

reproduced by Franklin to: CHARLES G. BEEMER
Box 3150
Chapel Hill, N.C.

FOR MULTIPLE PIN SHEET

BYLAWS OF

SEE BOOK 633 PAGE 12

BOLIN FOREST II HOMEOWNER'S ASSOCIATION, INC.

These By-Laws are recorded as supplementary to the Declaration of Covenants, Conditions and Restrictions recorded in Book 619, Page 386, Orange County Registry, and apply to that certain 15.63 acres identified as Bolin Forest, Phase 2, and more particularly described in Exhibit A herein and as shown on Plat Book 46, Page 169, Orange County Registry.

ARTICLE I: NAME AND LOCATION.

The name of the corporation is BOLIN FOREST II HOMEOWNER'S ASSOCIATION, INC., hereinafter referred to as the Association. The principal office of the corporation shall be located at 101 Beechwood Drive, Carrboro, Orange County, North Carolina, but meetings of members and directors may be held at such places within the State of North Carolina, County of Orange, as may be designated by the Board of Directors.

ARTICLE II: DEFINITIONS.

Section 1: "Association" shall mean and refer to BOLIN FOREST II HOMEOWNER'S ASSOCIATION, INC., its successors and assigns.

Section 2: "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions, and Restrictions for Bolin Forest II.

Section 3: "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of all Lot Owners in the Properties, such Common Area to be located in all Phases of the Properties as noted upon any recorded subdivision or Phase plat of the Properties.

Section 4: "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision or Phase plat of the Properties with the exception of the Common Area.

Section 5: "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties with the exception of the Common Area. "Owner" shall not include those who have an interest in the property merely as security for the performance of an obligation.

Section 6: "Declarant" shall mean and refer to Bolin Forest

RECORDED
BOLIN FOREST II PHASE 09
ORANGE COUNTY, N.C. RECORDS

HARLES G. BEEMER, P.A.
ATTORNEY AT LAW
17E 700-C, FRANKLIN SQUARE
CHAPEL HILL, N. C. 27514

Limited Partnership, its successors and assigns.

Section 7: "Declaration" shall mean and refer to the Declaration of Covenants, Conditions, and Restrictions applicable to the Properties recorded in Book 619, Page 386, Orange County Registry.

Section 8: "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE III: MEETINGS OF MEMBERS.

Articles
2/25/87

Section 1: Annual Meetings. The first meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular meeting of the members shall be held on the second Monday of November of each year thereafter, at the hour of seven o'clock P. M. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2: Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all the votes of the Class A membership.

Section 3: Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each member's address last appearing on the books of the Association, or supplied by such member to the Association for such purpose of notice. Such notice shall specify the place, day and hour of the meeting, and in the case of special meeting, the purpose of the meeting.

Section 4: Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-fifth (1/5) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or repre-

sented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5: Proxies. At all meetings of members, each member may vote in person or by Proxy. All proxies shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

ARTICLE IV: BOARD OF DIRECTORS, SELECTION, TERM OR OFFICE.

Section 1: Number. The affairs of this Association shall be managed by a Board of five (5) directors, who need not be members of the Association.

Section 2: Term of Office. At the first annual meeting, the members shall elect three directors for a term of one year and two directors for a term of two years. Thereafter, Directors shall be elected for two year terms.

Section 3: Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4: Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5: Action Taken Without A Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V: NOMINATION AND ELECTION OF DIRECTORS.

Section 1: Nomination. Nomination to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member

of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations are to be made from among members or non-members.

ARTICLE VI: MEETINGS OF DIRECTORS.

Section 1: Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice at such place and hour as may be fixed from time to time by resolution of the Board. Should such meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2: Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days notice to each director.

Section 3: Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII: POWERS AND DUTIES OF THE BOARD OF DIRECTORS.

Section 1: Powers. The Board of Directors shall have the power to:

(a) Adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(b) Suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be sus-

pended after notice and hearing, for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(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, the Articles of Incorporation, or the Declaration;

(d) Declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings or the Board of Directors; and

(e) Employ a manager, an independent contractor, or such other employees as they deem necessary, and prescribe their duties.

Section 2: Duties. It shall be the duty of the Board of Directors to:

(a) Cause to be kept a complete record of all 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 the Class A members who are entitled to vote;

(b) Supervise all officers, agents and employees of this 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 thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to Owners subject thereto at least thirty (30) days in advance of each annual assessment period;

(3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after the due date 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 nor any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) Procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) Cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and

(g) Cause the Common area to be maintained.

ARTICLE VIII: OFFICERS AND THEIR DUTIES.

Section 1: Enumeration of Offices. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, and a secretary/treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2: Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 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 shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 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, shall have authority, and perform such duties as the Board may, from time to time, determine.

Section 5: Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time 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. The acceptance of such resignation shall not be necessary to make it effective.

Section 6: Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term for the

officer he replaces.

Section 7: Multiple Offices. The office of Secretary/Treasurer may be held by the same person. No person shall simultaneously hold more than one of the offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8: 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 the orders and resolutions of the Board are carried out; shall sign the 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 his 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/TREASURER: The secretary/treasurer shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members, keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and its members; keep appropriate and current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board; receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and statement of income and expenditures to be presented to the membership at its regular meeting, and deliver a copy of each to the members.

ARTICLE IX: COMMITTEES.

The Board of Directors shall act as an Architectural Control Committee as provided in the Declaration. In addition, the Board of Directors shall appoint other committees as

deemed appropriate in carrying out its purpose.

ARTICLE X: BOOKS AND RECORDS.

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at a reasonable cost.

