

**BY-LAWS OF  
BLUE STEM LAKE HOMEOWNERS' ASSOCIATION, INC.  
(As Amended August 24, 2000)**

**ARTICLE I**

**CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS**

**Section 1.** The name of this Corporation shall be Blue Stem Lake Homeowners' Association, Inc., which may be referred to hereinafter as the "Corporation."

**Section 2.** The principal office of this Corporation shall be in Oklahoma City, Oklahoma.

**Section 3.** The Corporation, for Federal Income Tax purposes, shall be a Section 528 (c) (3) "Residential Real Estate Management Association" as that term is defined in Section 528 (c) (3) of the Internal Revenue Code of 1986, and in Treasury Regulation Section 1.528-1(c).

**Section 4.** The Corporation shall elect to be a Residential Real Estate Management Association annually and pursuant to Section 528 (c) (1) (E) of the Internal Revenue Code of 1986.

**ARTICLE II**

**Section 1.** Membership in the Corporation shall be open to the legal owner(s) of any home located on any of the following described residential lots (set forth in subparagraphs [a] through [e] below).

(a) Lots 1-13, inclusive in Block 1 of Blue Stem Lake Addition No. 1, being a subdivision of a part of the Southeast Quarter (SE/4), Section 21, Township 13 North, Range 4 West, of the Indian Meridian in Oklahoma City, Oklahoma County, Oklahoma.

(b) Lots 1-5, inclusive in Block 7 of Blue Stem Lake Addition, Section Two, being a subdivision of a part of the Southeast Quarter (SE/4), Section 21, Township 13 North, Range 4 West, of the Indian Meridian in Oklahoma City, Oklahoma County, Oklahoma.

(c) Lots 6-20, inclusive in Block 7 of Blue Stem Lake Addition, Section Four, being a subdivision of a part of the Southeast Quarter (SE/4), Section 21, Township 13 North, Range 4 West, of the Indian Meridian in Oklahoma City, Oklahoma County, Oklahoma.

(d) Lot 14-31, inclusive in Block 14, and Lots 1-2, inclusive in Block 13 of Blue Stem Lake Addition, Section Five, being a subdivision of a part of the Southeast Quarter (SE/4), Section 21, Township 13 North, Range 4 West, of the Indian Meridian in Oklahoma City, Oklahoma County, Oklahoma.

(e) Lots 1-2, Block 3 of Spring Creek Addition, being a subdivision of a part of the Southeast Quarter (SE/4), Section 21, Township 13 North, Range 4 West, of the Indian Meridian in Oklahoma City, Oklahoma County, Oklahoma

**Section 2.** One or more persons or entities owning a home built upon any of the lots described in Article II, Section 1, (a) through (e), above shall be considered to be but one member of the Corporation. Each member as defined heretofore shall have one vote in the Corporation. Persons eligible for membership may join the Corporation by executing an instrument acknowledging that they agree to be bound by the terms of these By-Laws and by the Certificate of Incorporation of the Corporation. By signing such instrument, each member acknowledges that the Corporation shall have the right to enforce any obligation in conjunction with membership in the Corporation by means of a levy or assessment which may become a lien upon the separately or commonly owned lots, parcels or areas of defaulting owners or members, which said lien may be foreclosed in any manner provided by law for the foreclosure of mortgages or deeds of trusts, with or without a power of sale. Should such an action be brought to enforce any lien authorized pursuant to these provisions, the prevailing party shall be entitled to recover reasonable attorneys' fees to be fixed by the Court, which shall be taxed as costs in the action.

### **ARTICLE III**

**Section 1.** There shall be an annual meeting of the Corporation during the month of August of each year at the principal office of the Corporation or such other appropriate location in Oklahoma County as designated by the Board of Directors. At, such meeting, the Board of Directors shall be elected.

**Section 2.** Special meetings of the members of the Corporation may be called at any time by the President and, in his absence, by the Board of Directors.

**Section 3.** Notice of the time of any annual or special meeting shall be given in writing by the Board of Directors to each member in good standing at least five (5) days before the date of such meeting. If the meeting will be a special meeting, the notice given shall state the time, place and purpose of such meeting.

**Section 4.** The President or, in his absence, the Vice President shall preside at all such meetings.

**Section 5.** At every such meeting, each member of the Corporation in good and regular standing shall be entitled to cast one vote.

**Section 6.** A quorum for the transaction of business at any such meeting shall consist of fifteen (15) members in good and regular standing.

