## BY LAWS OF <br> OAKFORGE COMMUNITIES HOMEOWNERS ASSOCIATION, INC.

## TABLE OF CONTENTS

ARTICLE ONE. ..... 4
General ..... 4
Section 1.1 Name. ..... 4
Section 1.2. Registered Office ..... 4
Section 1.3. Fiscal Year. ..... 4
ARTICLE TWO. ..... 4
Definitions ..... 4
Section 2.1. "Articles" ..... 4
Section 2.2. "Association" ..... 4
Section 2.3. "Board of Directors" ..... 4
Section 2.4. "Common Area" ..... 5
Section 2.5. "Common Expenses" ..... 5
Section 2.6. "Declarant" ..... 5
Section 2.7. "Declaration" ..... 5
Section 2.8. "Development Period" ..... 5
Section 2.9. "Dwelling Unit" ..... 5
Section 2.10. "Lot" ..... 5
Section 2.11. "Owner" ..... 5
Section 2.12. "Plat" ..... 5
Section 2.13. "Property" ..... 5
ARTICLE THREE. ..... 6
Membership and Meetings of Members ..... 6
Section 3.1. Membership and Voting ..... 6
Section 3.2. Annual Meeting. ..... 6
Section 3.3. Special Meetings ..... 6
Section 3.4. Notice of Meetings. ..... 6
Section 3.5. Quorum. ..... 7
Section 3.6. Voting by Co-Owners and Entities. ..... 7
Section 3.7. Proxies. ..... 7
Section 3.8. Suspension of Voting Rights. ..... 8
Section 3.9. Rights of Mortgagees. ..... 8
Section 3.10. Action Taken by Conference Phone. ..... 8
ARTICLE FOUR ..... 8
Board of Directors General Information ..... 8
Section 4.1. General Powers and Duties. ..... 8
Section 4.2. Number ..... 8
Section 4.3. Term of Office. ..... 9
Section 4.4. Removal. ..... 9
Section 4.5. Compensation. ..... 9
ARTICLE FIVE. ..... 9
Nomination and Election of Directors ..... 9
Section 5.1. Nomination ..... 9
Section 5.2. Election. ..... 9
Section 5.3. Vacancy. ..... 10
ARTICLE SIX ..... 10
Meetings of Directors ..... 10
Section 6.1. Quorum and Voting ..... 10
Section 6.2. Annual Meeting ..... 10
Section 6.3. Special Meeting. ..... 10
Section 6.4. Regular Meetings ..... 11
Section 6.5. Waiver of Notice ..... 11
Section 6.6. Action Taken Without A Meeting. ..... 11
Section 6.7. Action Taken By Conference Phone. ..... 11
ARTICLE SEVEN. ..... 11
Specific Powers and Duties of the Board of Directors. ..... 11
Section 7.1. Powers ..... 11
Section 7.2. Duties. ..... 12
ARTICLE EIGHT. ..... 13
Duties of Officers ..... 13
Section 8.1. Enumeration of Officers ..... 13
Section 8.2. Election of Officers. ..... 13
Section 8.3. Term ..... 13
Section 8.4. Other Offices ..... 13
Section 8.5. Resignation and Removal. ..... 13
Section 8.6. Vacancies ..... 14
Section 8.7. Multiple Offices. ..... 14
Section 8.8. Duties ..... 14
ARTICLE NINE ..... 14
Committees ..... 14
ARTICLE TEN. ..... 14
Books and Records ..... 14
ARTICLE ELEVEN. ..... 15
Assessments ..... 15
ARTICLE TWELVE. ..... 15
Notice on Mortgages ..... 15
Section 12.1. Notice to Board of Directors ..... 15
Section 12.2. Definition. ..... 15
ARTICLE THIRTEEN. ..... 16
Contracts Loans and Checks ..... 16
Section 13.1. Authorization. ..... 16
Section 13.2. Signatures. ..... 16
ARTICLE FOURTEEN ..... 16
Corporate Seal ..... 16
ARTICLE FIFTEEN. ..... 16
Amendments and Construction ..... 16
Section 15.1. Procedure ..... 16
Section 15.2. Conflict with Declaration or Articles. ..... 17
WRITTEN CONSENT OF DIRECTORS ..... 18
COMMON AREA QUITCLAIM DEED ..... 20

## ARTICLE ONE.

## General

## Section 1.1 Name.

The name of the corporation is OAKFORGE COMMUNITIES HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association."

