

**BY-LAWS  
OF CIRCLE OAKS HOMES ASSOCIATION, INC.**

**ARTICLE I  
NAME AND LOCATION**

The name of this California Nonprofit Mutual Benefit Corporation is CIRCLE OAKS HOMES ASSOCIATION, INC., hereinafter referred to as the "Association". The principal location of the office of the Association shall be located in the County of Napa, State of California.

**ARTICLE II  
DEFINITIONS**

The terms used herein shall have the meanings set forth in Paragraph 1 of the "Amendment to Declaration of Restrictive Covenants and Charges" for CIRCLE OAKS HOMES ASSOCIATION, INC. recorded at Volume 1328, Page 633, Recorder Serial Number DG9928 Official Records of Napa County.

**ARTICLE III  
MEETINGS OF MEMBERS**

1. **ANNUAL MEETING:** The annual meetings of the Association shall be held in the month of June each calendar year on a weekend day to commence no earlier than 11:00am and no later than 5:00pm on the published date. Meetings shall be held within CIRCLE OAKS HOMES ASSOCIATION, INC. or in such location within a reasonable distance as close to CIRCLE OAKS HOMES ASSOCIATION, INC. as possible as the Board may specify in writing, but in no event outside the County in which the Project is located.
2. **SPECIAL MEETINGS:** Special meetings of the Members may be called at any time by the President or by the Board.

A special meeting of the Members of the Association shall be scheduled called at any time or by the Board in response to:

- (a) The vote of the Board itself; or
- (b) Receipt by the Board of a written request of such a special meeting signed by Members representing not less than twenty five percent (25%) of the total voting power of the Association.

**NOTICE OF MEETINGS:** Written notice of regular and special meetings of the Members shall be given by or at the direction of the Secretary of the Association or other persons authorized to call the meeting by personally delivering a copy of such notice at least ten (10) but not more than ninety (90) days, or by mailing a copy of such notice at least ten (10) but not more than ninety (90) days, before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the Books of the Association,

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or supplied by such Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting. If mailed, the notice shall be deemed to be delivered seventy-two (72) hours after its deposit in the United States mail, first class postage prepaid, to the Member at his or her address as provided herein.

4. **QUORUM:** The presence at the meeting of Members entitled to cast (or of proxies entitled to cast) ten percent (10%) of the votes of the total voting power of the Association shall constitute a quorum for any action, except as otherwise provided in the Declaration and these By-Laws. If however, such quorum shall not be present or represented at any meeting, a majority of the Members present, in person or by proxy, shall have the power to adjourn the meeting, without notice other than announcement at the meeting, to another time, such time to be a date not less than five (5) but not more than thirty (30) days from the date of the original meeting. The quorum for any such adjourned meeting shall be five percent (5%) of the total voting power of the Association. If a time and place for the adjourned meeting is not fixed by those in attendance at the original meeting or if for any reason a new date is fixed for the adjourned meeting after adjournment, notice of the time and place of the adjourned meeting shall be given to Members in the manner prescribed in regular meetings.
5. **PROXIES:** At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary of the Association. Every proxy shall be revocable and shall automatically cease upon the conveyance by the Member of the title to his or her Lot, or upon the death or declared incapacity of such Member, if written notice of death or incapacity is received by Association prior to the count of the vote. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise specifically provided in the proxy.
6. **ACTION WITHOUT MEETING:** Any action which may be taken by the vote of Members at a regular or special meeting may be taken without a meeting if done in compliance with the provisions of Section 7513 of the Corporations Code. Under this section, the board is not authorized to extend a voting deadline. If a quorum is not reached, as stated in California Corporations Code Section 7513, the action proposed shall die and may not be proposed a second time without holding a members' meeting to vote on the matter.
7. **VOTING RIGHTS:** Each Lot Owner whose dues are paid current shall be a Member in good standing. On each matter submitted to a vote of the Members, each Member shall be entitled to cast one vote for each Lot owned by such Member. When more than one (1) person holds an interest in a single Lot the vote for each Lot must be cast as a unanimous decision of co-owners whose votes count as one vote for the Lot. Any single vote cast by a Lot owner shall be deemed the authorized vote for that Lot. If conflicting votes are cast by multiple owners for a Lot, no vote shall be counted for that Lot, except a single vote shall be counted for purposes of a quorum. Members not in good standing shall not be entitled to vote. In the case where a vote for a Lot cannot be cast because a Member Owner is not in good standing and not allowed to vote, the Lot(s) shall be reduced from the total number of Lots needed to calculate a quorum, and will also be reduced from the total number of Lots used to calculate a majority of votes.

