

BUCKINGHAM PLACE PROPERTY
OWNERS ASSOCIATION BY-LAWS

ARTICLE I

The name of this non-profit corporation is Buckingham Place Property Owners Association, herein called the Association.

ARTICLE II

The purpose or purposes for which the Association is formed are as follows:

1. To exercise all of the powers of the Buckingham Place Property Owners Association as described and set forth in the Buckingham Place Subdivision Declaration of Covenants and Restrictions dated the 19th day of August 1992 and recorded in Liber 25957, at Pages 837 thru 853 inclusive of the Wayne County Records.
2. To own, supervise and maintain the common areas described in the Declaration of Covenants and Restrictions executed by Carrollton Arms, a Michigan Co-Partnership.
3. To promote the welfare of its members by maintaining and beautifying the subdivision in which its members are located, by enforcing building and use restrictions, by representing its members before governmental board and bodies, by promoting social and recreational activities and to maintain and develop the common areas and to engage in any such other activities as are incidental thereto and not forbidden by the laws of the State of Michigan.

ARTICLE III

MEMBERSHIP

Section 1. Definition of Membership. All Owners of lots in Buckingham Place Subdivision shall be members of the Association.

Section 2. Definition of Lot. The word "lot" as used herein shall mean a lot as set forth in the recorded plat of Buckingham Place Subdivision. If property has been attached or detached from any lot then the enlarged lots and/or the diminished lots shall be deemed to be a "lot" provided, further two (2) or more lots which are combined into a single home site shall be deemed to be one (1) "Lot" for the purpose of computing voting rights and liability for maintenance charges hereunder.

Section 3. Land Contract Vendees. Where any of said lots have been sold on executory land contracts, the land contract vendees thereof shall be considered to be the Owners of such lots and, thus, a member of the Association.

Section 4. Voting Rights of Membership. The Association shall have one (1) class of voting membership. Each member shall be entitled to one (1) vote for each lot in which they hold the interest required for membership. When more than one person holds any such interest in a lot, all such persons shall be members. The one (1) vote for such lot shall be exercised as they, among themselves, determine. Notwithstanding the foregoing, the Developer shall be entitled to three (3) votes for each lot in which it holds the interest required for membership in order to assure early initial development of Buckingham Place Subdivision.

ARTICLE IV

FINANCES

Section 1. Assessment Charge. Each member of the Association shall pay to the Association an annual assessment charge which shall become due and payable annually on the 1st day of January in each year, commencing with the January following the issuance of a Certificate of Occupancy on the first dwelling unit.

All of the Owners of residential lots in the development shall be subject to an annual assessment charge to be paid by the respective Owners of the lots included in said tract, to the Association, annually, in advance, on the first day of January in each year, as follows.

- (a) Until January 1st of the year immediately following the conveyance of the first Lot to an Owner other than the Developer, the maximum annual assessment shall be ONE HUNDRED TWENTY DOLLARS (\$120.00) per Lot;
- (b) From and after January 1st of the year immediately following the conveyance of the first Lot to an Owner other than the Developer, the maximum annual assessment may be increased by the Board of Directors to TWO HUNDRED DOLLARS (\$200.00) per Lot, without a vote of the Owners;
- (c) Thereafter, the maximum annual assessment may be increased each year by the Board, not more than ten per cent (10%) above the maximum assessment for the prior year without a vote of the Owners (it being understood that the maximum annual assessment for any year may be

increased by more than ten per cent (10%) above the maximum assessment for the prior year upon the affirmative vote of two-thirds (2/3) of the Owners voting in person or by proxy, at a meeting duly called for that purpose; and

- (d) The Board may, after consideration of the current fiscal needs of the Association, fix the actual annual assessment for any year, at an amount less than the maximum herein otherwise permitted.

The annual assessment fund shall be used for such of the following purposes as the Association shall determine necessary and advisable: For improving and maintaining the common areas and other property of the Association, entrances, boulevards and cul-de-sacs in the development, the maintenance and repair of the Storm Drainage Facilities and the thirty inch (30") diameter drain pipe crossing Wade Bridge Drive near Lots Number 53, 54, 63 and 64; for planting trees and shrubbery and the care thereof; for purchase of insurance; and for doing any other thing necessary or advisable in the opinion of the Association for the general welfare of the members; for expenses incidental to the examination of plans and the enforcement of these restrictions or any other building restrictions applicable to said property; snow removal from subdivision roads; or for any other purpose within the purposes for which the Association is incorporated.

All assessment charges which shall remain due and unpaid thirty (30) days after the date they are due, shall thereafter be subject to a late charge as determined by the Board of Directors.

It is expressly understood and agreed that the annual assessment charge shall be a lien and encumbrance on the lot with respect to which said charge is made, and it is expressly agreed that by the acceptance of title to any of said lots, the Owner, from time of acquiring title thereto, shall be held to have covenanted and agreed to pay the Association all charges provided for herein which were then due and unpaid to the time of his acquiring the title, and all such charges thereafter falling due during his ownership thereof. A certificate in writing issued by the Association or its agent shall be given on demand to any Owner or prospective purchaser liable or who may be liable for said charges, which shall set forth the status of said charges.

