

AMENDED BYLAWS OF
FOREST PARK HOMEOWNERS ASSOCIATION, INC.
P.O. Box 1734, Payson, AZ 85541

DEFINITIONS

1. "Association" means a corporation of owners created pursuant to a declaration to manage the Forest Park Community and which has the power under the declaration to assess association members to pay the costs and expenses incurred in the performance of the association's obligation under the declaration. This "Association" is created for the purpose of managing, maintaining or improving the property, in which the owners of separately owned lots, parcels or units are mandatory members and are required to pay assessments to the association for these purposes.
2. "Community documents" means the Articles of Incorporation; Covenants, Conditions and Restrictions (CC&R's); Bylaws, and rules, if any.
3. "Declaration" means any instrument, however denominated, that establishes the Forest Park Homeowners Association and any amendment to those instruments.
4. "Member" is an owner of real property within Forest Park. For purposes of voting on official Forest Park Homeowners Association business including Directors, a member is defined as each individual lot (partial lots will have a percentage of one vote based upon the percentage distribution of ownership of the lot and each lot may have only one vote regardless of the number of owners of the lot.

ARTICLE I

Meeting of Members

SECTION 1: Place of Meetings. Every meeting of the Officers, Directors and Members of FOREST PARK HOMEOWNERS ASSOCIATION, INC., an Arizona nonprofit corporation (here-in-after called the "Association"), shall be held at the principal office of the Association in the State of Arizona or at such other place within or without said State and shall be specified in the respective notices or waivers of notice thereof.

SECTION 2: Annual Meetings. Each regular annual meeting of the members of the Association for the election of directors and for the transaction of such other business as may properly come before the meeting shall be held on last Saturday of January of each year (or other day as set and agreed upon by the majority of member present at the meeting) at such hour as may be specified in the notice of such meeting.

SECTION 3: Special Meetings. Special meetings of the members for any purpose or purposes, unless otherwise regulated by statute, may be called by the President of the Association, and shall be called by the President at the request in writing of a majority of the members of the Board of Directors of the Association, or at the request in writing of at least twenty-five percent (25%) of the members of the Association. Such request shall state the purpose or purposes of the proposed meeting. The business transacted at all special meetings will be confined solely to the objects stated in the call.

SECTION 4: Notice of Meetings. Notice of each meeting of the members, stating the time, place and purpose or purposes thereof, shall be deposited in the United States mail by regular mail to, or

personally served upon, or personally conveyed by telephone upon, each member of the Association, not less than ten (10) or more than fifty (50) days before the meeting. If mailed, it shall be directed to each member at their address as it appears on the record books of the Association, unless they shall have filed with the Secretary of the Association, a written request that notices intended for them be mailed to some other address, in which case it shall be mailed to the address designated in such request. Such notice shall not be required to be given to any member who shall attend such meeting in person or by proxy, or who shall in writing or by email waive notice thereof prior or subsequent to the meeting time, and any business may be transacted by the members at which every member of the Association shall be present, in person or by proxy, though the meeting is held without notice thereof and/or of the purpose or purposes thereof.

SECTION 5: Quorum. Except as otherwise provided by law, the presence in person or by proxy of a majority of the members of the Association shall constitute a quorum at each meeting of the members for the transaction of business. In the absence of a quorum at any such meeting then for the purpose of conducting the required business at the annual meeting, including the election of directors, a quorum shall be defined as, fifty percent (50%) plus one (1) of the board of directors. In the absence of a quorum, any officer entitled to preside at the meeting may adjourn such meeting from time to time until a quorum is present thereat. Notice of any adjourned meeting need not be given, other than by announcement at the meeting at which such adjournment shall be taken and at such adjourned meeting at which a quorum is present any business may be transacted which might have been transacted at the meeting as originally called.

SECTION 6: Voting. Each member of the Association shall at each meeting of the members be entitled to one (1) vote, and may vote either in person or by proxy. At all meetings of the members, a quorum being present, all matters, except those the manner of deciding upon which is otherwise expressly regulated by law, or by the Articles of Incorporation of the Association, or these Bylaws, shall be decided by the vote of a majority, excluding abstentions, of the members present in person or by proxy and voting thereat. At the direction of the President of the Association, or Presiding Officer, or upon demand by fifty (50) percent plus one (1) of the members of the Association present at the meeting, a vote by ballot on any question shall be taken. On a vote by ballot each ballot shall be signed by the member or proxy voting. Except as otherwise required by law or by these Bylaws, all voting may be viva voce.