**ARTICLE IV  
BOARD OF DIRECTORS**

1. **NUMBER:** The affairs of the Association shall be managed by a Board of five (5) Directors who shall be Members of the Association in good standing.
2. **TERM OF OFFICE:** The term of office for a Director shall be two (2) years and elections shall be staggered so that on even years two (2) Directors are elected and on odd years three (3) Directors are elected.
3. **COMPENSATION:** No Director shall receive compensation for any services rendered to the Association; provided, however, that a Director may be reimbursed for his or her reasonable expenses actually incurred in the performance of his or her duties as Director of the Association.

**ARTICLE V  
NOMINATION & ELECTION AND REMOVAL OF DIRECTORS**

1. **NOMINATION:** At the first board meeting, the Directors will appoint a committee of two (2) for a term of one (1) year. This committee will function as a nominating committee and other functions as the Board may desire. Before the annual meeting, the committee will obtain a listing of eligible members desiring to be nominated for a term of office as a Director of the Corporation. The committee will officiate at the annual meeting during election of the Directors.
2. **ELECTION:** Election to the Board shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under provisions of the Declaration and these By-Laws. The persons receiving the largest number of votes shall be deemed elected.
3. **REMOVAL:** Removal Prior to Expiration of Term: Any Director may be removed by majority vote of one-half (1/2) of the Membership.

**ARTICLE VI  
MEETINGS OF DIRECTORS**

1. **REGULAR MEETINGS:** Regular meetings of the Board shall be held monthly; provided, however, if the Board shall determine that the business to be transacted by the Board does not reasonably justify monthly meetings, then regular meetings of the Board shall be held at such intervals as the Board may determine, but not less frequently than once every three (3) months. Regular meetings shall be held at the time and at a place within the Project fixed by the Board and written notice of the time and place of such meetings shall be posted at a prominent place or places within Circle Oaks.
2. **SPECIAL MEETINGS:** Special meetings of the Board shall be held when called by written notice signed by the President of the Association or by any two Directors other than the President.

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3. **NOTICE TO DIRECTORS:** Notice of any regular or special meeting of the Board shall be given to each Director not less than four (4) days prior to the date fixed for such meeting by written notice delivered personally or sent by mail or telegram to each Director at his or her address as shown in the records of the Association; provided, however that notice of a meeting need not be given to any Director who has signed a waiver of notice or a written consent to the holding of such meeting. Any Director may waive notice of any meeting. The notice shall specify the time and place of the meeting and the nature of the business to be considered. If mailed, such notice shall be deemed to be delivered seventy-two (72) hours after deposit in the United States mail so addressed, with first class postage thereon fully prepaid. If notice is given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. The attendance of a Director at the meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.
4. **QUORUM:** Three Directors shall constitute a quorum for the transaction of business. Every act done or decision made by the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.
5. **ACTION WITHOUT A MEETING:** On an emergency basis the Directors shall have the right to take any action, without a meeting, as may be required for the efficient and expeditious operation and conduct of the Association's business and which it otherwise would have the power and authority to take at a meeting; provided, however, that the prior written consent of all Directors to such action is first obtained and provided further, that written notice to Association Members of the action so taken without a meeting shall be posted in a conspicuous place in Circle Oaks within three (3) days after the written consents of all Directors have been obtained. Any action so taken without a meeting and with such approval shall have the same effect as though taken at a duly noticed meeting of the Board.
6. **NOTICE TO MEMBERS; ATTENDANCE BY MEMBERS:** The Secretary of the Association shall post a notice of all Board meetings, regular and special, in a conspicuous place in Circle Oaks not less than four (4) days prior to the scheduled time of regular meetings and not less than seventy-two (72) hours prior to the time of special meetings. All meetings of the Board shall be open to all Members of the Association; provided, however, that Members of the Association who are not Members of the Board shall have no right to participate in any deliberations or discussion of the Board unless expressly so authorized by the vote of a majority of a quorum of the Board.
7. **EXECUTIVE SESSION:** The Board may, with the approval of a majority of a quorum of its members, adjourn any meeting of the Board and reconvene in executive session to discuss and vote upon personnel matters, litigation in which the Association is or may become involved and orders of business of a similar nature; provided, however, the nature of any and all business to be considered in executive session shall first be announced in open session.

### ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

1. **POWERS:** The Board shall have the power to:

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- (a) Enforce the provisions of the Declaration and these By-Laws and to propose, adopt, amend and publish Rules governing the use of the Open Space and enforce the provisions of the Declaration.
- (b) Suspend, after notice, the voting rights of a Member during any period in which such Member is in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed thirty (30) days, for infraction of Rules; provided, however, in either event the Association cannot suspend or limit the right of any Member to use any private driveway within the Project for vehicular ingress or egress for any reason whatsoever or abridge an Owner's right to use his or her individually owned Lot except where such loss or forfeiture is the result of the judgment of a court, or a decision arising out of an arbitration or on account of a foreclosure or sale.
- (c) Exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws or the Declaration.
- (d) Elect officers of the Board.
- (e) Fill vacancies On the Board except for a vacancy created by removal of a Director.
- (f) Declare the office of a Member of the Board to be vacant in the event such Member shall be absent from three (3) consecutive regular meetings of the Board.
- (g) Levy a fine, after notice and hearing before the Board, against any Lot Owner who shall fail or refuse to obey the Project Rules, provided such fine shall not exceed Five Hundred Dollars (\$500.00) for any infraction of such Rules.
- (h) Contract for goods and/or services for the Common Area, facilities and interests or for the Association subject to the limitations set forth herein.
- (i) Delegate its powers to committees, officers or employees of the Association as authorized herein and by the Declaration of Covenants, Conditions and Restrictions.

**2. LIMITATION OF POWERS:** Without the vote or written assent of a majority of the voting power of the Association the Board shall be prohibited from taking any of the following actions:

- (a) Incurring aggregate expenditures for capital improvements to the Open Space in any fiscal year in excess of five percent (5%) of the budgeted gross expenses of the Association for that fiscal year or \$500.00, whichever is greater.
- (b) Selling during any fiscal year property of the Association having an aggregate fair market value greater than five percent (5%) of the budgeted gross expenses of the Association for that fiscal year.
- (c) Paying compensation to Directors or officers of the Association for services performed in the conduct of the Association's business; provided, however, that the

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Board may cause a Director or Officer to be reimbursed for his or her expenses incurred, if reasonable, in carrying on the business of the Association.

(d) Filling the vacancy on the Board of Directors created by the removal of a Director.

**DUTIES:** It shall be the duty of the Board of Directors to undertake all duties and responsibilities of the Association as expressed in the Declaration and the management and conduct of the affairs of the Association, except as expressly reserved to a vote of the Members. Such duties shall include, but are not limited to, the following:

- (a) Cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of Members who are entitled to vote. The Association shall give to each Member an annual statement of income and expenses and a budget for the preceding year within one hundred twenty (120) days after the expiration of the Association's annual meeting.
- (b) Supervise all officers, agents and employees of the Association and see that their duties are properly performed.
- (c) As more fully provided in the Declaration to:
  - (1) Fix the amount of the annual assessment against each Lot at least sixty (60) days in advance of each annual assessment period;
  - (2) Send written notice of each assessment to every Owner subject thereto at least sixty (60) days in advance of each annual assessment period; and,
  - (3) Foreclose the lien against any property for which assessments are not paid within thirty (30) days after the due date, pursuant to the Declaration, or to bring an action at law against the Owner personally obligated to pay the same.
- (d) Issue or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates not to exceed Fifteen Dollars (\$15.00). If a certificate states that an assessment has been paid, such certificate shall be conclusive evidence of such payment.
- (e) Procure and maintain adequate liability and hazard insurance on the Open Space and Lots as provided in the Declaration.
- (f) Cause all officers and employees having fiscal responsibilities to be bonded, as it may deem appropriate.
- (g) Cause the Open Space and the exterior of buildings located on each Lot to be maintained.