## Section 1.2. Registered Office.

The post office address of the registered office of the Association is 2935 East $96^{\text {th }}$ Street, Suite E, Indianapolis, Indiana 46240, but meetings of Members and Directors may be held at such places within the State of Indiana, in or near Hamilton or Marion Counties, as may be designated by the Board of Directors.

## Section 1.3. Fiscal Year.

The fiscal year of the Association shall begin on the first day of January and end of the $31^{\text {st }}$ day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

## ARTICLE TWO.

## Definitions

## Section 2.1. "Articles"

means the Articles of Incorporation of the Association (as hereinafter defined)
filed, or to be filed, with the Office of the Secretary of State of Indiana, as the same are or hereafter may be amended from time to time.

Section 2.2. "Association"
means OAKFORGE COMMUNITIES HOMEOWNERS ASSOCIATION, INC., its successors and assigns.

Section 2.3. "Board of Directors"
means the Board of Directors of the Association.

## Section 2.4. "Common Area"

shall have the same meaning as set forth in the Declaration.

## Section 2.5. "Common Expenses"

shall mean and refer to the expenses of administration of the Association, and expenses for the upkeep, maintenance, repair and replacement of the Common Area, and all sums lawfully assessed against the Owners by the Association, and all sums, costs and expenses declared by the Declaration to be Common Expenses.

Section 2.6. "Declarant"
means TRIMARKDEVELOPMENT, INC., its successors and assigns as a declarant.

## Section 2.7. "Declaration"

means the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF OAKFORGE HOMEOWNERS ASSOCIATION, INC., as the same may be amended from time to time.

## Section 2.8. "Development Period"

means the period of time commencing with Declarant's acquisition of the Property and ending when Declarant has completed the development and sale of, and no longer owns, any Lot or any other portion of the real estate in the Property (as hereinafter defined.)

## Section 2.9. "Dwelling Unit"

shall have the same meeting as set forth in the Declaration.

Section 2.10. "Lot"
shall have the same meaning as set forth in the Declaration.

Section 2.11. "Owner"
shall have the same meaning as set forth in the Declaration.
Section 2.12. "Plat"
shall have the same meaning as set forth in the Declaration.

## Section 2.13. "Property"

means the real estate described in Exhibit "A".

## ARTICLE THREE.

## Membership and Meetings of Members

## Section 3.1. Membership and Voting.

Membership in the Association and voting rights of Members are governed by the Articles. Except as otherwise provided in the Articles, in the Declaration or in Article V of these By-Laws, each question shall be determined by a majority of the eligible votes cast by the Members present, in person or by proxy, at a meeting at which a quorum is present. The Members may take any action without a meeting that could be taken at a meeting, in the manner provided in the Articles. Additionally, any action required or permitted to be taken at any meeting of the Board of Directors, may be taken without a meeting, if prior to such action a written consent to such action is signed by all members of the Board of Directors, and such written consent is filed with the Minutes of the proceeding of the Board.

## Section 3.2. Annual Meeting.

The first annual meeting of the Members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year thereafter, at a time and place to be specified by the Board of Directors, unless such date is not within six (6) months after the end of the Fiscal Year. If the annual meeting date is not within six (6) months after the close of the Fiscal Year, the meeting will be held on a date within said period set by the Board of Directors and thereafter on the same day of the same month of each year, at a time and place to be specified by the Board of Directors. 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 3.3. Special Meetings.

Special meetings of the Members may be called at any time by the President of the Association, or by a majority of the Board of Directors, or upon written request of Members who together are entitled to vote one-fourth (1/4) of all the votes of the Class A Membership.

## Section 3.4. Notice of Meetings.

Except as otherwise required by the Declaration, written notice of each meeting of the Members shall be given by, or the direction of, the Secretary or person authorized to call the meeting, by delivering or mailing a copy of such notice at least fifteen (15) days before such meeting, to each Member entitled to vote thereat, at or addressed to the Member's address last appearing in the records of the Association, or supplied by such

Member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and in the case of a special meeting, the purpose or purposes of the meeting. Notice of any meeting may be waived by a written waiver filed with the Secretary or by attendance at the meeting in person or by proxy.