**Section 7.** The members of this Corporation shall have power, by majority of those attending any such meeting, to remove any director or officer from office.

## **ARTICLE IV**

### **DIRECTORS**

**Section 1.** The business and property of the Corporation shall be managed by a Board of five (5) Directors, who shall be elected by the members. Each Director shall be over 21 years of age and must be a member in good and regular standing.

**Section 2.** Directors, serving in such capacity, shall not receive compensation for their services, but may receive reimbursement for expenses incurred when duly authorized by the Board of Directors; provided, however, nothing herein contained shall be construed to preclude any Director from providing services to the Corporation in any other capacity and receiving compensation therefore.

**Section 3.** The Board of Directors shall be classified with respect to the time for which they shall severally hold office by dividing them into two classes. The Directors of the first class shall consist of two persons who shall be elected for a term of one (1) year. Those of the second class shall consist of three persons and shall serve for a term of two (2) years. At each succeeding election, the successor to the class of Directors whose terms shall expire in that year shall be elected to hold office for the term of two (2) years, so that the term of office of one class of directors shall expire each year.

**Section 4.** The regular meeting of the Directors shall be held in the principal office of the Corporation, or such other place as is appropriate in Oklahoma County as designated by the Board of Directors, immediately after the adjournment of each annual membership meeting.

**Section 5.** Special meetings of the Board of Directors may be called by the President and, in his absence, by the Vice President, or by any two (2) members of the Board. By unanimous consent of the Directors, special meetings of the Board may be held without notice, at any time and place. Notice of all regular and special meetings, except those by unanimous consent, shall be given at least five (5) days prior to the time fixed for the meeting.

**Section 6.** Transactions of any meetings of Directors, however called or noticed, shall be valid as though had at a meeting duly held after regular call on waiver of notice, if a quorum be present, and if either before or after the meeting, each of the Directors not present signs a written waiver of notice or consent to the holding of such meeting, or an approval of the minutes thereof.

**Section 7.** Any action, which might be taken at a meeting of the Board of Directors, may be taken without a meeting if a record or memorandum thereof be made in writing and signed by all the members of the Board of Directors.

**Section 8.** A quorum for the transaction of business at any regular or special meeting of the Directors shall consist of three (3) members of the Board.

**Section 9.** The Directors shall from among themselves elect the officers of the Corporation. Such election shall be at the Directors' meeting following each annual membership meeting. Officers may be removed at any time by a three-fifths (3/5ths) vote of the Board of Directors.

**Section 10.** Vacancies in the Board of Directors may be filled by the remaining Directors at any regular or special Directors' meeting.

**Section 11.** At each membership meeting, the Directors shall submit a statement of the business done during the preceding year, together with a report on the condition of its tangible property and of the general financial condition of the Corporation.

**Section 12.** The Board of Directors may adopt such rules and regulations for the management and preservation of Blue Stem Lake, as they may consider necessary. A copy of any rules or regulations adopted must be made readily available to all members. Any rule or regulation must be adopted unanimously by the Directors or be voted on by the membership at a regular or special meeting of Blue Stem Lake Homeowners' Association, Inc.

## ARTICLE V

**Section 1.** The officers of the Corporation shall be a President, Vice President and Secretary/Treasurer, who shall be elected for a term of one (1) year and shall hold office until their successors are duly elected and qualified. No one shall be eligible to be an officer who is not also a Director of the corporation and any officer who ceases to be a Director shall cease to hold office as soon as his or her successor is elected and qualified.

**Section 2.** The President shall preside at all meetings of the Directors and of the membership, shall sign all written contracts of the Corporation, and shall perform all such other duties as are incident to his office. In the case of the absence or disability of the President, his or her duties shall be performed by the Vice President.

**Section 3.** The Secretary/Treasurer shall issue notices of all Directors' and membership meetings and shall attend and keep the minutes of the same, shall have charge of all corporate books, records and papers, shall be the custodian of the corporate seal, shall attest with his or her signature and impress with the corporate seal all written contracts of the Corporation and shall perform all such other duties as are incident to the office. The Secretary/ Treasurer shall also have custody of all monies and securities of the Corporation and shall serve without bond. He or she shall sign all checks of the Corporation and shall make a report of the general financial condition of the Corporation at each annual meeting of the membership.

## ARTICLE VI

**Section 1.** Amendments to these By-Laws may be made by a vote of the majority of the members present at any annual meeting of the membership, or at any special meeting thereof, where the proposed amendment has been set out in a notice of such meeting.

