

**BYLAWS OF  
NORTH SHORE PROPERTY OWNERS ASSOCIATION, INC.**

**ARTICLE I**

**NAME AND LOCATION.** The name of the corporation is North Shore Property Owners Association, Inc. (the "Association"). The principal office of the corporation shall be located at 111 S.W. Cole Younger Drive, Lee's Summit, Missouri 64082, but meetings of members and directors may be held at such places within the State of Missouri as may be designated by the Board of Directors.

**ARTICLE II  
DEFINITIONS**

**Section 1.** The terms "Association", "Common Area", "Declarant", "Lots", "Owner" and "North Shore at Raintree Lake" as used in these Bylaws shall have the meanings set forth in the Declaration of Covenants, Conditions and Restrictions of North Shore at Raintree Lake dated May 26, 2005 and recorded May 27, 2005 under Document No. 2005I0044516 in the office of the Recorder of Deeds for Jackson County, Missouri and recorded June 2, 2005 under Document No. 328516 in the office of the Recorder of Deeds for Cass County, Missouri (the "Declaration").

**Section 2.** "Member" means those persons or entities entitled to membership in the Association as provided in the Declaration.

**ARTICLE III  
MEETING OF MEMBERS**

**Section 1. Annual Meetings.** The first annual meeting of the Members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the Members shall be held in the same month of each year thereafter, at a date, time and place within the State of Missouri selected by the Board of Directors of the Association.

**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 (i) entitled to vote seventy percent (70%) of all of the votes of the Class A Membership and (ii) entitled to vote seventy percent (70%) of all of the votes of the Class B 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 the notice, postage prepaid, not less than fifteen (15) nor more than sixty (60) days before the meeting, to each Member, addressed to the Member's address last appearing on the books of the Association, or supplied by the Member to the Association for the purpose of notice. The notice shall specify the place, day and hour of the meeting. In the case of a special meeting, the notice shall state the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of Members or proxies entitled to cast one-tenth (1/10th) of the votes of the Membership shall constitute a quorum for any action except as otherwise provided in the Declaration or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote at that meeting shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present or represented.

Section 5. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

**ARTICLE IV  
BOARD OF DIRECTORS SELECTION:  
TERM OF OFFICE**

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be Members of the Association.

Section 2. Term of Office. The "Charter Directors" (as defined in the Articles of Incorporation of the Association) shall serve until December 31, 2006, or until his or her death or resignation. In the event of such death or resignation, the remaining Charter Directors shall have full authority to designate a successor or successors. Beginning January 1, 2007, or upon the death and/or resignation of all of the Charter Directors of the North Shore Board, the Owners may elect three (3) new Directors each to serve a term of three (3) years and an instrument describing such act shall be duly recorded in the offices of the Jackson County Recorder and Cass County Recorder. Upon the conclusion of the first three (3) year term of the first such elected North Shore Board, subsequent election of Directors to serve each successive three (3) year term shall occur at the annual meeting preceding such term.

Section 3. Removal. Any director, other than a Charter 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, pursuant to these Bylaws, 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 a majority of 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 and Call of Meeting. Beginning January 1, 2007, or, prior to said date, upon the death and/or resignation of all of the Directors of the North Shore Board, any Owner shall be entitled or permitted to call a meeting of the Owners for the purpose of electing Directors of the North Shore Board, by written notice sent to all the Owners at their last known addresses not less than ten (10) days nor more than forty (40) days prior to the time of the meeting. The notice shall designate the time and place of the meeting, which shall be held at a reasonable time. At such meeting, Director nominations may be made from the floor.

Section 2. Election. At any meeting called for such purpose, the presence at the meeting of Owners entitled to cast seventy percent (70%) of the votes shall constitute a quorum. If a quorum is not present, those Owners present may adjourn the meeting to another date within sixty (60) days of the first meeting. At such subsequent meeting, the required quorum will be only one-half (½) of the number of Owners required at the first meeting. Election to the Board of Directors shall be by written ballot. Each Owner shall be entitled to the number of votes set forth in the Articles of Incorporation for such Owner. At the election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

Section 3. The rights of any Owner to serve as a Director of the North Shore Board may be suspended by a majority of the North Shore Board if the Owner, his or her family, tenants, or guests of any of them, shall then be in violation of this Declaration.

ARTICLE VI  
MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held at least annually at such place and hour as may be fixed from time to time by resolution of the Board, without the necessity of further notice.

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 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 Areas, including any improvements and amenities located on the Common Areas, and the personal conduct of the Members and their guests on the Common Areas, and to establish penalties for the infraction of these rules and regulations;

(b) suspend the voting rights, and the right of use of any recreational facilities located on any Common Area during any period in which the Member is in default in the payment of any assessment levied by the Association; these rights may also be suspended for a period not to exceed sixty (60) days for an 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 Members by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration; and:

(d) employ a manager, independent contractors or other employees or contractors as they deem necessary, and to prescribe their duties.