## Section 3.5. Quorum.

The presence at the meeting, in person or by proxy, of Members entitled to cast onetenth $(1 / 10)$ of the votes of each class of membership shall constitute a quorum for any action, except as otherwise required by the Articles or the Declaration. If, however, such quorum shall not be present at any meeting, the Members present and entitled to vote thereat are empowered to adjourn the meting from time to time, without notice other than announcement at the meeting, until such later time or date that a quorum shall be present in person or by proxy.

## Section 3.6. Voting by Co-Owners and Entities.

The vote appurtenant to any Lot in which more than one person owns an interest may be exercised by any of such persons present at any meeting, unless the Association is advised (by objection or protest at the meeting or written notice prior thereto) by any other person owning an interest in such Lot that the Owners of the Lot are unable to agree upon the manner in which the vote appurtenant to such Lot shall be cast at such meeting or on any particular question to come before such meeting. In such event the vote appurtenant to the Lot shall not be counted at the meeting or on the particular question noted, as the case may be. In the event any Lot is owned by a corporation, then the vote appurtenant to such Lot shall be cast by a person designated in a certificate signed by the President or any Vice President of such corporation and attested by the Secretary or an Assistant Secretary of such corporation and filed with the Secretary of the Association prior to the meeting. The vote appurtenant to any Lot owned by a trust or partnership may be exercised by any trustee or partner thereof, as the case may be, and unless any objection or protest by any other such trustee or partner is noted at such meeting or in writing prior thereto, the Chairman of such meeting shall have no duty to inquire as to the authority of the person casting such vote or votes.

## Section 3.7. 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. No proxy shall be valid after eleven (11) months from the date of its execution unless a longer time is expressly provided in the proxy.

## Section 3.8. Suspension of Voting Rights.

No Class A Member shown on the books or management accounts of the Association to be more than sixty (60) days delinquent in any payment due to the Association shall be eligible to vote, either in person or by proxy, or to be elected to the Board of Directors.

## Section 3.9. Rights of Mortgagees.

An institutional mortgagee (as defined in Article XII, Section 2) of any Lot who desires notice of the annual and special meetings of the Members shall notify the Secretary to that effect by Registered Mail - Return Receipt Requested. Any such notice shall contain the name and post office address of such institutional mortgagee and the name of the person to whom such notice should be addressed. The Secretary of the Association shall maintain a roster of all institutional mortgagees from whom such notices are received and it shall be the duty of the Secretary to mail or otherwise cause the delivery of a notice of each annual or special meeting of the Members to each such institutional mortgagee, in the same manner, and subject to the same requirements and limitations as are provided for notice to the Members in Section 4 of this Article III. Any representative to attend any annual or special meeting of the Members and such representative may participate in the discussion at any such meeting and may, upon his request made to the Chairman in advance of the meeting, address the Members present at any such meeting. Such representative shall have no voting rights at any such meeting.

## Section 3.10. Action Taken by Conference Phone.

Any or all the members of the Association may participate in a meeting of the Board by means of a conference telephone or similar communication equipment, by which all persons participating in the meeting, can communicate with each other, and participation in this manner constitutes presence in person at the meeting.

## ARTICLE FOUR.

## Board of Directors General Information

## Section 4.1. General Powers and Duties.

The Board of Directors shall manage the affairs of the Association.

## Section 4.2. Number.

The Board of Directors shall be composed of three (3), five (5), or seven (7) members who need to be Members of the Association.

## Section 4.3. Term of Office.

The members of the initial Board of Directors shall serve until the first annual meeting of the Members of the Association. Thereafter, such Director shall be elected to serve a term of three (3) years and until his successor is elected and qualified. A Director may serve any number of consecutive terms.

## Section 4.4. Removal.

Any Director may be removed from the Board, with or without cause, by a majority vote of the Members of the Association, at a meeting of the Members called expressly for that purpose. A Director also may be removed by a majority vote of the other members of the Board of Directors if he fails to attend three (3) or more consecutive meetings of the Board.

## Section 4.5. Compensation.

Directors shall receive no compensation for their services as directors of the Association. However, any Director may be reimbursed for actual expenses incurred in the performance of his duties.

## ARTICLE FIVE.

## Nomination and Election of Directors

## Section 5.1. Nomination.

Nomination for election to the Board of Directors may be made by a Nominating Committee. Nominations may also be made from the floor by any Member eligible to vote at the 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 may 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, if appointed, shall make as many nominations for election 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.

