

RUSTIC RIDGE HOMEOWNER'S ASSOCIATION BY-LAWS

ARTICLE I

Name

Section 1.01. Name. The name of the Unincorporated Association shall be: "The Rustic Ridge Homeowner's Association".

Section 1.02 Address. The registered office of the Unincorporated Association shall be at the place designated by the Homeowners.

ARTICLE II

Purpose

Section 2.01. Purpose. The purpose of the Unincorporated Association shall be to maintain, regulate and administer all landscaping around the entrance ways on both sides of Ross Hollow Drive and common areas as more specifically set forth in Exhibits A-1 and A-2 attached hereto and made part of these By-Laws for the use, benefit and enjoyment of the residents of the Rustic Ridge Plan of Lots as recorded in the Recorder's Office of Allegheny County, Pennsylvania at Plan Book Volume 178, pages 21 to 26.

In addition, the Unincorporated Association shall provide for the orderly economical management and maintenance of all the landscaping around the entrance ways on both sides of Ross Hollow Drive, thereon and to provide for the collection of such revenue as may be necessary to effectuate the maintenance of these facilities and open spaces as may be established by the developer of the Rustic Ridge Plan of Lots. the Association does not contemplate pecuniary gain or profit to its members.

Section 2.02. Declaration of Covenants, conditions and Restrictions. the Declaration of Covenants, Conditions and Restrictions (the "Declaration") applicable to the Rustic Ridge Plan of Lots are incorporated herein by reference as fully as if the same were set forth at length. In the event of a conflict of interpretation between the provisions set forth in these By-Laws and the Declaration, the Declaration shall govern.

ARTICLE III

Membership

Section 3.01. Membership. Except as otherwise provided, membership in the Association shall be limited to the Owners or Co-Owners of a dwelling unit or lot in the Rustic Ridge Plan of Lots.

Section 3.02. Certificate of Voting. If a dwelling unit or lot is owned by one person, his right to vote shall be established by the recorded title to the dwelling unit or lot. If a dwelling unit or lot is owned by more than one person, the person entitled to cast a vote for the dwelling unit or lot shall be designated in a Certificate signed by all of the record Owners of the dwelling unit or lot and filed with the Secretary of the Board of Directors. If a dwelling unit or lot is owned by a corporation, the Officer or employee thereof entitled to cast the vote of the dwelling unit or lot for the corporation shall be designated in a Certificate for this purpose, signed by the President or Vice-President and attested to by the Secretary or Assistant Secretary of the corporation and filed with the Secretary of the Board of Directors. The person designated in the Certificate, as entitled to cast the vote for the dwelling unit or lot shall be known as the "Voting Member". If such a Certificate is not on file with the secretary of the Board of Directors for a dwelling unit or lot owned by more than one person or by a corporation, the vote of the dwelling unit or lot concerned shall not be considered in determining the requirement for a quorum or for any purpose requiring the approval of a person entitled to cast the vote for the dwelling unit or lot, except if said dwelling unit or lot is owned by a husband and wife. A Certificate shall be valid until revoked in writing by any Owner of a dwelling unit or lot, or until superseded by a subsequent Certificate, or until a change in the ownership of the dwelling unit or lot concerned.

If a dwelling unit or lot is owned by husband and wife, the following three (3) provisions are applicable to voting by such dwelling unit or lot:

A. The Owners may, but they shall not, be required to designate a Voting Member.

B. If the Owners do not designate a Voting Member and both husband and wife are present at a meeting and are unable to occur in their decision upon any subject requiring a vote, they shall lose their right to vote on that subject at the meeting.

C. Where the Owners do not designate a Voting Member and only one is present at a meeting, the person present may cast the vote of the dwelling unit or lot without establishing the concurrence of the absent person, just as though he or she owned the dwelling unit or lot individually.

Section 3.03. Affirmative Vote. All decisions shall require for passage the affirmative vote of at least a majority of the

Members in good standing and entitled to vote in attendance at a meeting having present, in person or by proxy, the quorum required in Section 3.06 hereof. Cumulative voting shall not be permitted.

Section 3.04. Membership List. Not less than thirty (30) days prior to the date of the annual or special meeting of the Unincorporated Association, the Secretary shall compile and maintain at the principal office of the Unincorporated Association an updated list of Members and their last known post office addressed. Such list shall also show, opposite each Member's name, the address of the dwelling unit or lot owned by him. This list shall be open to inspection by all Members and other persons lawfully entitled to inspect the same as treasonable hours during regular business days up to the date of such annual or special meeting. The Secretary shall also keep current and retain custody of the Minute Book of the Unincorporated Association containing the minutes of all annual and special meeting of the unincorporated Association and all resolutions of the Directors.

Section 3.05. Proxies and Mail Ballots. Votes may be cast in person, by mail ballots or by written proxy. A proxy signed by an Owner designated as the Voting Member on a Certificate filed with the Unincorporated Association must be received by the Secretary of the Board of Directors before the appointed time of or at the meeting for which the proxy or mail ballot is specified to be effective.