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

(a) keep a complete record of all its acts and corporate affairs and to present a statement of its acts and affairs to the Members at the annual meeting of the Members, or at any special meeting when such a statement is requested in writing by the holders of one-half (1/2th) of the votes of the Class A Members and by the holders of one-half (1/2th) of the votes of the Class B Members;

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

(c) as more fully provided in the Declaration to:

(1) adopt a budget and fix the amount of the annual assessment against each Lot not later than December 15<sup>th</sup> of each year;

(2) send written notice of each annual assessment to every Lot Owner subject to the assessment not later than January 1st of each year, and of each special assessment, at least forty-five (45) days in advance of its due date; and

(3) foreclose the lien against a Lot if the Owner of the Lot has not paid the

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 Bylaws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI  
ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association assessments which are secured by a continuing lien upon the Lot against which the assessment is made. It shall be the responsibility of the Association to collect assessments as described in the Declaration. Any assessment not paid when due shall be deemed delinquent and shall be subject to a late charge of twenty-five dollars (\$25.00). Such delinquent assessments not paid within 30 days after the due date shall bear interest from the date due at the higher of (1) 12% per annum, or (2) five percentage points per annum above the publically announced prime rate of interest as shown in the nationally distributed Wall Street Journal. Such interest shall be charged against such delinquent assessment until paid in full. The total amount due hereunder shall become a lien on the Owner's Lot. If the Association must take any legal action for the amounts due hereunder, it shall be entitled to interest, costs, and its reasonable attorney's fees, which such amounts shall be added to the amount of the assessment, all of which shall be considered to be due from the Owner. In the case of a Lot owned by two or more persons, each such person shall be jointly and severally liable for the assessments and other charges due hereunder. In addition to the foregoing, the North Shore Board may suspend the voting rights of any Owner in the Association or on the North Shore Board until such time as all delinquent amounts are paid.

ARTICLE XII  
AMENDMENTS

Section 1. Until December 31, 2015, the Board of Directors shall have the absolute unilateral right, power and authority to modify, revise, amend or change any of the terms or provisions of these Bylaws, all as from time to time amended or supplemented, so long as Declarant has an ownership interest in at least one (1) of the Lots. Beginning January 1, 2016, these Bylaws may be amended by affirmative vote of Owners of not less than seventy percent (70%) of the Lots. Any amendment must be recorded and maintained with the records of the Association.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and the Articles or these Bylaws, the Declaration shall control.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to the vacancy shall serve for the remainder of the term of the officer he replaces and until his successor shall have been elected and qualified.

Section 7. Multiple Offices. Not more than two offices may be held by the same person.

Section 8. Duties. The duties of the officers are as follows:

#### President

(a) The President shall preside at all meetings of the Members and of the Board of Directors and see that orders and resolutions of the Board are carried out. The President shall have authority to sign all leases, mortgages, deeds and other written instruments.

#### Vice-President

(b) 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 exercise and discharge such other duties as may be required of him by the Board. The Vice-President shall likewise have authority to sign all leases, mortgages, deeds and other written instruments.

#### Secretary

(c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the Members of the Association together with their addresses; and perform such other duties as required by the Board.

#### Treasurer

(d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and disburse these funds as directed by resolution of the Board of Directors; keep proper books of account; cause an annual audit of the Association books to be made at the completion of each fiscal year; and prepare an annual budget and a statement of income and expenditures to be presented to the Membership at its regular annual meeting, and deliver a copy of each to the Members requesting the same.

### ARTICLE IX COMMITTEES

The Board of Directors shall appoint such committees, with such powers and duties, as deemed appropriate to carrying out the purposes of the Association.

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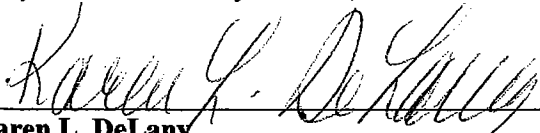
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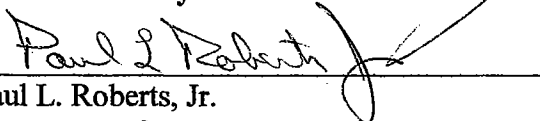
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ARTICLE XIII  
MISCELLANEOUS

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 and end on December 31st of that year.

IN WITNESS WHEREOF, we, being all of the Directors of North Shore Property Owners Association, Inc., have executed these Bylaws this 7th day of June, 2005.

  
\_\_\_\_\_  
Karen L. DeLany

  
\_\_\_\_\_  
Paul L. Roberts, Jr.

  
\_\_\_\_\_  
John P. Roberts

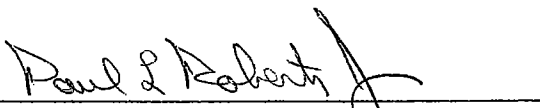
CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting Secretary of North Shore Property Owners Association, Inc., a Missouri corporation; and

THAT the foregoing Bylaws constitute the original Bylaws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 7th day of June, 2005.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 7th day of June, 2005.

  
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Name Printed: Paul L. Roberts, Jr., Secretary