Section 5.2. Election.
Election to the Board of Directors shall be by written ballot. In the election of Directors, each Member or his proxy may cast, in respect to each vacancy, as many votes as he is entitled to cast under the provisions of the Articles. The three (3) persons receiving the highest, second highest and third highest number of votes, respectively
(whether or not a majority of the votes cast) shall be elected. Cumulative voting is not permitted.

## Section 5.3. Vacancy.

When a vacancy occurs on the Board of Directors by reason of the death, resignation, removal or incapacity of a Director, or for any other reason except the expiration of a Director's term or an increase in the number of Directors prescribed in these By-Laws, the remaining Directors shall by majority vote elect a Director to serve until the next annual meeting of the Members of the Association. When a vacancy occurs by reason of an increase in the number of Directors prescribed in these By-Laws, the vacancy shall be filled by a vote of the Members of the Association, pursuant to Sections 1 and 2 of this Article V.

## ARTICLE SIX. <br> Meetings of Directors

## Section 6.1. Quorum and Voting.

A majority of the Board of Directors shall be necessary to constitute a quorum for the transaction of any business except the filling of vacancies on the Board of Directors, and the act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

## Section 6.2. Annual Meeting.

The newly elected Board of Directors shall meet annually, without notice, immediately following the annual meeting of the Members, for the purpose of electing officers of the Association for the ensuing year and transacting such other business as properly may come before the meeting.

## Section 6.3. Special Meeting.

Special meetings of the Board of Directors may be called by the President of the Association or by a majority of the Board of Directors upon not less than three (3) days written notice. A special meeting may be held at such place as is specified in the call of the special meeting. The purpose of any such meeting need not be specified.

## Section 6.4. Regular Meetings.

Regular meetings of the Board of Directors may be held without notice, other than the adoption of a resolution of the Board establishing the meeting schedule, at such place and hour as may be fixed by resolution of the Board. Should any regular meeting date 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 6.5. Waiver of Notice

Notice of the time, place, and call of any meeting of the Board may be waived in writing if the waiver sets out in reasonable detail the purpose or purposes of which the meeting is called and the time and place thereof. Attendance at any meeting of the Board shall constitute a waiver of notice of such meeting and of the time, place and call thereof.

## Section 6.6. Action Taken Without A Meeting.

The Board of Directors may take any action without a meeting that could be taken at a meeting, in the manner provided in the Articles. Additionally, any action required or permitted to be taken at any meeting of the Board of Directors or of any committee thereof, may be taken without a meeting, if prior to such action a written consent to such action is signed by all members of the Board of Directors or of such committee, as the case may be, and such written consent is filed with the minutes of proceeding of the Board or committee.

## Section 6.7. Action Taken By Conference Phone.

Any or all the members of the Board of Directors may participate in a meting of the Board or committee, by means of a conference telephone or similar communication equipment, by which all persons participating in the meeting can communicate with each other, and participation in this manner constitutes presence in person at the meeting.

## ARTICLE SEVEN.

## Specific Powers and Duties of the Board of Directors

## Section 7.1. Powers.

Without limitation on the Board's general power to manage the affairs of the Association, the Board of Directors shall have power to:
A. Adopt and publish rules and regulations governing the use of the Lots, the Common Area owned by the Association and any facilities at any time located
on the Properties, and the personal conduct of the Members and 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 payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed sixty (60) days, for infraction of published rules and regulations; and,
C. Exercise for the Association all powers, duties and authority vested in or delegated to the Association (and not reserved to the membership) by the provisions of these By-Laws, the Articles or the Declaration and applicable law.

## Section 7.2. Duties.

Without limitation on the Board's general duty to manage the affairs of the Association, 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 to see that their duties are properly performed;
C. As more fully provided in the Declaration, to:
a. Fix and send written notice of assessments; and,
b. Foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date, or 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 not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states as assessment has been paid, such certificate shall be conclusive evidence of such payment;
E. Procure and maintain the insurance coverages required by the Declaration;
F. Cause all officers or employees having fiscal responsibilities to be bonded, as required by the Declaration; and,
G. Cause the property to be maintained to the extent of the Association's responsibility therefor as provided in the Declaration.

