e-mail for a vote, and provided the action is consented to in writing by all of the Directors, such unanimous consent shall constitute valid action by the Board. In each situation where action is taken by unanimous consent of the Board as described in this Section, the written consents shall be filed with the minutes of the proceedings of the Board. The action by consent has the same effect as a vote of the Board for all purposes.

Section 6. Remote Communication Participation. Directors may participate in any meeting by means of conference telephone or other means of remote communication through which all persons participating in the meeting can communicate with the other participants. Participation in a meeting by such means constitutes presence in person at the meeting.

Section 7. Closing of Board Meetings to Members; Privileged Minutes. The Board of Directors, in its discretion, may close a portion or all of any meeting of the Board of Directors to the members of the Corporation or may permit members of the Corporation to attend a portion or all of any meeting of the Board of Directors. Any member of the Corporation shall have the right to inspect, and make copies of, the minutes of the meetings of the Board of Directors; provided, however, that no member of the Corporation shall be entitled to review or copy any minutes of meetings of the Board of Directors to the extent that the minutes reference privileged communications between the Board of Directors and counsel for the Corporation, any other matter to which a privilege against disclosure pertains under Michigan statute, common law, the Michigan Rules of Evidence, or the Michigan Court Rules, or any matter which, in the Board's reasonable business judgment, could cause embarrassment to particular member(s) which outweighs any benefit that other members could gain by being informed of such matter.

Section 8. Organizational Meeting of Board. At the place of holding, and immediately following the annual meeting of members, the Board as constituted upon final adjournment of each annual meeting shall convene for the purpose of electing officers and transacting any other business properly proposed; provided, that the organizational meeting in any year may be held at a different time and place by consent of a majority of the Directors.

Section 9. Regular Meetings of the Board. In addition to its organizational meeting, the Board may hold regular meetings at such other times and places as it shall from time to time determine. Notice of regular meetings shall be given to each Director personally or by mail, email, telephone, text message or other means of communication authorized by the recipient at least five (5) days prior to the date of such meeting.

Section 10. Special Meetings of Board. Special meetings of the Board may be called by the President or by any two Directors giving written notice of the time, place and purpose of such meeting, in the same manner as set forth in the preceding Section, except that the notice shall be given at least three (3) days prior to the date of such meeting.

Section 11. Waiver of Notice. Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be deemed a waiver of notice by that Director of the time and place thereof unless the Director's appearance is for the purpose of protesting the holding of such meeting. If all Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 12. Quorum. At all meetings of the Board of Directors and at all meetings of a committee duly appointed by the Board, a majority of the Directors or committee members shall constitute a quorum for the transaction of business, and the acts of the majority of all Directors or committee members present at a meeting at which a quorum is present shall be the acts of the Board or committee. If, at any meeting of the Board or a committee, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice if a quorum is present. If a Director or committee member shall join in the action of a meeting by signing and concurring in the minutes thereof, such action shall constitute the presence of such Director or committee member for purposes of determining a quorum, but no proxies shall be permitted for purposes of establishing an "after the fact" quorum.

Section 13. Voting. The affirmative vote of a majority of Directors or committee members present at a meeting at which a quorum is present constitutes the action of the Board or the committee unless the vote of a greater percentage is required by law or the Condominium Documents or, in the case of a committee, by the Board resolution that established the committee.

Section 14. Action Taken by Consent. Any action required or permitted to be taken by vote at a Board or committee meeting may be taken without a meeting if, before or after the action, all Directors or all committee members consent to the action in writing or by electronic transmission. The written consent shall be filed with the minutes of the proceedings of the Board or committee. The consent has the same effect as a vote of the Board or committee for all purposes.

Section 15. Powers and Duties. In addition to the powers and duties imposed or permitted by law, by these Association Bylaws, by the Condominium Bylaws, by the Articles of Incorporation or by resolution of the members of the Corporation, the Board of Directors shall have all powers and duties necessary for the administration of the affairs of the Condominium.

Section 16. Rules. The Board of Directors shall have the power to adopt and amend Rules respecting the use and enjoyment of the Units and Common Elements of the Condominium and respecting the operation of the Corporation, subject to the provisions of the Condominium Bylaws which require the approval or other involvement of the members.

Section 17. Compensation. Directors shall receive no compensation for their services as Directors unless expressly provided for in a vote duly adopted by not less than sixty percent (60%) of all members entitled to vote.

ARTICLE IV

OFFICERS

Section 1. Designation and Term. The Board shall elect a President, a Secretary and a Treasurer, and may also elect one or more Vice-Presidents, Assistant Secretaries and Assistant Treasurers, as the needs of the Corporation may require. Each officer shall hold office for the term of one year and until his successor is elected and qualified or until the officer has resigned or is removed. No officer shall receive any compensation from the Corporation for acting as such.

Section 2. Qualification. Each officer shall be a Director of the Corporation.

Section 3. The President. The President shall be the chief executive officer of the Corporation. The President shall preside over all meetings of the members and of the Board and shall be ex officio a member of all committees.

