

CUYAHOGA COUNTY
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RECORDING OF

BYLAWS

(ALSO KNOWN AS CODE OF REGULATIONS)

OF

PINE LAKES RESIDENTIAL COMMUNITY, INC.

PLEASE CROSS MARGINAL REFERENCE WITH THE DECLARATION OF
COVENANTS AND RESTRICTIONS RECORDED AT INSTRUMENT NO.
199908010154 OF THE CUYAHOGA COUNTY RECORDS.

BYLAWS (ALSO KNOWN AS CODE OF REGULATIONS)
OF
PINE LAKES RESIDENTIAL COMMUNITY, INC.

WHEREAS, the Pine Lakes Residential Community, Inc. ("Association") was created on or about May 12, 1987, in conjunction with the filing of its Articles of Incorporation with the Ohio Secretary of State's Office; and

WHEREAS, the Association's principal purpose is to maintain and operate the Pine Lakes Residential Community, Inc. development located in Strongsville, Ohio, pursuant to the terms and provisions of the Declaration of Covenants and Restrictions, that were filed for record at Instrument No. 199908010154 of the Cuyahoga County Records; and

WHEREAS, upon the filing of the Articles of Incorporation, a set of Bylaws (also known as Code of Regulations) (the "Bylaws") for conducting the Association's affairs was also created and adopted by the Declarant, but not filed for record with the Cuyahoga County Records; and

WHEREAS, Ohio Revised Code Section 5312.02 of the Ohio Planned Community Act, as adopted on June 10, 2010 and effective 90 days thereafter, requires a copy of the Bylaws to be filed and recorded with the County Recorder, and

WHEREAS, to bring the Association's governing documents in compliance with Section 5312.02, a copy of the Bylaws of Pine Lakes Residential Community, Inc. is attached hereto.

NOW THEREFORE, the Bylaws of Pine Lakes Residential Community, Inc. are attached to the Declaration, as "Exhibit D," and set forth as attached hereto.

IN WITNESS WHEREOF, the said Pine Lakes Residential Community, Inc. has caused the execution of this instrument this 2nd day of March, 2011.

PINE LAKES RESIDENTIAL COMMUNITY, INC.

By: Patrick J. Schuette
PAT SCHUETTE, its President

By: Louise A. Ullrich
LOUISE A. ULLRICH, its Secretary

STATE OF OHIO)
) SS
COUNTY OF CUYAHOGA)

BEFORE ME, a Notary Public, in and for said County, personally appeared the above named Pine Lakes Residential Community, Inc., by its President and its Secretary, who acknowledged that they did sign the foregoing instrument, and that the same is the free act and deed of said corporation and the free act and deed of them personally and as such officer.

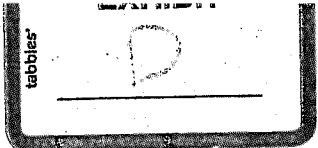
IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Henckley, Ohio, this 2nd day of March, 2011.

Jacqueline H. Symons
NOTARY PUBLIC

This instrument prepared by:
KAMAN & CUSIMANO, LLC,
Attorneys at Law
2000 Terminal Tower
50 Public Square
Cleveland, Ohio 44113
(216) 696-0650

Please place notary stamp/seal here:

Jacqueline H. Symons
Notary Public, State of Ohio
Recorded in Medina Cty.
My Comm. Expires 8-6-2011



BY-LAWS
CODE OF REGULATIONS
OF
PINE LAKES RESIDENTIAL COMMUNITY, INC.

ARTICLE I
NAME AND LOCATION

The name of the Association is Pine Lakes Residential Community, Inc., (the "Association") which corporation, not-for-profit, is created pursuant to the provisions of Chapter 1702 of the Revised Code of Ohio. The principal office of the Association shall be as set forth in its Articles of Incorporation, and the place of meetings of owners (members) and of the Trustees of the Association shall be at such place in Cuyahoga County, Ohio, as the Board of Trustees may from time to time designate.

ARTICLE II
PROPERTY OWNERS (MEMBERS)

Section 1 - Composition. Each owner as defined in Article V of the Articles of Incorporation, is a member of the Association.

Section 2 - Annual Meetings. Regular annual meetings of the owners shall be held in the first calendar quarter of each year hereafter, on a date and at an hour established, from time to time, by the Board.