The lien provided for herein shall be subordinate to the lien of any mortgage or mortgages. Sale or transfer of any lot shall not affect the assessment lien.

By his acceptance of title, each Owner shall be held to vest in the Association the right and power in its own name to take and prosecute all suits,--legal, equitable or otherwise, which may, in the opinion of the Association, be necessary or advisable for the collection of such charge or charges.

Section 2. Failure to Pay Annual Assessment Charges. Any member who shall be thirty (30) days or more in default in the payment of the annual assessment charges shall not be in good standing and shall not be entitled to vote in any matters of the Association or to hold office in the Association until all such delinquencies have been paid.

ARTICLE V.

MEMBERS' MEETINGS

Section 1. Annual Meeting. The annual meeting of the Association shall be held during the month of January in each year, and said meeting shall be held on such date and time and at such place as shall be determined by the Board of Directors and specified in a written notice thereof. The purpose of the annual meeting is for the election of a Board of Directors for the coming year and the transaction of such other business as may properly come before the meeting.

* Section 2. Rules for Conduct of Meeting. Roberts' Rules of Order, most recently revised edition, shall be the authority for the conduct of all meetings of the Association.

Section 3. Special Members' Meetings. A special meeting of the members may be called at any time by the President of the Association or by a majority of the Board of Directors or upon written request of twenty-five per cent (25%) of the members in good standing, which request shall be submitted to the Secretary of the Association.

Section 4. Notice of Meetings of Members. At least five (5) days prior to the date of any meeting, written notice of the time and place of such meeting shall be delivered to each member at his address shown on the records of the Association. The notice of a meeting shall state the matters to be considered.

Section 5. Quorum. Ten per cent (10%) of the members in good standing shall constitute a quorum for the transaction of business at any members' meeting.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. Number and Terms of Directors. The business, property and affairs of the Association shall be managed by a Board of Directors composed of seven (7) members of the Association. The seven (7) Directors shall be elected at the first annual meeting to be held in January. At this meeting the four (4) Directors receiving the highest number of votes shall be elected for a two (2) year term and the remaining three (3) Directors shall be elected for a one (1) year term. At each subsequent annual meeting, Directors shall be elected to fill the expiring places on the Board for a full two-year term.

Section 2. Vacancies. The vacancies on the Board of Directors shall be filled by appointment made by the remaining Directors. Each person so appointed to fill a vacancy shall serve the remainder of the term of the Director whom he or she replaced.

Section 3. Power to Elect Officers. The Board of Directors shall select a president, vice-president, a secretary and a treasurer who shall be members of the Board of Directors. Officers shall hold office for the term of one (1) year or until their successors are elected and qualified.

Section 4. Power to Appoint Other Officers and Agents. The Board of Directors shall have the power to appoint such other officers and agents as the Board may deem necessary for the transaction of the business of the Association.

Section 5. Meetings of the Board of Directors. Regular meetings of the Board of Directors shall be held at such time and places as the majority of the Board of Directors may from time to time determine. Special meetings of the Board of Directors may be called at any time by the President or Secretary or by a majority of the Board of Directors.

Section 6. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business.

Section 7. Compensation. No Director or officer shall receive any salary or compensation for his services to the Association unless otherwise specially ordered by the Board of Directors.

ARTICLE VII

OFFICERS

Section 1. President. The President shall be the chief executive officer of the Association. He shall preside over all meetings of the Board of Directors and of the membership. He shall have general and active management and control of the business of the Association, subject, however, to the right of the Board of Directors to delegate any specific power except such as may be by Statute exclusively conferred upon the President or to any other officer or Director of the Association. He shall be an ex officio member of all committees.

Section 2. Vice-President. In case the office of the President shall become vacant by death, resignation or otherwise, or in case of the absence of the President or his disability to discharge the duties of his office, such duties shall, for the time being, devolve upon the Vice President, who shall do and perform such other acts as the Board of Directors may from time to time authorize him to do.

Section 3. Secretary. The Secretary shall attend all meetings of the members and of the Board of Directors and shall preserve in books of the Association true minutes of the proceedings of all such meetings. The Secretary shall give all notices as required by Statute, By-Law or resolution, and shall ensure that the Michigan Annual Report is timely filed. The Secretary shall perform such other duties as may be delegated to him or her by the Board of Directors.

Section 4. Treasurer. The Treasurer shall have custody of all corporate funds and shall keep in books belonging to the Association full and accurate accounts of all receipts and disbursements. The Treasurer shall deposit all moneys in the name of the Association in such depositories as may be designated for that purpose by the Board of Directors. The Treasurer shall disburse the funds of the Association as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the Board of Directors at regular meetings of the Board and at the annual meeting of the members an account of all of the transactions of the Treasurer and the financial condition of the Association. The Treasurer shall be responsible for invoicing all of the members of the Association for the annual assessment charges each year.

ARTICLE VIII

AMENDMENTS

These By-Laws may be amended, altered, changed, added to or repealed by the affirmative vote of a majority of the members entitled to vote at any regular or special meeting of the members if notice of the proposed amendment, alteration, change, addition or repeal be contained in the notice of the meeting; provided, however, that no amendment may be made to these By-Laws which would contradict, restrict or otherwise conflict with any of the restrictions recorded for this Subdivision.