

BY-LAWS
OF
ARADON FARM
LOT & HOMEOWNERS ASSOCIATION
A NONPROFIT CORPORATION

ARTICLE I

OFFICERS

Section 1. OFFICERS: The officers of the Corporation shall consist of a President, a Vice-President, a Secretary and a Treasurer, each of whom shall be elected or appointed annually by the Board of Directors and any two or more offices may be held by the same person except the offices of President and Secretary may not be so held.

Section 2. THE PRESIDENT: Subject to the direction of the Board of Directors, the President shall be the chief executive officer of the Corporation, and shall perform such other duties as from time to time may be assigned to him by the Board. The President shall be ex-officio a member of the Board of Directors of said Corporation and may be a Director thereof.

Section 3. THE VICE-PRESIDENT: The Vice-President shall have such power and perform such duties as may be assigned to him by the Board of Directors or the President. In case of the absence or disability of the President, the duties of that officer shall be performed by the Vice-President.

Section 4. THE SECRETARY: The Secretary shall keep the minutes of all proceedings of the Board of Directors and of all committees and the minutes of the members' meetings in books provided for that purpose; he shall have custody of the corporate seal and such

books and papers as the Board may direct, and he shall in general perform all the duties incident to the office of Secretary, subject to the control of the Board of Directors and the President; and he shall also perform such other duties as may be assigned to him by the President or by the Board.

Section 5. THE TREASURER: The Treasurer shall have custody of all the receipts, disbursements, funds, and securities of the corporation and shall perform all duties incident to the office of Treasurer, subject to the control of the Board of Directors and the President. He shall perform such other duties as may from time to time be assigned to him by the Board or the President. If required by the Board, he shall give a bond for the faithful discharge of his duties in such sum as the Board may require.

Section 6. SUBORDINATE OFFICERS: The President, with the approval of the Board of Directors, may appoint such other officers and agents as the Board may deem necessary who shall hold office during the pleasure of the Board and who shall have such authority and perform such duties as from time to time may be prescribed by the President or by the Board.

ARTICLE II

BOARD OF DIRECTORS

Section 1. NUMBER OF MEMBERS: The business and affairs of this Corporation shall be managed by a Board of Directors which shall consist of five (5) persons who must be members of the corporation, and who shall be elected at the first annual meeting.

Section 2. REGULAR MEETINGS: The Board shall meet for the transaction of business at such place as may be designated from time to time.

Section 3. SPECIAL MEETINGS: Special Meetings of the Board of Directors may be called by the President or by three members of the Board for any time and place, provided reasonable notice of such meetings shall be given to each member of the Board before

the time appointed for such meeting.

Section 4. QUORUM: The Directors shall act only as a Board and the individual Directors shall have no power as such. A majority of the Directors for the time being in office shall constitute a quorum for the transaction of business, but a majority of those present at the time and place of any regular or special meeting although less than a quorum may adjourn the same from time to time without notice until a quorum be at hand. The act of a majority of Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise provided by law.

Section 5. ORDER OF BUSINESS: The Board of Directors may from time to time determine the order of business at its meeting.

Section 6. CHAIRMAN: At all meetings of the Board of Directors the President, or in his absence, the Vice-President, or in the absence of both, a Chairman chosen by the Directors present, shall preside.

Section 7. TERMS OF MEMBERS OF THE BOARD: The first Board of Directors named in the Articles of Incorporation of the Corporation shall serve for one year. Thereafter, they shall be elected by the members of the corporation.

Section 8. ANNUAL REPORT: The Board of Directors, after the close of the fiscal year, shall submit to the members of the corporation a report as to the condition of the corporation of its property and shall submit also an account of the financial transactions of the past year.

Section 9. VACANCIES IN BOARD: Whenever a vacancy in the membership of the Board shall occur, the remaining members of the Board shall have the power, by a majority vote, to select a person to serve the unexpired term of the vacancy.

ARTICLE III

MEETINGS OF MEMBERS

Section 1. ANNUAL MEETINGS: There shall be an annual meeting of the members of the Corporation at such place as may be designated, on the first Saturday in June of each year, if not a legal holiday under the laws of the State of Alabama, and if a legal holiday, then on the next succeeding Saturday at 9:00 a.m. for the transaction of such business as may come before the meeting. No notice shall be required for such meeting.

Section 2. SPECIAL MEETINGS: Special meetings of the members shall be held whenever called by the Board of Directors or by petition for fifty (50%) of the members. Notice of each special meeting, stating the time, place and in general terms the purpose or purposes thereof, shall be sent by mail to the last known address of all members at least ten days prior to the meeting.

Section 3. PROXY: There may be cast one vote, either in person or by proxy, for each lot owned in fee simple by that particular member. When more than one person holds such interest or interest in any lot, all such persons shall be members and vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast within respect to any such lot.

Section 4. QUORUM: At any meeting of the members a quorum shall consist of members owning, jointly or solely, in fee simple or members representing the corporation owning in fee simple a majority of the participating lots in Aradon Farm Lot and Homeowners Association, present either in person or by proxy, and a majority in amount of such quorum shall decide any question that may come before the meeting.

ARTICLE IV

MEMBERSHIPS

Section 1. QUALIFICATIONS: Only persons owning real property in Aradon Farm Lot & Homeowners Association or owning stock in a corporation owning real property in such Subdivision shall be eligible to become a member.

Only members shall be entitled to vote.

