

BYLAWS
OF
THE AMARADO ESTATES HOMEOWNERS' ASSOCIATION

(as of 11/16/10)

Article I - OFFICERS

Section 1 “General Offices”: The general and principal office of the corporation in the State of Kansas shall be determined by the Board of Directors.

Article II - MEMBERSHIP

Section 1 “Memberships”: Fee simple ownership of a lot, or fraction thereof, within Amarado Estates, an Addition to Wichita, Sedgwick County, and Amarado Estates 2nd Addition, an Addition to Wichita, Sedgwick County shall include as an incident of ownership, one membership in the Amarado Estates Homeowners' Association. The membership shall be in the name of the record titleholder or if more than one owner, in the name of the designee of the multiple owners. Designation of a membership in the case of multiple ownership of a building site shall be made in writing and shall be provided to the Association upon its request. In the event written designation is not made, membership shall be deemed vested in the first party named in the instrument of conveyance by which the ownership interest was acquired. Membership does not include holding a leasehold interest.

Section 2 “Voting Rights”: Each member of the Association shall be entitled to cast one vote for each lot, or fraction thereof, of which he is the record or designated member.

Article III - MEMBERSHIP MEETINGS

Section 1 “Annual Meetings”: The annual meeting of members shall be held on the third Tuesday of November of each year, if not a legal holiday at a place to be determined by the Board of Directors. If the third Tuesday is a legal holiday, then the meeting shall be held on the day following. If the third Tuesday falls within the same week as the Thanksgiving holiday, the meeting shall be held on the second Tuesday of November, at a location selected by the Board of Directors. The meeting shall convene at the hour of 7:00 o'clock P.M., at which time the members shall elect by ballot, or by oral vote if ballot be waived, a Board of Directors, and shall transact such other business as may properly come before the meeting.

Section 2 “Quorum Voting”: Those members in attendance at a duly called regular or special meeting shall constitute a quorum for the purpose of conducting any business. Action may be taken upon a majority vote of the membership in attendance.

Section 3 “Special Meetings”: Special meetings may be called for any purpose, at any time by the President, Secretary, the majority of the Board of Directors or at the request of no less than 23 homeowners/members. Officers and/or Directors must honor the request of those members within 30 days of the request for such a special meeting, otherwise those members may rightfully notify all the association members of the time, date and place they have arranged for their special meeting. However, a special meeting notice must outline an agenda or expressly state the purpose of the meeting and only those issues may be considered at the meeting.

Section 4 “Notice of Meetings”: Written notice, setting forth the time, date and place of the meeting and the general nature of the business to be considered, shall be given by the President or Secretary, to each member having voting power not less than ten (10) days or more than (60) days before the meeting. The notice period can be waived in an emergency. Notice shall be given by any method reasonably considered to provide notice to the members.

Section 5 “Removal of Directors”: Any director may be removed at any time by the majority vote of those present at any special or regular meeting of the membership.

Article IV - DIRECTORS

Section 1 “Number”: The Board of Directors shall consist of five (5) members representing the five (5) zones by which Amarado has been divided for director representation (see the zone map, attached). While representation by zone is the desired goal, this goal shall not prevent the membership or Board of Directors from maintaining five (5) directors if and when all attempts to provide zone representation have been exhausted.

Section 2 “Annual Meeting”: The annual meeting of the Board of Directors shall be held on the third Tuesday of November in each year, if not a legal holiday. If the third Tuesday is a legal holiday, then the meeting shall be held on the day following. If the third Tuesday falls within the same week as the Thanksgiving holiday, the meeting shall be held on the second Tuesday of November. Prior to the member’s annual meeting, the Board of Directors shall select a slate of officers to present at the members annual meeting for approval prior to the vote for the Board of Directors. The Board of Directors shall meet immediately following the annual meeting of the members at a location selected by the Board of Directors.

Section 3 “Special Meetings”: Special meetings of the Board of Directors may be called for any purpose, at any time, by the President, Secretary, or by the majority of the Board of Directors. Written notice, setting forth the time, date and place of the meeting and the general nature of the business to be considered shall be given by the President or Secretary to each member having voting power not less than ten (10) days or more than 60 days before the meeting. Notice shall be given by any method reasonable considered to provide notice to the members.

Section 4 “Quorum”: A majority of the Directors shall constitute a quorum but a smaller number may adjourn to a subsequent time.

Section 5 “Vacancies”: Vacancies in the Board of Directors shall be filled by appointment by a majority of the directors. The Directors so appointed to fill a vacancy shall hold office until the first annual meeting of members thereafter and/or until his/her successor has been elected and qualified, unless removed or otherwise disqualified prior thereto.