Section 3.06. Quorum. Except as otherwise provided in these By-Laws, the presence in person, by mail ballot or by proxy, of twenty (20) percent of the Members of the Unincorporated Association shall constitute a quorum at any annual or special meeting of Members. If any meeting of Members cannot be organized because a quorum has not attended, the Members present, either in person, by mail ballot or by proxy, may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called.

Section 3.07. Action Without Meeting. Any action which, under any provision of these By-Laws or the Non-Profit Corporation Law of the commonwealth of Pennsylvania, may be taken at a meeting of Members, may be taken without a meeting if authorized by a writing signed by the Members entitled to vote by the required percentage for that particular matter and filed with the Secretary of the Board of Directors.

SECTION IV

Meetings of Members

Section 4.01. Place of Annual and Special Meetings. All annual and special meetings of the Unincorporated Association shall be held at the principal office of the Unincorporated Association or at such other suitable and convenient place a may be permitted by law and, from time to time, fixed by the Board of Directors and

designated in the notices of such meeting.

Section 4.02. Date of Annual Meeting. Annual meetings of the Members of the Unincorporated Association shall be held on the same date each year as that date on which the first regular election is held as provided in Section 5.04 hereof. The first annual meeting shall be held on the date of such first regular election. At each annual meeting, there shall be elected by a ballot of a majority of the Members present at the meeting in person, by mail ballot or by proxy and entitled to vote, the Directors of the Unincorporated Association, in accordance with the provisions of Article V of these By-Laws. The Members may also transact such other business as may properly come before the meeting.

Section 4.03. Notice of Annual Meetings. The Secretary shall mail notice of annual meetings to each Member of the Unincorporated Association, directed to his last known post office address as shown on the records of the Unincorporated Association, by uncertified mail, postage prepaid. Such notice shall be mailed not less than ten (10) nor more than sixty (60) days before the date of such meeting and shall state the date, time and place of the meeting and the purpose or purposes thereof. In lieu of mailing notices as herein provided, such notice may be delivered by hand to the Member or left at the Member's residence in his absence.

Section 4.04. Special Meeting. It shall be the duty of the President to call a special meeting on the Members of the Unincorporated Association: (a) for the purpose of holding elections of Directors pursuant to the terms of Section 5.03 hereof; (b) whenever he is directed to do so by resolution of the Board of Directors; and (c) upon presentation to the Secretary of a petition signed by thirty (30) percent of the Members entitled to vote.

Section 4.05. Notice of Special Meeting. The Secretary shall mail notice of such special meeting to each Member of the Unincorporated Association in the manner provided in Section 4.03, except that notice of such special meeting shall be mailed not less than five (5) nor more than twenty (20) days before the date fixed for such meeting. In lieu of mailing notice as herein provided, such notice may be delivered by hand to a Member or left at his residence in his absence. No business shall be transacted at any special meeting except as stated in the notice thereof unless by consent of two-thirds (2/3) of the Members present, either in person or by proxy.

Section 4.06. Order of Business. The order of business at the annual meeting of the members of the Unincorporated Association shall be as follows:

- A. Roll Call
- B. Proof of Notice of Meeting or Waiver of Notice.

- C. Reading and approval of Minutes of preceding Meeting.
- D. Reports of officers and committees.
- E. Election of Directors, if applicable to such meeting.
- F. Unfinished Business.
- G. New Business.
- H. Adjournment.

ARTICLE V

Board of Directors

Section 5.01. Number of Directors. The affairs of the Unincorporated Association shall be governed by a Board of Directors consisting of five (5) persons, all of whom shall be residents of the Commonwealth of Pennsylvania, the five (5) Directors, other than those Directors nominated by the declarant pursuant to Section 5.02, shall be Owners of dwelling units or lots. the initial Directors or their successors shall serve until their successors take office. The Declarant shall be permitted to appoint and re-appoint Directors as it may be entitled to do without the necessity of obtaining resignations. As to those Directors nominated or appointed by the declarant, this shall specifically modify Section 5.05 hereof.

Upon the replacement of all Declarant-appointed Directors pursuant to Section 5.03 hereunder, the Board of Directors shall be comprised of five (5) members of the Unincorporated Association who shall be residents of the community elected by a majority of the Members of the Unincorporated Association present in person or by proxy at a meeting of the Unincorporated Association.

Section 5.02. Initial Directors. The initial Directors of the Unincorporated association shall be appointed by the Declarant. these Declarant-appointed Directors shall be replaced with members of the Unincorporated Association in accordance with the provisions of Section 5.03.

Section 5.03. Non-Declarant-Appointed Directors. The transition from Declarant-appointed Directors to Owners shall occur as follows:

A. No later than ninety (90) days after seventy-five (75) percent of the dwelling units or lots in Rustic Ridge are conveyed to Owners other than the Declarant, the Owners, other than the Declarant, shall elect four (4) Unincorporated Association Members and shall replace a Director appointed by the Declarant.

B. No later than ninety (90) days after the last twenty-five

(25) percent of the dwelling units or lots in Rustic Ridge are conveyed to Owners other than the Declarant, the Owners of dwelling units or lots in the last quarter, other than the Declarant, shall elect one (1) Unincorporated Association Member whose dwelling unit is situate in the last twenty-five (25) percent sold, who shall replace a Director appointed by the Declarant.