Whenever a member shall cease to own real property in Aradon Farm or shall cease to own stock in a corporation that owns real property in such Subdivision, such member shall automatically be dropped from the membership roll of the Corporation.

Section 2. MEMBERS: A member shall have no vested right, interest, or privilege of, in or to the assets, functions, affairs, or franchises of the Corporation, or any right, interest, or privilege which may be transferable or inheritable, or which shall continue after his membership ceases, or while he is not in good standing.

Section 3. MANNER OF ADMISSION: Every person acquiring a deed to any lot in Aradon Farm Subdivision as described in the Articles of Incorporation shall become a member of the Corporation. Each member shall give the Secretary complete information regarding the members' residence address, business address, and such other information as the Board of Directors shall from time to time require.

Membership in the Corporation shall become final when the member becomes the owner of real property in Aradon Farm Subdivision, or the owner of stock in a corporation owning real property in such Subdivision, or the corporation of which the member is a stockholder shall become the owner of real property in such Subdivision, as the case may be.

Section 4. TERMINATION OF MEMBERSHIP: Whenever any member shall cease to have all of the qualifications necessary for admission to membership in the corporation, then such membership shall be terminated.

Section 5. ANNUAL DUES: Every member shall be required to pay annual dues, the amount of which shall be determined by the Board of Directors and may be changed from year to year by the Board of Directors or by the members.

ARTICLE V

LOSS OF PROPERTY

Section 1. The Board of Directors shall not be liable or responsible for the destruction or the loss of or damage to the property of any member or the guest of any member or visitor, or other person.

ARTICLE VI

MAINTENANCE CHARGES

Section 1. The Board of Directors of the Corporation shall have the right and power to subject the participating lots situated in Aradon Farm Lot & Homeowners Association, except streets, ways, and parks, to an annual maintenance charge. Beginning June 1, 2009, and on the same day of each year thereafter, each owner of participating lots in such subdivision shall pay to the Corporation in advance, the maintenance charges against his property, and such payments shall be used by the Corporation to create and continue a Maintenance Fund to be used by the Corporation as hereinafter stated. The charge will be delinquent when not paid within thirty days after it becomes due. In the event that an owner acquires title to property in the Subdivision after June 1st of any year, then such owner shall be given a pro rata credit for the annual maintenance charge from June 1st of that same year to the date on which such owner acquires title.

The annual charge may be adjusted or reduced from year to year by the Board of Directors of the Corporation as the needs of the property in its judgment may require.

Section 2. The Maintenance Fund may be used:

For lighting, improving, and maintaining the Subdivision entrance, the streets and dedicated right of way areas, and common areas and facilities maintained for the general use of the owners and occupants of land included in such Subdivision;

For operating and maintaining any storm water drains now or hereafter constructed in such Subdivision that are not or will not be under the direct supervision of the State or County or Municipality:

For collecting and disposing of garbage, ashes, and rubbish;

For employing policemen and watchmen; and

For doing any other things necessary or desirable, in the opinion of the Board of Directors of the Corporation, to keep the property neat and in good order, and to eliminate fire hazards, or which in the opinion of the Board of Directors, may be of general benefit to the owners or occupants of the land included in such Subdivision.

Section 3. The Corporation shall have a lien on all the participating lots in the Subdivision to secure the payment of maintenance charges due and to become due and the record owners of such lots shall be personally liable for all maintenance charges.

Upon demand, the Corporation shall furnish to any owner or mortgagee or person interested a certificate showing the unpaid maintenance charges against any lot or lots.

The Corporation may, in its discretion, subordinate in writing for limited periods of time, the liens of the Corporation against any lot or lots for the benefit or better security of a mortgagee.

ARTICLE VII

NOTICE

Section 1. NOTICE: Whenever, according to these By-Laws, a notice shall be required to be given to any member or Director, it shall not be construed to mean personal notice, but such notice may be given in writing by depositing the same in a post office in St. Clair County, Alabama, in a postpaid, sealed wrapper, addressed to such member or Director at his address as the same appears on the books of the Corporation, and the time when such notice is mailed shall be deemed the time of giving of such notice.

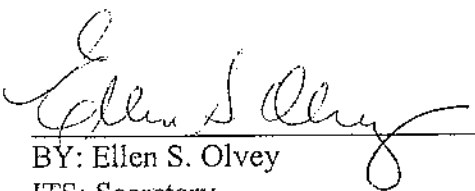
Section 2. WAIVER OF NOTICE: Any notice required to be given by these By-Laws may be waived by the person entitled thereto.

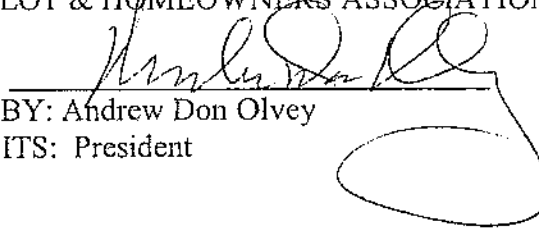
ARTICLE VIII

FISCAL YEAR

Section 1. The fiscal year of the Corporation shall begin on the 1st day of January and terminate on the 31st day of December of each year.

ADOPTED, RATIFIED AND APPROVED by the undersigned this the 18 day of Feb., 2009.


BY: Ellen S. Olvey
ITS: Secretary

ARADON FARM
LOT & HOMEOWNERS ASSOCIATION, INC.

BY: Andrew Don Olvey
ITS: President