**ARTICLE VIII  
OFFICERS AND THEIR DUTIES**

1. **ENUMERATION OF OFFICERS:** The officers of this Association shall be President and Vice President, both of whom shall at all times be Directors, a Secretary, Chief Financial Officer (Treasurer) and such other officers as the Board may from time to time by resolution create.
2. **ELECTION OF OFFICERS:** The election of officers shall take place at the first meeting of the Board following each annual meeting of the Members.
3. **TERM:** The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he or she shall sooner resign, be removed or otherwise be disqualified to serve.
4. **SPECIAL APPOINTMENTS:** The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may from time to time determine.
5. **RESIGNATION AND REMOVAL:** Any officer may be removed from office with or without cause by the Board. If a Director serving in the office of President or Vice President of the Association has been removed pursuant to Article V, Section 3, such person shall also be automatically removed from said office; however, any officer removed by the Board shall not also be removed from the position of Director except pursuant to said Article V, Section 3. Any officer may resign at any time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
6. **VACANCIES:** A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve the remainder of the term of the officer he or she replaces.
7. **MULTIPLE OFFICES:** Any two (2) or more offices may be held by the same person, except the offices of President and Secretary.
8. **DUTIES:** The duties of the officers are as follows:
  - A. **President:** The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.
  - B. **Vice President:** The Vice President shall act in the place and stead of the President in the event of the President's absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.
  - C. **Secretary:** The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; shall keep the corporate seal (if any) of the Association and affix it on all papers requiring said seal; shall serve notice of meetings of the Board and of the Members; shall keep

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appropriate current records showing the Members of the Association together with their addresses and shall perform such other duties as required by the Board.

- D. Chief Financial Officer:** The Chief Financial Officer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board; shall sign all checks and promissory notes of the Association; shall keep proper books of account and shall prepare an annual operating statement reflecting income and expenditures of the Board from the maintenance fund for the preceding calendar year and the allocation thereof to each Lot and a balance sheet as of the last day of the Association's calendar year. The Chief Financial Officer shall distribute a copy of such report to each Lot Owner within one hundred twenty (120) days after the annual meeting.

### ARTICLE IX

#### INDEMNIFICATION OF OFFICERS, DIRECTORS AND AGENTS

- 1. RIGHT OF INDEMNITY:** The Association shall indemnify such Director officer, committee member, employee or other agents of the Association who is a party to or is threatened to be made a party to any proceeding including a proceeding by or in the right of the Association, by reason of the fact that such person is or was a Director, officer, committee member, employee or agent of the Association against all expenses and liabilities actually and reasonably paid or incurred in connection with such proceeding to the maximum extent permitted by the California Nonprofit Mutual Benefit Corporation Law. Terms used in this Article IX shall have the same meaning as in §7237 of the California Nonprofit Mutual Benefit Corporation Law.
- 2. APPROVAL OF INDEMNITY:** Upon written request to the Board by any person seeking indemnification hereunder, the Board shall promptly determine whether the applicable standard of conduct set forth in the California Nonprofit Mutual Benefit Corporation Law has been met and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Directors who are parties to the proceeding with respect to which indemnification is sought prevent formation of a quorum of Directors who are not parties to such proceeding, the Board shall promptly call a special meeting of Members. At such meeting the Members shall determine whether the applicable standard of conduct set forth in the California Nonprofit Mutual Benefit Corporation Law has been met and if so, the Members shall authorize indemnification. Members or other persons seeking to be indemnified shall not be entitled to vote on the question of indemnification.
- 3. ADVANCEMENT OF EXPENSES:** To the full extent permitted by law and except as is otherwise determined by the Board in a specific instance, expenses incurred by a Director, officer, committee member, employee or agent seeking indemnification under these By-Laws in defending any proceeding covered by these By-Laws shall be advanced by the Association prior to the final disposition of such proceeding upon receipt of an undertaking by or on behalf of the Director, officer, committee member, employee or the agent to repay such amount unless it is ultimately determined that such person is entitled to be indemnified by the Association therefore.

**ARTICLE X  
COMMITTEES**

The Association shall appoint a Nominating Committee, an Architectural Committee pursuant to the Declaration and such other committees as deemed appropriate in carrying out the purposes of the Association. Notwithstanding any grant of authority from the Board, no committee shall have the power to approve any action which by law or these By-Laws requires the approval of the members, fill vacancies on the Board or any committee, amend or repeal by-laws or adopt new by-laws, amend or repeal any resolution of the Board or appoint committees of the Board or members thereof. The Board shall not delegate the power to levy fines, to hold disciplinary hearings, to impose discipline, to make capital expenditures, to file suit, to record a claim of lien, or to foreclose for failure to pay assessments.

**ARTICLE XI  
BOOKS AND RECORDS**

The books, records and papers of the Association, including the membership register, books of account, minutes of meetings of the Board, Members or committees of the Association, the Declaration, the Articles of Incorporation and these By-Laws, shall at all times, during reasonable business hours, be available for inspection and copying by any Member, or his or her duly appointed representative. The Board shall establish reasonable rules with respect to:

1. Notice to be given to the custodian of records by a Member desiring to make the inspection.
2. Hours and days of the week when such an inspection may be made.
3. Payment of the cost of reproducing copies of documents requested by a Member.

