

BYLAWS

HARTSFIELD PLANTATION HOMEOWNERS ASSOCIATION, INC.

ARTICLE I. MEETINGS OF ASSOCIATION MEMBERS

Section 1. Association Members. The members of the Hartsfield Plantation Homeowners Association shall consist of all lot owners within Hartsfield Plantation Phase I.

Section 2. Quarterly Meetings. Meetings of the members of the Association shall be held quarterly, in March, June, September and December of each year, with the specific date, time and place to be designated by the Board of Directors. Business transacted at the September meeting shall include election of the Officers/Directors and Committee Chairpersons for the following calendar year.

Section 3. Special Meetings. Special meetings of the members of the Association shall be held when directed by the President, the Board of Directors, or when requested in writing by more than fifty percent of the Association members.

Section 4. Notice. Written notice stating the date, time and place of the meeting, and in the case of a special meeting, the purpose for which the meeting is called, shall be delivered not less than ten nor more than thirty days before the meeting, either personally or by U.S. mail, by or at the direction of the President, the Secretary, or the officer or persons calling the meeting to each member of the Association. If mailed, such notice shall be deemed to be delivered when postmarked.

Section 5. Voting. Each lot in Hartsfield Plantation Phase I, through its owner or owners (Association member), shall be entitled to one vote.

Section 6. Quorum. A majority of the total lots, with their owners (Association members) as representatives, shall constitute a quorum at any meeting of the Association members.

Section 7. Proxies. At any meeting of the Association members or any adjournment thereof, any voting lot may be represented and may vote by a proxy appointed by an instrument in writing.

Section 8. Action by Association Members Without a Meeting. Any action required by law, these Bylaws, the Articles of Incorporation, or the covenants for Hartsfield Plantation to be

taken at any annual or special meeting of the Association members, or any action which may be taken at any annual or special meeting of the Association members, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, shall be signed by the lot owners having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members entitled to vote were present and voted.

ARTICLE II. DIRECTORS

Section 1. Function. The business of this Association shall be managed and its corporate powers exercised by the Board of Directors.

Section 2. Number. The Association shall have a minimum of three directors, which shall consist of the President, Vice President, Secretary, Treasurer and immediate past President of the Association, and the elected chairpersons of the Architectural Control, Bylaws and Crime Watch Committees.

Section 3. Election and Term. The directors who are also officers or committee chairpersons shall be elected as provided in Article III herein and shall serve as directors during their entire term of office. The immediate past President shall serve as a director during the calendar year immediately following his or her term of office. Each director shall hold office for the term for which he or she is elected and until his or her successor is elected and qualified, or until his or her earlier resignation, removal from office or death.

Section 4. Vacancies. Vacancies in the Board of Directors shall be filled at the next quarterly meeting of the Association members.

Section 5. Quorum. The presence of a majority of all the directors shall be necessary at any meeting to constitute a quorum to transact business. The act of a majority of directors present at a meeting where a quorum is present shall be the act of the Board of Directors. Any tie which occurs during voting shall be broken by the President.

Section 6. Meetings. Meetings of the Board of Directors shall be held monthly or at any such time that the Board deems necessary to conduct Association business. Notice of the date, time and place of each meeting shall be given by the Secretary to each director not less than five days before the meeting, unless each director shall waive notice thereof either before, at or after the meeting.

ARTICLE III. OFFICERS

Section 1. Officers. The officers of this Association shall consist of a President, Vice President, Secretary and Treasurer, as well as Chairpersons for the Architectural Control, Bylaws and Crime Watch Committees, each of whom shall be elected by majority vote of the Association

members at their September meeting at which a quorum is present. Their terms shall begin in the upcoming January and shall continue throughout the calendar year. Any two or more offices may be held by the same person.

Section 2. Duties. The officers of this Association shall have the following duties:

The President shall be the chief executive officer of the Association, shall have general and active management of the business and affairs of the Association subject to the directions of the Board of Directors, and shall preside at all meetings of the Association members and the Board of Directors.

The Vice President shall assist the President and shall act as President during the President's absence.

The Secretary shall have custody of and maintain all of the corporate records except the financial records, shall record the minutes of all meetings of the Association members and the Board of Directors, shall send out notices of all meetings and shall perform such other duties as may be prescribed by the Board of Directors or the President.

The Treasurer shall have custody of all Association funds and financial records, shall keep full and accurate accounts of all receipts and disbursements and render accounts thereof at the quarterly meetings of the Association members and the meetings of the Board of Directors and whenever else required by the Board of Directors or the President, and shall perform such other duties as may be prescribed by the Board of Directors or the President.

The Architectural Control Committee shall consist of the elected Chairperson for such committee along with the President of the Association and one other Association member as designated by the Chairperson and the President. The Chairperson shall manage and coordinate the business and activities of such committee.

The Bylaws Committee shall consist of the elected Chairperson of such committee along with any other Association members who volunteer to serve on such committee. The Chairperson shall manage and coordinate the business and activities of such committee.

The Crime Watch Committee shall consist of the elected Chairperson of such committee along with any other Association members who volunteer to serve on such committee. The Chairperson shall manage and coordinate the business and activities of such committee.

Section 3. Removal of Officers. Any officer or chairperson elected by the Association members may be removed by the Association members by a majority vote at a meeting consisting of a quorum. The Association members shall then fill any vacancy at their next quarterly meeting.

ARTICLE IV. AMENDMENT

These Bylaws may be repealed or amended and new Bylaws may be adopted by the Association members or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by the Association members if the members specifically provide that such bylaw not be subject to amendment or repeal by the Board of Directors.

ARTICLE V. ASSOCIATION DUES

Association dues shall be due by January 15 of each year, and they shall be delinquent after April 15, whereupon a 10% late fee shall be assessed.