**Section 2.** The fiscal year of the Corporation shall be fixed by proper resolution of the Board of Directors.

**Section 3.** There is hereby created an annual assessment of \$150.00 per member of the Corporation for the maintenance and upkeep of Blue Stem Lake and its spillway, dam and common areas. By a two-thirds (2/3rds) majority vote of the members of the Corporation, members may elect to establish (1) an increase or decrease in the annual assessment or charges, and (2) special assessments for non-recurring maintenance or improvements, each such assessment to be fixed, established and collected from time to time as hereinafter provided. Any annual or special assessment shall be a charge on the land and shall be a continuing lien upon the property against which such assessment is made, paramount and superior to any homestead or other exemption provided by law, but shall not be prior or superior to any purchase money mortgage lien or any existing first mortgage on a home. Said lien may be enforced by the Corporation and may be foreclosed in any manner provided by the law of the State of Oklahoma for the foreclosure of mortgages or deeds of trust, with or without power of sale. Each such assessment, together with interest, costs and reasonable attorneys' fees, shall also be the personal obligation of the person who is the owner of such property at the time when the assessment fell due. The personal obligation shall not pass to successors in title unless expressly assumed by them, but nevertheless, the lien above mentioned arising by reason of such assessment shall continue to be a charge and lien upon the land as provided and may be reduced to writing, executed by the President, attested by the Secretary of the Corporation and filed of record in the office of the County Clerk of Oklahoma County, Oklahoma.

**Section 4.** The first annual assessment shall be \$150.00 per member and shall be due and payable as of January 1, 1994.

**Section 5.** Every annual and/or special assessment established under this Article shall be fixed at a uniform rate for all lots; provided, however, that if one home is built on one or more lots, there will be only one assessment per residence.

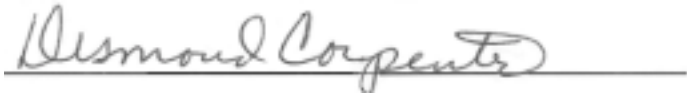
**Section 6.** Any assessments, which are not paid when due, shall be delinquent. If the assessment is not paid within sixty (60) days from its due date, the assessment shall bear interest from its due date at an annual rate equal to twelve percent (12%).

**Section 7.** Any person purchasing a lot whose prior owner has already become a member of the Corporation shall, by virtue of purchasing that lot, become a member of the Corporation such that the record owner of any lot as of the first day of January of each year will be subject to and obligated to pay the above-referenced assessments.

**Section 8.** The use of gas powered motors on any watercraft or other device on Blue Stem Lake is strictly prohibited except as may be approved for special circumstances by a unanimous decision by the directors.

Know all men by these presents:

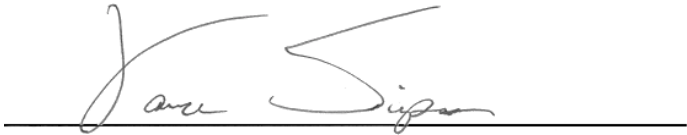
We, the undersigned, being all of the current Directors of the above-named Corporation, incorporated, organized and existing under and by virtue of the laws of the State of Oklahoma, do hereby certify that pursuant to Article VI, Section 1 of the original By-Laws, the foregoing By-Laws, consisting of six (6) articles, were duly adopted as the By-Laws of the Corporation (As Amended August 24, 2000) on this 26 day of August, 2000.



Desmond Carpenter, President  
6104 Beaver Creek Road  
Oklahoma City, OK 73162



Marcel Silberman, Secretary/Treasurer  
11104 Blue Stem Back Road  
Oklahoma City, OK 73162



Vance Simpson, Vice President  
11008 Blue Stem Back Road  
Oklahoma City, OK 73162



Carol Titus, Director  
11097 Blue Stem Road  
Oklahoma City, OK 73162 Back



Delbert Phillips, Director  
11215 Blue Stem Drive  
Oklahoma City, OK 73162

Know all men by these presents:

That I, the undersigned, Secretary/Treasurer of the Corporation, incorporated, organized and existing under the laws of the State of Oklahoma, do hereby certify that pursuant to Article VI, Section 1 of the original By-Laws, the foregoing By-Laws, consisting of six (6) articles, were duly adopted as the By-Laws of the Corporation (As Amended August 24, 2000) on this 28 day of August, 2000

In witness whereof, I have hereunto subscribed my name and affixed the seal of said Corporation on this 26<sup>th</sup> day of August, 2000.



[SEAL]

Marcel Silberman, Secretary/Treasurer