ARTICLE II

Directors

SECTION I: General Powers. The Board of Directors (here-in-after referred to as the "Board"), shall manage the business and affairs of the Association and may exercise all such authority and powers of the Association and do all such lawful acts and things, including the designation from its number of a Chairman and an Executive Committee, as are allowed to by law, or by the Articles of Incorporation, or these Bylaws exercised or done by the members of the Association. Directors shall not be entitled to be represented, counted or vote at meetings of the Board by proxy.

SECTION 2: Number, Qualifications and Term of Office. The number of directors of the Association shall be no less than four (4) and no more than seven (7). All directors shall be of the age of majority and at least one (1) of them shall be a citizen of the United States. The term of office of each director shall be alternating two (2) year terms from the time of their election and qualification until the regular annual meeting of the members next succeeding their election and until their successor shall have been duly elected and shall have qualified, or until their death, or until they shall resign, or until they shall have been removed in the manner provided in Section 9 of this Article II.

SECTION 3: Election of Directors. At each meeting of members of the Association for the election of directors at which a quorum shall be present, each member or proxy therefore shall have as many votes as shall equal the number of directors to be elected, and may cast all of such votes for a single director or may distribute them among the number to be voted for, or any two (2) or more of them as they may see fit.

SECTION 4: Quorum and Manner of Acting. Except as provided in Section 10 of this Article II, a majority of the whole Board shall constitute a quorum for the transaction of business at any meeting. Any act of a majority, excluding abstentions, of the directors present and voting at any meeting at which a quorum shall be present shall be the act of the Board, except as otherwise provided by these Bylaws. In the absence of a quorum, a majority of the directors present may adjourn any meeting from time to time until a quorum is present thereat. Notices of any adjourned meeting need not be given, other than by announcement at the meeting at which such adjournment shall be taken and at any such adjourned meeting at which a quorum is present any business may be transacted which might have been transacted at the meeting as originally called.

SECTION 5: Place of Meeting. The Board may hold its meeting at such place within or without the State of Arizona as the Board from time to time may determine or as shall be specified in the respective notices or waiver of notice thereof.

SECTION 6: Annual and Regular Meetings. An annual meeting of the Board for the election of officers of the Association and for the transaction of such other business as may properly come before the meeting shall be held within two (2) weeks following the regular annual meeting of the Members of the Association and regular meetings of the Board may be held at such times as the Board by resolution may determine. If any day fixed for a regular meeting shall be a legal holiday at the place where the meeting is to be held, then the meeting which would otherwise be held on that day shall be held at the same hour on the next succeeding business day at said place.

SECTION 7: Special Meetings. Special meetings of the Board shall be held whenever called by the President and shall be called by the President of the Association at the request in writing of two (2) members of the Board.

SECTION 8: Notice of Meetings. Notice of each meeting of the Board, stating the time, place and purpose or purposes thereof, shall be deposited in the United States mail by regular mail to, or personally served upon, or personally conveyed by telephone upon, each director, addressed to them at their residence or usual place of business, at least forty-eight hours before the day on which the meeting is to be held, but notice need not be given to any director if such notice shall be waived in writing or by email by them prior to subsequent to the meeting time, and any business may be transacted by the Board at the meeting at which every member of the Board shall be present, though the meeting is held without notice thereof and/or of the purpose or purposes thereof.

SECTION 9: Open meetings - exceptions. Notwithstanding any provision in the declaration, Bylaws or other documents to the contrary, all meetings of the Association and Board of Directors are open to all members of the Association and all members so desiring shall be permitted to attend and listen to the deliberations and proceedings provided, however, that for regular and special meetings of the Board, Association members who are not Board members may not participate in any deliberation or discussion unless expressly authorized by a vote of the majority of a quorum of the Board, except that any portion of a meeting be closed only if that closed portion of the meeting is limited to consideration of one or more of the following:

1. Employment or personnel matters for employees of the Board or the Association.

2. Legal advice from an attorney for the Board or the Association.
3. Pending or contemplated litigation.
4. Pending or contemplated matters relating to enforcement of the Association's documents or rules.