Section 3 - Special Meetings. Special Meetings of the owners may be called at any time by the president or by the Board, upon written request of owners entitled to exercise one-fourth (1/4) or more of the voting power of owners.

Section 4 - Notice of Meetings. Written notice of each meeting of owners 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 pre-paid, at least five (5) days before such meeting, to each owner entitled

to vote thereat; addressed to the owner's address or by delivering a copy of that notice at such address at least five (5) days before the meeting. The notice shall specify the place, day and house of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 5 - Quorum. The owners present, in person or by proxy at any duly called and noticed meeting of owners, shall constitute a quorum of such meeting.

Section 6 - Proxies. At any meeting of owners, an owner may vote in person or by proxy. All proxies shall be in writing and filed with the secretary prior to the meeting. Every proxy shall be revocable and shall automatically cease upon conveyance by an owner of his, her or its property.

Section 7 - Voting Powers. A majority of the voting power of owners voting on any matter that may be determined by the owners at a duly called and noticed meeting shall be sufficient to determine the matter. The rules of Roberts Rules of Order shall apply to the conduct of all meetings.

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Section 8 - Action in Writing Without Meeting. Any action that could be taken by owners at a meeting may be taken without a meeting with the affirmative vote or approval, in a writing or writings, of owners having not less than a majority of the voting power of owners.

ARTICLE III
BOARD OF TRUSTEES (BOARD OF MANAGERS)

Section 1 - Initial Trustees. The initial trustees shall be those three persons named as the initial trustees in the Articles, who shall serve for one year. Initial Trustees are not required to be lot owners.

Section 2 - Successor Trustees. There shall be at least three but not more than seven successor Trustees each of whom shall be member of the Association and a lot owner. They shall be elected at a meeting called for

such purpose by the present Trustees and shall serve for a period of one year. All shall stand for re-election annually at a meeting called for that purpose.

Section 3 - Removal. Excepting only Trustees named in the Articles, any Trustee may be removed from the Board with or without cause, by a majority vote of the owners. In the event of the death, resignation or removal of a Trustee other than one named in the Articles, that Trustee's successor shall be selected by the remaining members of the Board and shall serve until the next annual meeting of owners, when a Trustee shall be elected to complete the term of such deceased, resigned or removed Trustee.

Section 4 - Nomination. Nominations shall be made from the floor at the meetings.

Section 5 - Election. Election to the Board by the owners shall be by ballot.

Section 6 - Compensation. No trustee shall receive compensation for any service rendered to the Association as a Trustee. However, any Trustee may be reimbursed for his or her actual expenses incurred in the performance of duties.

Section 7 - Regular Meetings. Regular meetings of the Board of Directors shall be held periodically on such dates as the Board may designate.

Section 8 - Special Meetings. Special meetings of the Board shall be held when called by the president of the Board, or by any two trustees, after not less than three days notice to each Trustee.

Section 9 - Quorum. The presence at any duly called and noticed meeting, in person or by proxy, of Trustees entitled to cast a majority of the voting power of Trustees shall constitute a quorum for such meeting.

Section 10 - Voting Power. Vote of a majority of the Trustees voting on any matter that may be determined by the Board at a duly called and noticed meeting at which a quorum is present shall be sufficient to determine that matter.

Section 11 - Action in Writing Without Meeting. Any action that could be taken by the Board at a meeting may be taken without a meeting with the affirmative vote or approval, in a writing or writings, of all the Trustees.

Section 12 - Powers. The Board shall, under law, have the right, power, and authority to:

- (a) take all actions deemed necessary or desirable to comply with all requirements of law;
- (b) enforce the covenants, conditions and restrictions set forth in the Declaration of Covenants and Restrictions affecting the Properties owned by the Association (the "Declaration");
- (c) repair, maintain and improve the Common Properties;
- (d) establish, enforce, levy and collect assessments, subject to the provisions of the Declaration;
- (e) adopt and publish rules and regulations governing the use of the Common Properties and the personal conduct of the owners, occupants and their guests thereon and establish penalties for the infraction thereof;
- (f) suspend the voting rights of an owner during any period in which such owner shall be in default in the payment of any assessment levied by the Association;
- (g) declare the office of a member of the Board to be vacant in the event such Trustee shall be absent from three consecutive regular meetings of the Board;
- (h) authorize the officers to enter into one or more management agreements in order to facilitate the efficient operation of the property.

