

BY-LAWS OF
FARMINGTON ESTATES PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I

The property to which these By-Laws pertain shall be known as Farmington Estates, Section One", more particularly described as follows:

All those parcels, pieces or lots of land, situate, lying and being in the State of Georgia and County of Columbia and being shown and designated as Lots 1 through 43, inclusive, Block A, Lots 1 through 10, inclusive, Block B, Lots 1 through 6, inclusive, Block C and Lots 76 through 86, inclusive, Block C, all located in the Farmington Estates, Section 1 as shown on a plat thereof prepared by James G. Swift and Associates dated July 25, 1990, said plat being recorded in the Office of the Clerk of Superior Court for Columbia County, Georgia in PC B, slides 124 #8-#11, reference being made to said plat for more particular description of said Lots;

as well as such additional real estate which may be made subject to the Protective Covenants applicable to Farmington Estates pursuant to Article IX thereof.

ARTICLE II

MEMBERSHIP

Section 1. All owners of a single-family residential building lot or lots in Farmington Estates shall thereby become members of the Association for so long as such ownership continues. Provided, however, that no person or corporation in taking title as security for the payment of money or for the performance of any obligations shall thereby so become entitle to membership. Ownership of property as qualification for membership is defined herein as follows: ownership of any such lot under recorded deed, whether the owner is occupant or not, or ownership under a bond for

title of contract of purchase, if the same be accompanied by an actual occupancy of the lot in question. Ownership within the meaning and intention hereof shall cease upon the sale of any such lot to another by the owner thereof. Sale of any such lot within the meaning hereof shall mean and shall be effective upon the recording of any deed conveying such lot to another, or the termination of occupancy of the property by the owner thereof accompanied by the giving of such owner to another of a bond for title or contract of sale with respect to such lot.

The Developer of Farmington Estates or of contiguous property made subject to the Protective Covenants ("Developers") shall be members of the Association so long as they are owners of one or more residential lots as shown on the aforesaid plat, or of any additional lots made subject to the Protective Covenants applicable to Farmington Estates pursuant to Article IX thereof.

Section 2. No person or corporation taking title as security for the payment of money or for the performance of any obligation shall be entitled to membership.

Section 3. Members of the Association shall consist of two classes, Class A members and Class B members, who respectively shall have the rights, voting privileges and duties as set forth in the corporate charter or these by-laws, to-wit:

(a) Class A members shall initially consist of the Developers, who shall be entitled to voting privileges, in the amount of one (1) vote for each residential lot owned by them in Farmington Estates, or in additional

real estate made subject to the Protective Covenants applicable to Northwood pursuant to Article IX thereof.

(b) Class B members shall consist of all other owners of residential lots in Farmington Estates other than the Developers. Class B members shall not have voting privileges until the Developers shall have conveyed seventy-five percent (75%) of the residential lots as shown on the aforementioned plat, at which time Class B members shall automatically become Class A members. In the event that a Class B member shall own more than one contiguous lot upon which only one residence is constructed, such member, upon becoming a Class A member, shall be entitled to only (1) vote and shall likewise only be subject to the imposition of dues and assessments calculated for a single lot pursuant to Article VI of the Protective Covenants applicable to Farmington Estates, provided said residence is partially physically located on each such contiguous lot. A corporation owning one or more lots in Farmington Estates shall have one (1) vote for each such lot owned, but no member, stockholder, director, employee or officer of such corporation shall acquire thereby any rights individually to become a member of the Association.

ARTICLE III

BOARD OF DIRECTORS

Section 1. There shall be a Board of Directors made up of not less than three or more than seven Directors to be elected by the voting members of the Association at the annual meeting thereof each year, who shall hold office until the next annual meeting.

Section 2. In the event that any member of the Board of Directors by death, resignation or otherwise shall cease or become unable to discharge his duties as such Director, the remaining Directors shall immediately declare the membership vacant at a meeting specially called for that purpose, notice thereof being given in the notice of meeting to the Directors and the remaining Directors shall forthwith proceed to elect a person to serve the expired term of membership thus declared vacant.

Section 3. The Board of Directors shall serve without compensation unless and until compensation and the amount thereof is authorized by majority of the voting members of the Association.