## ARTICLE EIGHT.

## Duties of Officers

Section 8.1. Enumeration of Officers.
The officers of this Association shall be a President who shall at all times be a member of the Board of Directors, a Vice President, a Secretary, and such other officers as the Board may from time-to-time by resolution create.

## Section 8.2. 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 8.3. Term.

The officers of this Association shall be elected annually by the Board and each shall hold office for three (3) years and until his successor is elected and qualified, unless he shall sooner resign, or shall be removed or otherwise become disqualified to serve.

Section 8.4. Other Offices.
The Board may elect one or more additional vice presidents, assistant secretaries or other officers as the Board may deem necessary or appropriate, each of whom shall hold office for three (3) years (and until his successor is elected and qualified) or such shorter period, and shall have such authority and perform such duties, as the Board may from time-to-time determine.

## Section 8.5. Resignation and Removal.

Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time 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 unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

## Section 8.6. 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 of the officer he replaces.

## Section 8.7. Multiple Offices.

The offices of Secretary, or those of Vice President, may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 7.4 of this Article.

## Section 8.8. Duties.

The general duties of the officers, subject at all times to further delineation and delegation of duties by the Board, are as follows:
A. President. The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out..
B. Vice President. The Vice President shall act in the place and stead of the President in the event of the President's absence, inability or refusal to act, and shall exercise such other duties as may be required by the Board.
C. Secretary. The Secretary 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 (if one is adopted) and affix it on all appropriate documents; serve notice of meetings of the Board and of the Members; and shall perform such other duties as required by the Board.

## ARTICLE NINE.

Committees

The Association may appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purposes.

## ARTICLE TEN.

## 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 and institutional mortgagee (as hereinafter defined). The Declaration, the Articles and the By-Laws of the Association shall be available for inspection by any Member at the registered office of the Association, where copies may be purchased at reasonable cost.

## ARTICLE ELEVEN.

## Assessments

As more fully provided in the Declaration, each Member is obligated to pay to the Association assessments which are secured by a consulting lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. As more particularly set forth in the Declaration, if an 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 percent ( \%) per annum; the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorneys' fees of any such action shall be added to the amount of such assessment; and no Owner may waive or otherwise escape liability for the assessments provided for in the Declaration by nonuse of the Common Area owned by the Association or abandonment of his Lot.

## ARTICLE TWELVE.

## Notice on Mortgages

## Section 12.1. Notice to Board of Directors.

Any Member who mortgages the Lot to which his membership is appurtenant shall promptly notify the Board of Directors of the name and address of his mortgagee and, if requested to do so, shall file a conformed copy of such mortgage with the Board of Directors. The Board of Directors shall maintain a suitable roster pertaining to such mortgages. Any mortgagee of any Lot that desires that a record of its name and address be maintained by the Association may forward such information to the Secretary for the purpose of assisting in compliance with the notice provisions of these By-Laws.

## Section 12.2. Definition.

As used in this Article, the term "mortgagee" shall mean any mortgagee and shall not be limited to institutional mortgagees, and the term "mortgage" shall include a deed of trust. As used generally by these By-Laws, the term "institutional holder" or "institutional mortgagee" shall include the insurer of any mortgage and the following mortgages: banks, trust companies, insurance companies, savings and loan associations,
pension funds, real estate investment trusts, FNMA, FHLMC, and any corporation, including a corporation of, or affiliated with, the United States Government, or any agency thereof.

## ARTICLE THIRTEEN.

## Contracts Loans and Checks

## Section 13.1. Authorization.

The Board of Directors may authorize any officer or officers or agent or agents of the Association to enter into any contract or execute any instrument on its behalf. Such authorization may be general or confined to specific instances. Except as provided in these By-Laws, no officer, agent, or employee shall have any power to bind the Association or to render it liable for any purpose or amount unless so authorized by the Board of Directors.

## ARTICLE FOURTEEN.

Corporate Seal
The Association need not have a seal, except as may otherwise by specifically required by applicable law, and no seal is required to make any action of or document executed by the Association effective. If a seal is adopted, it shall be in circular form having within its circumference the words "SOUTHERN LAKES SECTION 9 LAKE MAINTENANCE ASSOCIATION, INC."

## ARTICLE FIFTEEN.

## Amendments and Construction

Section 15.1. Procedure.
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 15.2. Conflict with Declaration or Articles.
In the case of any conflict between the Articles 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.