SECTION 10: Removal of Directors. Any director may be removed at any time, either with or without cause, by the affirmative vote of a majority of the members of the Association cast by members present in person or by proxy at a membership meeting.

SECTION 11: Vacancies. Any vacancy or vacancies in the Board caused by death, resignation, removal, increase in the number of directors, or any other cause, shall be filled for the unexpired term by the majority vote of the total number of remaining directors of the Association, though less than a quorum. In the event of the resignation and/or removal of four (4) or more directors, the membership shall hold an election to fill those vacant positions on the Board.

SECTION 12: Compensation. No director shall be entitled to receive from the Association compensation or fees for their serving in such capacity or their attendance at director's meetings, or both, but a director, upon approval by the Board, may be reimbursed for the reasonable expenses incurred by them in connection with the performance of their duties.

ARTICLE III

Officers

SECTION 1: Number. The executive officers of the Association shall be the President, Vice-President, a Secretary and a Treasurer; and there may be in addition, such subordinate officers, agent and employees as shall be appointed in accordance with the provisions of Article III, Section 3 of these Bylaws. One person may hold office of, and perform the duties of, any one or more officers. The Board may require any such officer, agent or employee to give security for the faithful performance of their duties.

SECTION 2: Election, Term of Office, Qualification. The executive officers of the Association shall be chosen annually by the Board at its annual meetings, each thereof to hold office until their successor shall have been duly chosen and shall qualify or until their death or until they shall resign, or shall have been removed in accordance with the provisions of Article III, Section 4 of these Bylaws.

SECTION 3: Subordinate Officers, etc. The Board may appoint such subordinate officers, agents or employees as the Board may deem necessary or advisable, including one or more Assistant Treasurers and one or more Assistant Secretaries, each of whom shall hold office for such period, having such authority and perform such duties as provided in these Bylaws or as the Board may from time to time determine. The Board may delegate to any executive officer or to any committee the power to appoint any such additional officers, agents or employees.

SECTION 4: Removal. Any officer of the Association may be removed, either with or without cause, at any time, by resolution duly adopted by a majority of the whole Board, or, in the case of an officer appointed, by any committee or executive officer upon whom such power of removal may be conferred by the Board.

SECTION 5: Vacancies. A vacancy in any office, because of death, resignation, removal, or any other cause, shall be filled for the unexpired portion of the term at a special or regular meeting of the Board in the manner as otherwise prescribed in Sections 2 and 3 of this Article III for election or appointment to such office.

SECTION 6: President. The President shall be the chief executive officer of the Association and shall have general supervision over the business of the Association, subject to the control of the Board. He/she shall, if present, preside at each meeting of the members. He/she shall see that all orders and resolutions of the Board are carried into effect. He/she may sign, execute and deliver the name of the Association, all contracts or other instruments authorized by the Board, except in cases where the signing, execution or delivery thereof shall be expressly delegated by the Board, or by these Bylaws to designated officers or agents of the Association or where any thereof shall be required by law or the Board otherwise to be signed, executed and delivered. He/she shall be a member of all committees established by the Association, except the nominating committee. In general, he/she shall perform all duties incident to the office of President and such other duties as may from time to time be assigned to him/her by these Bylaws or by the Board.

SECTION 7: Vice-President. The Vice-President shall have such powers and perform such duties as the Board or the President may from time to time prescribe and shall perform such other duties as may be prescribed by these Bylaws. At the request of the President, or in case of his/her absence or inability to act, the Vice-President shall perform the duties of the President and when so acting shall have all the powers of, and be subject to all the restrictions upon the President.

SECTION 8: Treasurer. The Treasurer shall have charge and custody of and be responsible for, all the funds and securities of the Association and shall keep full accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all monies and other valuable effects in the name of and to the credit of the Association in such banks or other depositories as may be designated by the Board; he/she 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 President and to the Board at the annual, regular and special meetings of the Board or whenever they may require it, a statement of all his/her transactions as Treasurer and an account of the financial condition of the Association; and, in general he/she shall perform all the duties as may from time to time be assigned to him/her by the Board.