Section 4. The Board of Directors shall manage and administer the affairs of the Association and shall have the following powers and authority:

(a) To impose and collect such dues, assessments, and other charges as it may deem necessary, in accordance with Article VI of the Protective Covenants applicable to Farmington Estates;

(b) To repair and maintain all entrance signs, entrance ways, medians and common facilities of Farmington Estates;

(c) To repair and maintain any and all recreational facilities of Farmington Estates;

(d) To do such other acts and incur such other obligations as it may, in its discretion deem necessary, in accordance with the powers accorded it under its Charter and under the laws of the State of Georgia.

Section 5. With the exception of the initial Board of Directors, only members of the Association who are not delinquent in the payment of annual or special assessment or dues or other charges shall be eligible for election to the Board of Directors.

Section 6. The Board of Directors shall have the authority to establish such Committees for the furtherance of the purposes of the Association as it may, in its discretion, from time to time deem necessary, delegating to such Committee such power as may be necessary to accomplish the purposes therefor.

ARTICLE IV

MEETINGS OF MEMBERSHIP AND BOARD OF DIRECTORS

Section 1. The annual meeting of the Association shall be held on the first Wednesday of October of each year after 10 days written notice. Special meetings of the Association may be called by the President or by the Board of Directors upon the giving of 15 days written notice to all members. Such meeting shall be called when requested by either the Board of Directors or by members of the Association representing one-third of its voting rights.

Except as otherwise provided by law or under the provisions of these By-laws, all action taken at regular or special meetings of the Association shall be by a majority of the votes entitle to be case by members who are not delinquent in the payment of any annual or special assessments or dues or other charges and present or voting by proxy. A quorum of the holding of any such meeting shall be the presence, wither by person or by proxy, of members holding the majority of the voting rights of the entire membership of the Association.

Section 2. Annual meetings of the Board of Directors shall be held upon the same date and the same place as the annual meetings of the Association, immediately following the adjournment thereof, or at such place and time as requested by a majority of the Board of Directors.

Special meetings of the Board of Directors may be called at any time by the President upon the giving of 5 days written notice to all members of the Board. Such meeting shall be called when requested by either one-third of the members of the Board or by members of the Association representing one-third of its voting rights. Except as otherwise provided by law or under the provisions of these By-laws, all action taken at regular or special meetings of the Board of Directors shall be by a majority of those members of the Board present and voting. A quorum for the holding of any such meeting shall be the presence of a majority of the members of the Board of Directors.

Section 3. The placing of such written notice as shall be required under the provisions of these By-laws in the United States mail with proper postage affixed thereto, directed to each member of the Association at the last known address of such members, shall be the equivalent of giving actual written notice to such member.

Section 4. The Board of Directors shall determine the location and time of all meetings of the Association and the Board.

ARTICLE V

OFFICERS OF THE ASSOCIATION

Section 1. The officers of the Association shall be a President, a Secretary and a Treasurer, and such other officers as the Board of Directors may, in its discretion, create by resolution from time to time.

Section 2. The officers of the Association, with the exception of the initial officers thereof, shall be elected by the Board of Directors from the members of the Association annually at the annual meeting of the Board and shall serve as such until the respective successors in officer are duly qualified and elected. Only members of the Association who are not delinquent in the payment of any annual or special assessments or dues or other charges shall be eligible for election as an officer.

Section 3. In the event any officer, by death, resignation or otherwise, shall cease or become unable to discharge his duty as such officer, the Directors shall immediately declare the office vacant at a meeting specially called for that purpose,

notice thereof being given in the notice of meeting to Directors and the Directors shall forthwith proceed to elect an officer for the unexpired term of office thus declared vacant.

Section 4. Duties and authority of the respective officer shall be as are usual and customary in officers held by officers of the same name; provided, however, that such duties and authority may be enlarged or limited at any time and from time to time by the Board of Directors.

Section 5. The officers of the Association shall serve without compensation unless and until compensation and the amount thereof shall be approved by the Board of Directors. Any compensation paid to any officer must ne approved by a majority vote of the entire membership of the Association entitled to vote.

Section 6. The Board od Directors at any meeting at which officers of the Association are elected may continue in the offices of the Association except that the President may not also be elected to serve as Secretary thereof.

Section 7. Any officer of the Association may be removed by two-third vote of the Board of Directors whenever the best interest of the Association will be served thereby.