This instrument was prepared by: John W. Tousley, Attorney at Law, CAPLIN PEHLER PARK \& TOUSELY, First Indiana Plaza, Suite 1150, 135 North Pennsylvania Street, Indianapolis, Indiana 46204-2485 Phone: (317) 231-1100, Fax: (317) 231-1106
rev. 6-04-93
rev. 8-24-98

## WRITTEN CONSENT OF DIRECTORS

QAKFORGE COMMUNITIES HOMEOWNERS ASSOCIATION, INC.
WRITIEN CONSENT OF DIRECTORS
***
The undersigned, being Ell the directors of the OARFORGE
COMMUNITES HOMEOWNERS ASSOCIAmION, INC. a corporation organized
under the laws of the State of Indiana (herein called
"Corporation"), hereby consent fo the following action being taken
by the Corporation without a meeting of the Board of Directors of
the Corporation as permitted by the Indiana Nonprofit Corporation
Act of 1991, as amended.

ADOPTION OF BY-IAAWS
RESOLVED, that the By-Laws submitted to the Board of Directors are hereby adopted as the By-Laws. of the Corporation.

ELECTION OF OFFICERS
RESOLVED, that the following named persons be elected to the offices set forth opposite their respective names, to serve until. the first annual meeting of the Board of Directors or until their successors are elected and quaiified:

Name
Samuel T. Cannon
Mari Sanders
Jennifer Holihen

## Office

## President

Vice President
Secretary/Treasurer

## DESIGNATION OF DEPOSITORY

RESOLVED, that the Treasurer be and it hereby is authorized to designate a depository in whic: the funds of this corporation may be deposited by its officers, agents and employees.

RESOLVED, that the Secretary/Treasurer of the Corporation furnish to said Bank a certified copy of resolutions or a form of resolution or resolutions as herein authorized and satisfactory to such Bank as its authority in $=$ pe premises.

INSURANCE AND BONDS
RESOLVED, that the officers of the Corporation are authorized to procure any recessary liabi¿ity insurance for and on behalf of the Corporation and also procize bonding, ietters of credit, and any and all orher similar items in order to establish and maintain
the financial responsibility of the Corporation from time to time as the officers see fit.

## PAYMENT OF ORGANIZATIONAL EXPENSES

RESOLVED, that the officers of the Corporation are authorized and directed to pay all organizational expenses of the corporation out of the funds of the Corporation.

## PRIOR ACTIONS

RESOLVED, that the Corporation ratify, affirm and adopt as its own, any and all actions taken on its behalf by or at the direction of any of the incorporators. directors and officer, including but not limited to, all contracts signed by any of the directors and officers in the Corporation's name.


Samuel T. Cannon, Director

JT1 C: \WP51 CLIENT\91034\Director.con
ver. 4-21~92

## COMMON AREA QUITCLAIM DEED

# FILED 

## $92-=-1722$

COMMON AREA QUITCLATM DEED
to
MAR 261992
OAKFORGE COMMTNIITIES HOMEOWNERS ASSOCIATION
 an Indiana Nonprofit Corporation

Oakforge Lakes and Oakforge Woods

THIS INDENTURE WITNESSETH, that TRIMARK DEVELOPMENT, INC., an Indiana Corporation, ("Grantor"), of Marion County in the state of Indiana, quitelaims to the OARFORGE COMMUNITIES HOMEOWNERS ASSOCIAIION, INC., an Indiana not-for-profit corporation, ("Grantee"), of Marion County in the state of Indiana, the following described real estate in Marion County, Indiana:

COMMON AREA NO. 1
Part of the Northeast Quarter of Section 6, Township 16 North, Range 3 East, in Marion County, Indiana, more particularly described as follows:
Commencing at the Northeast corner of said Northeast Quarter; thence South 00 degrees 04 minutes 41 seconds west (assumed bearing) along the East line of said Northeast Quarter 2500.43 feet to the Southeast corner of said Northeast Quarter; thence North 90 degrees 00 Eminutes 00 seconds West along the South line $\because$ Eof, said Northeast Quarter 505.00 feet; thence = ...nsouth 60 degrees 31 minutes 25 seconds west $\because \quad$ minuces 00 seconds west 350.00 feet; thence N Norti 73 degrees 37 minutes 10 seconds west $\cong \quad . \quad 107.00$ feet; thence North 08 degrees 33 . minutes 41 seconds rest 157.67 feet; thenre
$\because$ South 81 degrees 26 minutes 19 seconds West
$\therefore 24.98$ feet; thence Norch 08 degrees 33 minutes
-41 seconds West 125.02 feet; thence South 81 degrecs 26 minutes 51 seconds West 113.33 feet to the POINT OF BEGINNING; thence South 40 degrees 59 minutes 52 seconds west 241.80 feet; thence South 39 degrees 18 minutes 25 seconds West 31.99 feei; thence North 04 degrees 37 minut.s $: 0$ seconds Nest 163.71 feet; thence North -5 degrees 47 minutes 02 seconds West $87.30^{-5}$ feet; thence North 25 degrees 55 minutes 55 seconds West 69.38 feet; thence North 32 degrees 53 minutes 54 seconds West 50.73 feet; thence North 33 degrees 26 minutes 03 seconds iiest 171.00 feet; thence Nor: 09 degrees 44 minutes 18 seconds East 33.31 Eeet; thence Norch 44 degrees 57 minutes

$$
\text { (Page - } 1
$$

$$
92-34722
$$

19 seconds East $\div 24.39$ feet; thence South 15 degrees 24 minutes 43 seconds East 230.46 feet; thence South 32 degrees 52 minutes 43 seconds East 155.05 feet; thence South 59 degrees 10 minutes 00 seconds East 171.97 feet to the place of beginning containing 1.517 acres, more or less, subject to all legal highways, rights-of-way, easements and restrictions of record.

COMOKN AREA ND. 2
A part of the Northeast Quarter of Section 6, Township 16 North, Range 3 East, in Marion County, Indiana, more particularly described as follows:
Commencing at the Northeast corner of saic Northeast Quarter; thence South 00 degrees 04 minutes 41 seconds Nest (assumed bearing) along the East line of said Northeast Quarter 2500.43 feet to the Southeast corner of said Northeast Quarter; thence North 90 degrees 00 minures 00 seconds west along the South line of said Northeast Quarter 505.00 feet; thence North 00 degrees 00 minutes 00 seconds West 35.00 feet to the POINT OF BEGINNING; thence North 90 degrees 00 minutes 00 seconds East parallel with the said South line 332.11 feet; thence North 25 degrees 17 minutes 50 seconcis. East 197.00 feet; thence North 60 degrees 31 minutes 25 seconds East 281.24 feet; thence South 00 degrees 00 minutes 00 seconds East 315.00 feet to the place of beginning containing 1.55 acres, more or less.
The undersigned person executing this deed on behalf of Grantor represents and certifies that he is'a duly elected officer of Grantor and has been fully empowered, by proper resolution of the Board of Directors of Grantor, to execute and deliver this deed; that Grantor has full sorporate capacity to convey by quitclaim deed the real estare described ferein; and that all necessary corporate actions for the making of such conveyance has been taken and cione.

Grantor certifies that =here is no Indiana Gross Income Tax due and payable as a result $0 £$ =his conveyance.
(2age - 2 )

IN WITNESS WHEREOF, Grantor has caused this deed to be executed this 23raday of March_, 1992.

TRIMARK DEVELOPMENT, INC. an Indiana Corporation


STATE OF INDIANA)
) SS:
COUNTY OF MARION)
Before me the undersigned, a Notary Public for Marion County, State of Indiana, personalily appeared John B. Scheumann, President of TRIMARK DEVELOPMENT, INC., an Indiana Corporation, and he being first duly sworn by me upon his oath, says that the facts alleged in the foregoing instrument' are true.

Signed and sealed this 23rin day of Marcin 1992.


PREPARED BY:
John W. Tousley
Attorney ar Law
CAPLIN PEHLER PARK \& TOUSLEY
First Indiana Plaza, Suite 1150
$\vdots 35$ North ?ennsylvania Street
Indianapolis, Indiana 46204
Phone: (317) 231-1100
Fax: (317) 231-1106
SEND TAX STATEMENTS TO: TRIMARK DEVELOPMENT, INC. 2935 E. 96th Street, Suite E Indianapolis, Indiana 46240
?ike Mownship Assessor: 2art of Parcel 600-6007329 and/or 6006000900

T2 C: \WP51\C11anE192034\BCADEED
fer. 3-16m92