Section 4. The Secretary. The Secretary shall take and preserve in books of the Corporation true minutes of the meetings of the members, the Board, and all other meetings of the Corporation. The Secretary shall safely keep in his or her custody the seal (if any) of the Corporation and shall have authority to affix the seal to all instruments where its use is required or permitted. He or she shall give all notices required by statute, Bylaw or resolution and shall perform such other duties as may be delegated to the Secretary by the Board.

Section 5. The Treasurer. The Treasurer shall have custody of all corporate funds and securities and shall keep in books belonging to the Corporation full and accurate accounts of all receipts and disbursements and shall clearly specify the operating expenses of the Corporation. The Treasurer also shall deposit all monies, securities and other valuable monetary assets in the name of the Corporation in such depositories as may be designated for that purpose by the Board. He or she shall disburse such funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors at regular meetings of the Board, and whenever requested by them, an account of all the transactions as Treasurer and of the financial condition of the Corporation. The Treasurer shall have primary responsibility for preparing and distributing to the members (after approval by the Board) at least once each year the financial statement required by Section 54 of the Condominium Act. The requirement of preparing and distributing financial statements shall not be changed in a way that would violate Section 54 of the Condominium Act.

Section 6. Vacancies. Vacancies in any office may be filled by the affirmative vote of a majority of the remaining members of the Board at any regular or special meeting. Each person appointed to fill the vacancy shall remain an officer for a term equal to that remaining of the officer whose death, removal or resignation created the vacancy, and until his successor has been duly elected and qualified.

Section 7. Resignation and Removal. An officer may resign at any time and such resignation shall take effect upon receipt of written notice by the Corporation, or at such subsequent time as may be set forth in the notice of resignation. Any or all the officers may be removed, with or without cause, by the vote of a majority of the Board of Directors. The authority of an officer to act as an officer may be suspended for cause by the vote of a majority of the Board of Directors.

Section 8. Other Duties. The officers shall have such other duties, powers, and responsibilities as shall, from time to time, be authorized by the Board of Directors. If an officer is unable or unwilling to perform any duty or responsibility required of that officer, another officer or Director designated by the Board (or by the President if the Board does not so designate) may perform any such duty or responsibility.

ARTICLE V

INDEMNIFICATION

Section 1. Scope of Indemnification. The Corporation shall indemnify to the fullest extent authorized or permitted by Michigan's Nonprofit Corporation Act, as amended, any member, or his or her spouse, estate, or personal representative, who is made or threatened to be made a party to a threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) because such person is or was a Director or officer of the Corporation or acts or acted on behalf of the Corporation in any way as a volunteer, such as serving on a committee, at the written request of the Corporation. Members of the Corporation and their spouses (and similar "significant others") who are not Directors or officers of the Corporation may be similarly indemnified in respect of services rendered to the Corporation at the written request of the Corporation. The provisions of this Article also shall be applicable to former Directors, officers and such other qualified persons who have ceased to render such service and shall inure to the benefit of their heirs, personal representatives, executors, and administrators. The right of indemnity provided herein shall not be exclusive (and is expressly in addition to any indemnifications provided for in the Condominium Bylaws, Articles of Incorporation, any other Condominium Document, the Nonprofit Corporation Act, any other applicable law, or contract), and the Corporation may provide indemnification to any person, by written agreement or otherwise, on such terms and conditions as the Board of Directors of the Corporation may approve. Any agreement for indemnification of any Director, officer, employee or any other person may provide indemnification rights which are broader or otherwise different than those set forth in the Nonprofit Corporation Act, unless otherwise prohibited by law. No indemnification shall be provided for willful or wanton misconduct or gross negligence. For purposes of this Article V, payment of expenses or a nominal payment to a person shall not disqualify the person from being a volunteer.

Section 2. Authorization of Indemnification. Any indemnification under this Article (unless ordered by a court) shall be made by the Corporation only after ten (10) days written notice to all members of the facts surrounding the request for indemnification, when authorized in the specific case upon a determination that indemnification of the Director, officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article. Such determination shall be made: (1) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding; or (2) if such a quorum is not obtainable, or, even if obtainable, when a quorum of disinterested Directors so directs, by independent legal counsel (who may be the regular counsel of the Corporation) in a written opinion; or (3) by the members.

Section 3. Advancing of Expenses. Expenses incurred in defending a civil or criminal action, suit, or proceeding described in Section 1 of this Article may be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding as authorized by the Board of Directors upon receipt of a written agreement by or on behalf of the person to be indemnified to repay such amount unless it shall ultimately be determined that the person is entitled to be indemnified by the Corporation as authorized in this Article or in the Nonprofit Corporation Act.

Section 4. Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, committee member, volunteer, or agent of the Corporation against any liability asserted against the person and incurred by the person in any such capacity, or arising out of the person's status as such, whether or not the Corporation would have the power to indemnify the person against such liability under the provisions of this Article.