Every Director shall have the absolute right at any reasonable time to inspect all books, records and documents of the Association and the physical properties owned or controlled by the Association. The right of inspection by a Director includes the right to make extracts and copies of documents.

**ARTICLE XII  
ASSESSMENTS**

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of twelve percent (12%) per annum, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs and reasonable attorneys' fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the Common Area or facilities located thereon or abandonment of his or her Lot.

**ARTICLE XIII  
CORPORATE SEAL**

The Board may (but shall not be required to) adopt, use and at will alter a corporate seal. Such seal, if adopted, shall be affixed to all corporate documents, but failure to affix the seal to any corporation instrument shall not affect the validity thereof.

**ARTICLE XIV  
AMENDMENTS**

- 1. AMENDMENTS:** These By-Laws may be amended, at a regular or special meeting of the Members, by at least a bare majority of a quorum, and at least a bare majority of the votes of the Members, provided however, the percentage of a quorum or of Members necessary to amend a specific clause or provision in these By-Laws shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause.
- 2. CONFLICT:** In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.
- 3. RECORDS OF AMENDMENTS:** Whenever an amendment or new By-Law is adopted, it shall be copied in the book of By-Laws with the original By-Laws in the appropriate place. If any By-Laws repeal any portion of the original By-Laws, the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in such book.

**ARTICLE XV  
CERTIFICATE OF MEMBERSHIP**

- 1. CERTIFICATE OF MEMBERSHIP:** The Board of Directors may (but shall not be required to) provide for the issuance of certificates evidencing membership in the Association, which shall be in such form as may be determined by the Board. Such certificates, if issued, shall be signed by the President or a Vice President and by the Secretary or an Assistant Secretary and shall be sealed with the seal of the Corporation, if a seal is adopted. All certificates evidencing membership shall be consecutively numbered. The name and address of each Member and the date of issuance of the certificate shall be entered on the records of the Association. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefore upon such terms and conditions as the Board may determine.
- 2. TRANSFER OF MEMBERSHIP:** Upon the sale of any Lot, the membership of the selling Owner shall terminate and the certificate, if any, issued to such Member shall be cancelled. The new purchasing Owner shall receive a newly issued certificate if the Association has elected to issue certificates evidencing membership in the Association as provided in Paragraph 1 above.

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**ARTICLE XVI  
TAX EXEMPT STATUS**

Notwithstanding anything otherwise provided herein, or in the Articles or Declaration, the Board and Members of the Association shall conduct the business of the Association in such manner that the Association qualifies and be considered an organization exempt from Federal and State income taxes pursuant to Internal Revenue Code Section 528 and California Revenue and Taxation Code Section 23701t. In particular, (1) sixty percent (60%) or more of the gross income of the Association for each taxable year shall consist solely of amounts received as membership dues, fees and assessments from Lot Owners; (2) ninety percent (90%) or more of the expenditures of the Association for the taxable year are expenditures solely for providing management, maintenance and care of Association property, including Common Areas in the Project, or for the general welfare of the community comprising the Association; (3) no part of the net earnings of the Association shall inure to the benefit of any private member or individual (other than by the Association providing management, maintenance and care of Association property, including Common Areas, or by a rebate of excess membership dues, fees or assessments); (4) The Association shall not provide or maintain facilities to provide utilities for its Members (provided, however, that the Association may charge for utility services provided to the Project by utility companies, which services are not separately metered); and (5) amounts received as membership dues, fees and assessments not expended for Association purposes during the taxable year shall be transferred or deposited to and held in a separate trust account to provide for management maintenance and care of the Association property, including Common Areas of the Project, or to promote the general welfare of the community comprising the Association. The Board shall cause to be timely filed any annual election for tax-exempt status as may be required under federal or state law, and shall undertake to cause the Association to comply with the statutes, rules and regulations adopted by federal and state agencies pertaining to such exemptions.

**ARTICLE XVII  
MISCELLANEOUS**

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except the first fiscal year shall begin on the date of incorporation.

**CERTIFICATION**

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of CIRCLE OAKS HOMES ASSOCIATION, INC., a California nonprofit mutual benefit corporation, and

That the foregoing By-Laws constitute the amended By-Laws of said corporation, as duly adopted at a meeting of the Members thereof, held on 13 June, 2004.

*M. Dawn Hay*  
Secretary