Section 13 - Duties. It shall be the duty of the Board to:

(a) Cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the owners at each annual meeting of owners, or at any special meeting when such statement is requested in writing by owners representing one-half (1/2) or more of the voting power of owners;

(b) supervise all officers, agents, and employees of the Association and see that their duties are properly performed;

(c) fix the amount of assessments against each property, subject to the provisions of the Declaration:

(d) give written notice of each assessment to every owner;

(e) foreclose the lien against any property for which assessments are not paid;

(f) file an action at law against the owner(s) personally obligated to pay the same;

(g) issue, or to cause an appropriate representative to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid;

(h) procure and maintain insurance as the Board deems advisable;

(i) cause the restrictions created by the Subdivision Plat of Pine Lakes Village Subdivision to be enforced.

ARTICLE IV
OFFICERS

Section 1 - Enumeration of Officers. The officers of this Association shall be a president, a secretary, a treasurer and such other officers as the Board may from time to time determine.

Section 2 - Selection and Term. The officers of the Association shall be selected by the Board, from time to time, to serve until the Board selects their successors. Any officer may also be a member of the Board.

Section 3 - Resignation and Removal. Any officer may be removed from office, with or without cause, by the Board. 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 the acceptance of such resignation shall not be necessary to make it effective.

Section 4 - Duties. The duties of the officers shall be as the Board may from time to time determine. Unless the Board otherwise determines, the duties of the officers shall be as follows:

(a) President. The president shall preside at all meetings of the Board, shall have the authority to see that orders and resolutions of the Board are carried out, and shall sign all legal instruments on behalf of the Association.

(b) Vice President. The vice president shall perform all the duties of the President in case of the latter's absence or disability.

(c) Secretary. The secretary shall record the votes and keep the minutes and proceedings of meetings of the Board and of the owners, serve notice of meetings of the Board and of the owners, keep appropriate current records showing the names of owners of the Association together with their addresses, and shall act in the place and stead of the president in the event of the president's absence or refusal to act.

(d) Treasurer. The treasurer shall assume responsibility for the receipt and deposit in appropriate bank accounts of all monies of the Association, and the disbursements of such funds as directed by resolution of the Board, the keeping of proper books of account, the preparation of an annual budget and a statement of income and expenditures to be presented to the owners at annual meetings, and the delivery or mailing of a copy of each to each of the owners.

ARTICLE V
BOOKS AND RECORDS

The books, records and financial statements of the Association shall be available during normal business hours or under other reasonable circumstances, upon request to the Association, for inspection by owners and the holders and insurers of first mortgages.

ARTICLE VI
APPLICABLE LAWS: PRIORITY OF DOCUMENTS

- (a) Chapter 1702 of the Ohio Revised Code,
- (b) The Declaration,
- (c) The Articles,
- (d) These By-Laws, and
- (e) The Rules, shall be interpreted as a harmonious whole and this

Association shall be subject to and governed by all of such laws, documents and rules. In the event of any direct inconsistency in any provisions in any of the foregoing, the provisions in the law or document first above listed shall be given priority; provided, however, that all inconsistencies between or among the permissive provisions of Chapter 1702 of the Ohio Revised Code and any provisions of any documents or Rules, listed later shall be resolved in favor of the documents or Rules listed later.

ARTICLE VII
ORDER OF BUSINESS

Section 1 - Generally. The regular order of business of this

Association will be:

- (a) Roll Call
- (b) Minutes
- (c) Correspondence
- (d) President's Report
- (e) Treasurer's Report
- (f) Committee Reports
- (g) Old Business
- (h) New Business
- (i) Good and Welfare

Section 2 - Suspension of Regular Order of Business. The regular order of business may be suspended by a majority vote of the voting power present at a meeting and constituting a quorum.

Section 3 - Parliamentary Procedure. Robert's Rules of Order shall govern all rules of parliamentary procedure unless otherwise provided by these Regulations.

ARTICLE VIII
AMENDMENTS

These By-Laws may be amended by a majority vote of any membership meeting.

IN TESTIMONY WHEREOF, we the undersigned, the incorporators of the Association, have caused these By-Laws to be duly adopted on or as of the

8th day of May, 1987.

PINE LAKES RESIDENTIAL COMMUNITY, INC.

By: Harvey S. Saks
Harvey S. Saks

By: Jacob Goldberg
Jacob Goldberg

By: Scott E. Goldberg
Scott E. Goldberg