ARTICLE VI

ASSESSMENTS

Section 1. Each member of the Association shall pay to the Board of Directors by January first of each year an annual assessment levied on each lot in an amount as determined by the Board of Directors at its annual meeting for the use by the Board

in accomplishing the purposes of this Association, as expressed herein and in the Protective Covenants applicable to Farmington Estates. The amount of such assessment shall be sufficient to pay for all of the expenses incurred in accomplishing the purposes of the Association.

Section 2. Special assessments may be imposed when found necessary and when approved by a majority vote of the members of the Association at an annual or special meeting thereof called in accordance with these By-laws.

Section 3. The amount of each annual or special assessment shall be in equal amounts with respect to each lot subject to such charge or assessment under the terms of the Protective Covenants applicable to Farmington Estates.

Section 4. The annual and special assessments, together with interest thereon at the rate of nine percent (9%) and the costs of collection thereof, shall be a continuing lien on the lot or lots against which each such assessment is levied.

ARTICLE VII

BANK ACCOUNTS, CHECKS AND BONDS

Section 1. Banks accounts for the deposit of funds of the Association may be opened in such banking institutions as may be selected and designated from time to time by the Board of Directors.

Section 2. Said banks are authorized to make payments of the funds of the Association on deposit with them, such payments

to be made upon presentation of checks signed by such officers as may be designated by the Board of Directors.

Section 3. Books, accounts and record of the Association shall be opened to inspection by any member of the Board of Directors, any members of the Association, or any officer thereof, at all reasonable times during the usual business hours of the day.

Section 4. The officers and employees of the Association shall furnish, upon request of the Board of Directors, bonds for the faithful performance of their duties at such time and in such amounts as the Board of Directors may determine.

Section 5. The Treasurer of the Association shall present a statement of receipts and disbursements at each annual meeting of the membership of the Association called in accordance with these By-laws.

ARTICLE VIII

AMENDMENT TO BY-LAWS

Section 1. These By-laws may be amended by any annual or special meeting of the Association by members representing a majority of the voting rights of the Association, provided that there shall first have been given to all members a written notice of such meeting and the substance of the prognosed amendment, which notice shall have been sent so as to be received by each member not less than 15 days before the time for holding the meeting. A notice duly stamped and mailed to the last known address of the member shall be sufficient notice of such meeting.



CERTIFICATE

THIS DOCUMENT RECEIVED
AND FILED IN THE OFFICE
OF THE SECRETARY OF STATE

ARTICLES OF CORRECTION OF THE ARTICLES OF
INCORPORATION OF FARMINGTON ESTATES PROPERTY
OWNERS ASSOCIATION, INC.

BY: 11-1-90 Pursuant to Section 14-3-5 of the Official Code of
DATE: 11-1-90 Georgia Annotated, FARMINGTON ESTATES PROPERTY OWNERS ASSOCIA-
TION, INC. executes the following Articles of Correction:
TRANSACTION # 402027-3
CHARTER # 900027-3 The name of the corporation is FARMINGTON ESTATES

PROPERTY OWNERS ASSOCIATION, INC.

2. The Articles of Incorporation of said company were recorded by the Secretary of State of Georgia on October 26, 1990. Said Articles of Incorporation require correction.

3. The error, inaccuracy, omission, or defect in said document to be corrected is as follows:

V.

The corporation shall have no members. The affairs of the corporation shall be managed by a Board of Directors. The method of the election of the Directors shall be set out in the By-Laws.

4. The foregoing error, inaccuracy, omission, or defect in the document is corrected to read as follows:

V.

The method of the election of the Directors shall be set out in the By-Laws.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Correction to be signed in its corporate name and on its behalf by its Incorporator on this 1st day of November, 1990.

FARMINGTON ESTATES PROPERTY
OWNERS ASSOCIATION, INC.

By: Andrew H. Prussack
ANDREW H. PRUSSACK
Title: Incorporator

NOV 1 1990

SECRETARY OF STATE

CONSENT MINUTES

FARMINGTON PROPERTY OWNERS ASSOCIATION

The undersigned, being all the Directors of **FARMINGTON PROPERTY OWNERS ASSOCIATION (The Association)** hereby authorize, approve, and consent to the adoption of the following resolution in its entirety without a called meeting of the Board of Directors:

RESOLVED: To amend Declaration of Protective Covenants by adding the following language in its entirety:

"No parking of automobiles, motor cycles, trucks, trailers, mobile homes, boats, jet skis, motor homes or any other type of motorized vehicle shall be permitted on the streets, lots or other portions of Farmington or Pinebrook except during reasonable periods of construction and thereafter, except for delivery and pickup or remodeling and repair of improvements on the applicable affected lot in Farmington or Pinebrook. Provided however, guests of residents shall be permitted to park on the streets of Farmington for a period of time not to exceed 48 hours per week.