SECTION 9: Secretary. The Secretary shall act as secretary of, and cause to be kept the minutes of, all meetings of the Board and of the members and directors; he/she shall affix his/her signature to all documents the execution of which on behalf of the Association shall have been specifically or generally authorized by the Board; he/she shall have charge of the records and papers of the Association relating to its organization as a corporation, and shall see that the reports, statements and other documents required by law are properly kept or filed; and he/she shall in general perform all the duties as may from time to time be assigned to him/her by the Board.

SECTION 10: Compensation. No officer of the Association shall be entitled to receive from the Association compensation or fees for their serving in such capacity, but an officer, upon approval of the Board, may be reimbursed from reasonable expenses incurred by them in connection with the performance of their duties.

ARTICLE IV

Resignations

Any director or other officer may resign their office at any time by giving written notice of their resignation to the President or the Secretary of the Association. Such resignation shall take effect at the time specified therein or, if no time be specified therein, at the time of the receipt thereof, and the acceptance thereof shall not be necessary to make it affirmative.

ARTICLE V

Contracts, Checks, Drafts, Bank Accounts, Etc.

SECTION 1: Execution of Contracts. In addition to the provisions of Article III, Section 6 of these Bylaws, the Board may authorize any officer or officers, agent or agents, in the name and on behalf of the Association, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; except as is provided by Article III, Section 6 of these Bylaws, with respect to the powers and authority of the President, and, unless so authorized by the Board or expressly authorized by these Bylaws, no officer or agent or employee shall have any power or authority to bind the Association by any contract or engagement or to pledge its credit or to render it pecuniarily liable for any purpose or to any amount.

SECTION 2: Loans. No loans shall be contracted on behalf of the Association and no negotiable paper shall be issued in its name unless authorized by resolution of the Board. When authorized by the Board so to do, any officer or agent of the Association thereunto authorized may effect loans and advances at any time for the Association from any bank, trust company, or other institution, or from any firm, corporation or individual, and for such loans and advances may make, execute and deliver promissory notes, bonds, or other certificates or evidences of indebtedness of the Association and may pledge, hypothecate or transfer any securities or other property of the Association as security for any such loans or advances. Such authority may be general or confined to specific instances.

SECTION 3: 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 may select or may be selected by any officer or officers, agent or agents of the Association to whom such power may from time to time be delegated by the Board; and, for the purpose of such deposit, the President, Vice-President, the Treasurer, the Secretary or any other officer or agent or employee of the Association to whom such power may be delegated by the Board may endorse assign and deliver checks, drafts and other orders for the payment of monies which are payable to the order of the Association.

ARTICLE VI

Committees

SECTION 1: Committees. The Association by resolution of the Board shall establish from time to time such committees as are deemed appropriate and necessary from the conduct of the business and affairs of the Association and the accomplishment of its purposes and objectives. The chairperson of any such committee shall be a member of the Association, during such chairperson's term of office, and the other committee members shall be members of the Association. Committee chairpersons, on the prior approval of the Board, may establish committee Bylaws or rules and sub-committees. Among the committee established here shall be the following permanent committee:

1. Nominating

Committee chairpersons shall be appointed by the President and such chairpersons shall in turn appoint or provide for the determination of the members of their committees. The Nominating Committee Chairperson and the committee members thereof shall be chosen annually by the Board of Directors of the Association.

ARTICLE VII

Offices and Books

SECTION 1: Offices. The principal office of the Association shall be at such place within the State of Arizona as the Board may determine. The Board may from time to time and at any time establish other offices of the Association at whatever place or places seem to its expedient.

SECTION II: Books. There shall be kept at the principal office of the Association or the office of the Association's Attorneys-at-Law correct books of all the business and transactions of the Association.