Section 5. Mergers. For the purposes of this Article, references to the "Corporation" include all constituent corporations absorbed in a consolidation or merger, as well as the resulting or surviving corporation, so that any person who is or was a Director, officer, employee, volunteer, or agent of such constituent corporation, or is or was serving at the request of such constituent corporation as a Director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall stand in the same position under the provisions of this Article with respect to the resulting or surviving corporation as he would if the person had served the resulting or surviving corporation in the same capacity.

ARTICLE VI

GENERAL PROVISIONS

Section 1. No Liability of Members for Corporate Obligations. To the fullest extent permitted by law, any obligations and liabilities of the Corporation are those of the Corporation only and not of the individual members. If any court of competent jurisdiction determines that the members shall be liable for any obligation of the Corporation, then any member's liability for that obligation shall be limited to the same percentage as that member's percentage of interest in the Common Elements of the Project bears to the total percentage interests of all members in the Common Elements of the Project unless the court allocates greater responsibility to a particular member or members because of the misdeeds by those member(s).

Section 2. Execution of Instruments. All checks, drafts, and orders for payment of money shall be signed in the name of the Corporation by such officer or officers or agent or agents as the Board shall from time to time designate for that purpose. When the execution of any contract, conveyance or other instrument of title has been authorized without specification of the executing officers, the President, Secretary, Treasurer, or a Vice-President, if any, may undertake the execution in the name or on behalf of this Corporation without attestation, acknowledgment or seal.

Section 3. Fidelity Bonds. The Corporation may require that all officers, employees and others who are responsible for handling funds obtain adequate fidelity coverage to protect against dishonest acts, the cost of which shall be an expense of administration.

Section 4. Seal. The seal of the Corporation (if any) shall have inscribed thereon the name of the Corporation and the words "Corporate Seal, Michigan." The seal may be used causing it or a facsimile thereof to be impressed or affixed or in any manner reproduced.

Section 5. Fiscal Year. The fiscal year of the Corporation shall be fixed by resolution of the Board and may be changed from time to time for accounting reasons or other good cause.

Section 6. Committees. The Board may establish such committees as it deems necessary, convenient or desirable for the purpose of promoting and furthering the interests of the Corporation. The Board shall appoint such members to serve on the committees as the Board deems desirable and who are willing to serve. There is no requirement that each committee must include a Director. All members of the committees shall be entitled to the benefit of all applicable indemnification provisions which benefit Directors of the Corporation. Committees shall have the power to make recommendations to the Board but, unless expressly set forth in a document or written resolution adopted by the Board to the contrary, shall have no power to make any decisions binding on the Corporation. Each committee shall report to the Board as and when directed. Committee members may participate in any committee meeting by means of conference telephone or other means of remote communication through which all persons participating in the meeting can communicate with the other participants. Participation in a meeting by such means constitutes presence in person at the meeting.

Section 7. No Dissolution. To the fullest extent permitted by law, the Corporation shall not be dissolved prior to the date, if any, of termination of the Project or such date as another corporation or other entity is established to administer and operate the Project on behalf of the members. The Corporation shall duly file all annual reports required under Section 911 of the

Nonprofit Corporation Act and all other reports and documents required to be filed by the State of Michigan or any other governmental entity to maintain the Corporation as an entity in good standing in the state of Michigan. If the Corporation is dissolved by the State of Michigan under Section 922 of the Nonprofit Corporation Act for failure to file annual report(s) or for any other reason other than in connection with the termination of the Project or the assumption of the Corporation's duties and responsibilities by another entity, then, to the fullest extent permitted by law, any debts or obligations incurred in the name of the Corporation between the dates of such "automatic dissolution" and reinstatement of the Corporation as an entity in good standing in Michigan shall, as to the debtors and obligors of the Corporation, be solely the debts and obligations of the Corporation and not those of the members.

Section 8. Books, Records and Minutes. The Corporation shall keep books and records of account and minutes of the proceedings of its members, Board, and committees, if any. The books, records and minutes may be kept in the physical control of a Board member and/or a professional management company retained by the Corporation and/or in an electronic location approved by the Board. The Corporation shall maintain records containing the names and addresses of all members and such other information as is required by the Condominium Documents or applicable law. If a member of the Corporation makes a proper request under the Condominium Act or the Nonprofit Corporation Act for an inspection or review of any such books, documents and/or records, the Corporation shall comply with the request in accordance with the applicable statutory requirements.

ARTICLE VII

AMENDMENT OF BYLAWS

Section 1. Amendment Procedures. The power to amend or repeal these Association Bylaws, or to adopt new Association Bylaws, has been reserved exclusively to the members of the Corporation. Amendments may be proposed by the Board of Directors or by petitions signed by at least one-third (1/3) of the members, but shall not be effective until approved by a majority of the members voting at any duly called and held annual or special meeting of members at which a quorum is present. A description of any proposed amendment shall accompany the notice of any regular or special meeting at which such proposed amendment is to be voted upon. Amendment at the meeting of any such proposed amendment shall not invalidate any duly adopted amendment. Any amendment to these Association Bylaws shall become effective upon the adoption of the amendment. A copy of each amendment shall be furnished to each member of the Corporation, but the failure to make the distribution shall not affect the validity of any amendment otherwise duly adopted.