In the event of violation of this covenant, written notice shall be mailed to the owner of the subject lot by regular U.S. Mail advising of the breach of the covenant and the obligation to cure the breach. In the event of a subsequent breach of this covenant at the same lot or a failure to cure the breach within 5 days of the transmission of such written notice, the Association may at its option cause the offending automobile, motor cycle, truck, trailer, mobile home, motor home, or any other type of motorized vehicle to be towed to a storage facility at the owner's expense, including but not limited to towing expenses and storage fees."

Dated this 19th day of September, 2002.

FARMINGTON PROPERTY OWNERS ASSOCIATION
Board of Directors



N. Turner Simkins



Thomas M. Blanchard, Jr.



Thomas M. Blanchard, III

CONSENT MINUTES

FARMINGTON ESTATES PROPERTY OWNERS ASSOCIATION, INC.

The undersigned, being all the Directors of **FARMINGTON ESTATES PROPERTY OWNERS ASSOCIATION, INC. (The Association)** hereby authorize, approve, and consent to the adoption of the following resolution in its entirety without a called meeting of the Board of Directors:

RESOLVED: "To create a transition committee (Committee) for the purpose of collaborating with the Board all matters relating to transitioning control of the Association from the developer to the property owners. The Board would work closely with the Committee until such time that the Committee is introduced to all necessary information and documentation relating to Association affairs and community management. Further, resolved that the Committee should convene within 30 days to discuss transition matters. At such meeting the Committee should communicate to the Board any questions or requests it may have relating to the Association, Association operations and governing documents. Subsequent to the resolution the Transition Committee is composed of:

Tony Duggan	President	650-2208
Stacy Lenz	Vice President	210-1592
Sherwood Evertte	Treasurer	854-8744
Benita Lawless	Secretary	855-5783

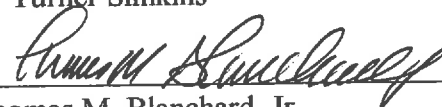
This Resolution allows for the appointment of two additional committee members at the discretion of the Committee Members."

Dated this 6 day of October, 2003.

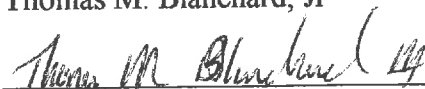
Farmington Estates Property Owners Association, Inc.
Board of Directors



N. Turner Simkins



Thomas M. Blanchard, Jr



Thomas M. Blanchard, III

UNANIMOUS CONSENT TO ACTION OF
BOARD OF DIRECTORS OF
Farmington Estates Property Owners Association, Inc.
WITHOUT A CALLED MEETING

The *Farmington Estates Transition Committee Resolution* which was approved by the Board of Directors of Farmington Estates Property Owners Association, Inc. (The Board) on October 6, 2003 and placed in the Corporate Records of the Association, is hereby amended as follows. Said amendment is presented to The Board for their approval this 20th day of October, 2003.

AMENDED: "To form a Steering Committee to include the following:

Committee Head:

Tony Duggan
222 Farmington Drive
aduggan@bellsouth.net 650-2208

Norm Hess	Sherwood Everette
4852 Birdwood Ct.	4808 Rocky Shoals Cir.
860-8050	854-8744
<u>NJHESS1@aol.com</u>	<u>severette@knology.net</u>

Benitta Lawless	Stacey Lentz
4849 Appletree Ct.	580 Farmington Cir.
855-5783	210-1592
<u>funstang99@worldnet.att.net</u>	<u>james.a.lenz@pfizer.com</u>

Judi Yaworsky	Mark Cleary
5029 Farmstone Ct.	4828 Rocky Shoals
210-8957	863-4436
<u>Judi.Yaworsky@ccboe.net</u>	<u>clearylawn@knology.net</u>

The undersigned, being all the Directors of Farmington Estates Property Owners Association, Inc. hereby authorize, approve, and consent to the adoption of the above stated amendment in its entirety, without a called meeting on the date first stated above.

Farmington Estates Property Owners Association, Inc.
Board of Directors



N. Turner Simkins



Thomas M. Blanchard, Jr



Thomas M. Blanchard, III