ARTICLE VIII

Fiscal Year

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

ARTICLE IX

Lien for Assessments; Priority; Mechanics; and Material Men's Liens

- A. The Association has a lien on a unit for any assessment levied against that unit or monetary penalties imposed against its unit owner from the time the assessment or penalty become due. The Association's lien may be foreclosed in the same manner as a mortgage on real estate. Unless the declaration otherwise provides fees, charges, late charges, monetary penalties and interest charged pursuant to Section 33-A.R.S. Section 1803 are enforceable as assessments under this section. If an assessment is payable in installments, the full amount of the assessment is a lien from the time the first installment of the assessment becomes due.
- B. A lien under this section is prior to all other liens, interests and encumbrances on a unit except:
1. Liens and encumbrances recorded before the recordation of the declaration.
 2. A recorded first mortgage on the unit, seller's interest in the first contract or sale pursuant to chapter 6, article 3 of this title on the unit recorded prior to the lien arising pursuant to Subsection A of this section or a recorded first deed of trust on the unit.
 3. Liens for real estate taxes and other governmental assessments or charges against the unit.
- C. Subsection B of this section does not affect the priority of mechanic's or material men's liens or the priority of liens for other assessments made by the Association. The lien under this section is not subject to chapter 8 of this title.
- D. Unless the declaration otherwise provides, if two or more associations have liens for assessments created at any time on the same real estate, those liens have equal priority.
- E. Recording of the declaration constitutes record notice and perfection of the lien. Further recordation of any claim of lien for assessment under this section

- F. A lien for an unpaid assessment is extinguished unless proceedings to enforce the lien are instituted within three years after the full amount of the assessment becomes due.
- G. This section does not prohibit:
 - 1. Action to recover amounts for which Subsection A of this section creates a lien.
 - 2. The Association from taking a deed in lieu of foreclosure
- H. A judgment or decree in any action brought under this section shall include costs and reasonable attorney fees for the prevailing party.
- I. On written request, the Association shall furnish to a lien holder, unit owner, or person designated by a unit owner a statement setting forth the amount of any unpaid assessment against the unit. The Association shall furnish the statement within fifteen days after receipt of the request, and the statement is binding on the Association, the Board of Directors and every unit owner if the statement is requested by an escrow agency that is licensed pursuant to Title 6, Chapter 7. Failure to provide the statement to the escrow agent within the time provided for in this subsection shall extinguish any lien for any unpaid assessment then due.

Assessments and Penalties


- A. Each unit owner shall pay an annual amount of twenty dollars (\$20.00) per year on a certain date set by the Board of Directors.
- B. Unless limitations in the community documents would result in a lower limit for the assessment, the Board of Directors shall not impose a regular assessment that is more than twenty percent greater than the immediately preceding fiscal year's assessment without the approval of the majority of the members of the Association. Unless reserved to the member of the Association, the Board of Directors may impose reasonable charges for the late payment of assessments. A payment by a member is deemed late if it is unpaid fifteen or more days after its due date, unless the community documents provide for a longer period. Charges for the late payment of assessments are limited to the greater of fifteen dollars or ten percent of the amount of the unpaid assessment. Any monies paid by the member for an unpaid assessment shall be applied first to the principal amount unpaid and then to the interest accrued.
- C. After notice and an opportunity to be heard, the Board of Directors may impose reasonable monetary penalties on member for violations of the declaration, Bylaws and rules of the Association. Notwithstanding, any provision in the community documents, the Board of Directors shall not impose a charge for a late payment of a penalty that exceeds that greater of fifteen dollars or ten percent of the amount of the unpaid penalty. A payment is deemed late if it is unpaid fifteen or more days after its due date, unless the declaration, Bylaws or rules of the Association provide for a longer period. Any monies paid by a member for an unpaid penalty shall be applied first to the principal amount unpaid and then to the interest accrued. Notice pursuant to this subsection shall include information pertaining to the manner in which the penalty shall be enforced.
- D. The charges for late payment and penalties shall be enforceable in the same manner as unpaid assessments.

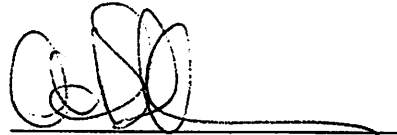
ARTICLE X

Amendments

These Bylaws, or any of them, may be altered, amended or repealed, or new Bylaws may be made by a simple majority (50% + one of the voting members), at the annual meeting of members of the Association. Any proposed By-Law changes or additions must be included in the notice of the annual meeting sent to the members by the Board of Directors.

Adopted the 8th day of February, 2012.


Michael Lemon, President


Toni Sarcinella, Secretary

STATE OF ARIZONA)
) ss.
County of Gila)

On this, the _____ day of _____, 2013, before me, the undersigned officer, personally appeared MICHAEL R. LEMON, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

Notary Public

My commission expires: _____