ARTICLE XI: ASSESSMENTS.

As more fully provided in the Declaration, each member is obligated to pay 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 six percent (6%) per annum, and the Association may bring an action of law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner shall waive or otherwise escape liability for the assessments provided herein by non-use of the Common Area or abandonment of his Lot.

ARTICLE XII: CORPORATE SEAL.

The Association shall have a seal in circular form having within its circumference the words: BOLIN FOREST II HOMEOWNER'S ASSOCIATION, INC., N.C. 1986.

ARTICLE XIII: AMENDMENTS.

Section 1: These By-Laws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

Section 2: 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.

ARTICLE XIV: 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 that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, Declarant has caused this instrument to be executed in its corporate name with its corporate seal affixed, by order of its Board of Directors, on the day and year first above written.

Bolin Forest Limited Partnership

By: Wells Management Group, Inc.
General Partner

Ronald C. Wells

Ronald C. Wells, President

Attest:

Robert H. Dorff

Robert H. Dorff, Secretary
Corporate seal
NORTH CAROLINA

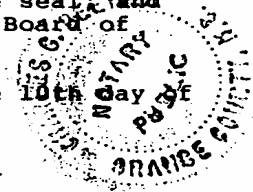
COUNTY OF ORANGE

I, Charles G. Beemer, a notary public in and for said county and state, do hereby certify that *Robert H. Dorff* personally came before me this day and acknowledged that he is Secretary of Wells Management Group, Inc., General Partner of Bolin Forest Limited Partnership, a North Carolina Limited Partnership and that by authority duly given and as the act of said corporation, the foregoing instrument was signed in its name by its President, sealed with its corporate seal, and attested by said Secretary, all by order of its Board of Directors.

Witness my hand and notarial seal, this the 11th day of February, 1986.

Charles G. Beemer

Notary Public



My commission expires: 8/25/91

NORTH CAROLINA - ORANGE COUNTY

The foregoing certificate of _____ of Charles G. Beemer,

A Notary Public of the designated Governmental units is certified to be correct. Filed for registration this the 11th day of February 19 87, at 12:51 o'clock, PM in Record Book 633 Page 15. Betty June Hayes, Register of Deeds

Return: _____

By: *Joyce B. Hankan*

Assistant/Deputy Register of Deeds

EXHIBIT "A"
BOLIN FOREST, PHASE 2

BEGINNING at an iron pipe located along the right of way of Bolin Creek Drive which iron pipe is the southeast corner of lot 52 of Phase 1 of Bolin Forest as shown on the plat of Gerald Strickland, Registered Land Surveyor, as recorded in the Office of the Orange County Register of Deeds, Hillsborough, North Carolina, on the 10th day of February, 1981, at Plat Book 33, Page 42; thence North 47 Degrees 16 Minutes 59 Seconds West for a distance of 199.24 feet to a point; thence North 40 Degrees 55 Minutes 52 Seconds East for a distance of 125.00 feet to a point; thence North 10 Degrees 58 Minutes 48 Seconds East for a distance of 103.71 feet to a point; thence North 39 Degrees 01 Minutes 09 Seconds East for a distance of 304.48 feet to a point; thence North 49 Degrees 30 Minutes 47 Seconds East for a distance of 374.37 feet to a point; thence South 63 Degrees 46 Minutes 38 Seconds East for a distance of 139.61 feet to a point; thence South 89 Degrees 09 Minutes 39 Seconds East for a distance of 89.44 feet to a point; thence South 14 Degrees 28 Minutes 28 Seconds East for a distance of 69.64 feet to a point; thence South 25 Degrees 12 Minutes 16 Seconds East for a distance of 68.32 feet to a point; thence South 49 Degrees 20 Minutes 03 Seconds East for a distance of 115.42 feet to a point; thence South 78 Degrees 45 Minutes 49 Seconds East for a distance of 107.05 feet to a point; thence South 40 Degrees 56 Minutes 15 Seconds East for a distance of 86.52 feet to a point; thence South 11 Degrees 51 Minutes 35 Seconds East for a distance of 168.04 feet to a point; thence South 02 Degrees 46 Minutes 35 Seconds East for a distance of 358.04 feet to a point; thence North 47 Degrees 04 Minutes 21 Seconds West for a distance of 93.83 feet to a point; thence North 57 Degrees 19 Minutes 32 Seconds West for a distance of 69.94 feet to a point; thence North 72 Degrees 00 Minutes 44 Seconds West for a distance of 102.43 feet to a point; thence North 89 Degrees 03 Minutes 10 Seconds West for a distance of 73.82 feet to a point; thence South 52 Degrees 31 Minutes 29 Seconds West for a distance of 57.26 feet to a point; thence South 30 Degrees 59 Minutes 33 Seconds West for a distance of 149.56 feet to a point; thence South 76 Degrees 56 Minutes 45 Seconds West for a distance of 61.07 feet to a point; thence North 80 Degrees 15 Minutes 21 Seconds West for a distance of 153.51 feet to a point; thence South 72 Degrees 43 Minutes 06 Seconds West for a distance of 98.74 feet to a point; thence South 30 Degrees 36 Minutes 49 Seconds West for a distance of 91.21 feet to a point; thence North 39 Degrees 26 Minutes 13 Seconds West for a distance of 231.02 feet to a point; thence North 81 Degrees 41 Minutes 59 Seconds West for a distance of 75.56 feet to a point; returning thereby to the **POINT OF BEGINNING**; containing 15.63 acres, more or less, as shown on the plat prepared by The John R. McAdams Company, Registered Land Surveyors, dated September, 1986.