Section 6 “Appointive Officers”: Notwithstanding the fact that the appointive officers are approved by the members at the annual meeting, the Board of Directors may elect, appoint or remove at any time without previous notice, all appointive officers and prescribe their duties, fix their compensation, and may require from them security for specified service or for money or property coming into their custody, control or possession.

Section 7: All other agents and employees of the corporation shall be employed by the President or such other officer designated by the Board of Directors who shall prescribe their duties, fix their compensation and require from them security for faithful service or for money or property coming into their custody, control or possession as he may deem advisable.

Article V - OFFICERS

Section 1: The officers of the corporation shall consist of president, executive vice president, vice president - architecture, vice president – grounds, secretary and treasurer, and such other officers as shall, from time to time, be provided by the Board of Directors. The same person may hold the office of secretary and treasurer.

The president and all other officers shall be ratified by the Board of Directors at their annual meeting, or at such other meetings as may be called for that purpose. The president and all other officers may be removed at any time by the majority vote of the Board of Directors.

Section 2 “President”: The president shall preside at all meetings of the members and the Board of Directors and shall have general supervision of the affairs of the corporation and shall see that all orders and resolutions of the Board are carried into effect. The president shall, (unless such duty is delegated to some other officer of the corporation by the Board of Directors), sign and execute all authorized bonds, contracts, checks or other obligations, in the name of the corporation, and do and perform such additional duties as shall be ordered by the Board of Directors, except as hereinafter otherwise provided.

Section 3 “Executive Vice President”: The executive vice president, in the absence of the president, shall have all the same duties, responsibilities, obligations, and authorities as are mentioned for the president in section 2 above. Additionally, the executive vice president is in charge of the Amarado Welcoming Committee whose duty is to make initial contact with all new homeowners in Amarado as soon as possible, to answer any questions they may have and inform

them that Amarado is a Covenant Community. The executive vice president and/or welcoming committee shall provide the new homeowners with a copy of the Amarado Bylaws and Covenants, a copy of the requirements of the Architectural Committee and the amount of the annual homeowner dues. Furthermore, this office shall maintain a list homes which are currently for sale in Amarado and modify the list when those homes have been sold. This duty may be delegated to the chairperson of the Welcoming Committee.

Section 4 “Vice President – Architecture”: The Vice President – Architecture shall chair the architectural control committee. Outside structural or landscaping changes must be approved by the architectural control committee prior to commencement.

Section 5 “Vice President – Grounds”: The Vice President – Grounds shall chair the grounds committee. The grounds committee shall manage and oversee maintenance of the common area.

Section 6 “Secretary”: The secretary shall be ex-officio secretary of the Board of Directors, shall give or cause to be given all required notices of meetings of the members and directors, except as otherwise provided in these bylaws; shall record all proceedings at the meetings of the members and directors in a book to be kept for that purpose; and shall perform such other duties as may be assigned by the president or Board of Directors. Members may view any recorded minutes of the Association during reasonable hours by making a request to the president or the president’s designee.

Section 7 “Treasurer”: The treasurer shall have the custody of all monies, valuable papers and documents of the corporation, and shall place the same for safekeeping in such depositories as may be designated by the Board of Directors. The treasurer shall expend the funds of the corporation as directed by the Board of Directors and document all such expenditures. The treasurer shall keep or cause to be kept a permanent record of the receipts, expenditures, assets, liabilities, losses and gains of the corporation, and shall render a statement of the financial condition of the corporation when so directed by the president or Board of Directors. Members may view any financial records of the Association during reasonable hours by making a request to the president or the president’s designee.

Article VI - CHECKS, NOTES, CONTRACTS, ETC.

Section 1: All checks, drafts, bonds, notes or other obligations for the payment of money shall be signed by the president or treasurer, or by such other person or persons as may be designated by the Board of Directors.

Section 2: All contracts of the corporation shall be executed by the president or in such manner as may be designated by resolution of the Board of Directors.

Article VII - NOTICES

Section 1: Any notice required by the laws of the State of Kansas or by the bylaws of this corporation to any party shall be given by any method reasonably considered to provide notice to that party.

Article VIII - FISCAL YEAR

Section 1: The fiscal year of the corporation shall be the calendar year unless otherwise provided by the Board of Directors.

Article IX - BYLAWS

These bylaws may be altered or amended by the majority vote of the members present at an annual meeting or a special meeting of the homeowners.