Section 5.04. Term of Directors. Within thirty (30) days after the end of a period of one (1) year following the election as provided in Section 5.03(b), an election shall be held throughout Settler's Ridge to select Directors who shall replace the Directors succeeding the Declarant-appointed Directors. At such first regular election, which shall be referred to as the first regular election, the Members of the Unincorporated Association shall elect five (5) Directors who shall be Members of the Unincorporated Association and the residents of Rustic Ridge. The three (3) nominees receiving the three (3) highest numbers of votes shall serve as Directors for terms of two (2) years each and the two (2) nominees receiving the fourth and fifth highest number of votes shall serve as Directors for terms of one (1) year each. Upon the expiration of the initial term of each Director elected at the said first regular election, his successor shall be elected to serve for a term of two (2) years, provided that each Director shall continue to hold office until his successor is elected.

Section 5.05. Nominations to Board of Directors. Except as provided for in Section 5.01, Members of the Unincorporated Association may be nominated for election to the Board of Directors in the following way:

A. An Elections Committee shall be appointed no later than two (2) months prior to the Annual Meeting by the board of Directors, The Elections Committee shall organize and supervise the election of the Board of Directors.

B. (1) An Unincorporated Association Member shall be deemed to have been nominated for election as a Director upon the filing with the Elections Committee, at least five (5) weeks prior to the Annual meeting, of a written petition o nomination bearing the genuine signatures of not less than ten (10) members of the Unincorporated Association. Not less that ten (10) days prior to the Annual meeting, the Elections Committee shall provide all Members with a ballot containing the names of all candidates so nominated and the term of each available office.

(2) Nominations will also be entertained at the Annual Meeting. A Member of the Unincorporated Association shall be deemed to have been nominated for election as a Director if the nomination made at such annual meeting is affirmed by a voice vote of not less than ten (10) Members of the Unincorporated Association.

Section 5.06. Organizational Meeting of the Board. No later than twenty (20) days following each annual meeting of the Unincorporated Association Members, the board of Directors shall

hold a regular meeting for purposes of organization, election of officers and the transaction of other business. Notice of such meeting shall be given to all directors in accordance with Section 5.10, except for the initial meeting which shall be called by the person receiving the highest number of votes.

Section 5.07. Place of Meeting. all meetings of the Board of Directors shall be held at the principal office of the Unincorporated Association or at any other place or places designated at any time by resolution of the Board of Directors or by written consent of all Directors.

Section 5.08. Regular Meeting of the Board of Directors. Regular meetings of the Board of Directors may be held at such time and place permitted by law as, from time to time, may be determined by the Directors. Notice of regular meetings of the Board of Directors shall be given to each Director personally, by telegram, telephone or by United States mail, with postage prepaid, directed to him at his last known post office address as the same appears on the records of the Unincorporated Association, at least five (5) days before the date appointed for such meeting. Such notice shall state the date, time and place of such meeting and the purpose thereof.

Section 5.09. Special Meetings of the Board of Directors. Special meetings of the Board of Directors may be called by the President of the Unincorporated Association on three (3) days' written notice to each Director, given in the same manner as provided in Section 5.10. Special meetings of the Board shall be called by the President or the Secretary in like manner upon the written request of any three (3) Directors.

Section 5.10. Waiver of Notice. Before any meeting of the Board of Directors, whether regular or special, any Director may in writing, waive notice of such meeting; and such waiver shall be deemed equivalent to the giving of such notice. All such written waivers shall be filed with the records of the Unincorporated Association or made a part of the minutes of the meeting. Attendance by a Director at any meeting of the Board of Directors shall, likewise, constitute a waiver by him of such notice. If all Directors are present at any meeting of the Board, no notice of such meeting shall be required; and any business may be transacted at such meeting except as prohibited by law or these By-Laws.

Section 5.11. Quorum. At all duly convened meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, except as otherwise expressly provided in these By-Laws or by law; and the acts of the majority of the Directors present at such meeting at which a quorum is present shall be the acts of the Board of Directors. If, at any meeting of the Board of Directors, there shall be less than a quorum present, the Director or Directors present may adjourn the meeting from time to time; and at such adjourned meeting at which a quorum is present, any business that might have been transacted

at the meeting as originally called may be transacted without further notice to any Director.

Section 5.12. Consent in Writing. Any action by the Board of Directors may be taken without a meeting if all of the Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consent in writing to such action. Such written consent or consents shall be filed with the Minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors.

Section 5.13. Fees and Compensations. No Director or Office shall receive any salary for his services as such Director or Officer.

Section 5.14. Presiding Officer. The President shall be the chief executive officer of the Unincorporated Association and shall preside at all meetings of the Board of Directors and shall serve a term of one (1) year.

Section 5.15. Records. The Board of Directors shall cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the Members of the Unincorporated Association at annual meetings of the Members of the Unincorporated Association or at any special meeting where such statement is requested in writing by one-fourth (1/4) of the Unincorporated Association Members entitled to vote.

Section 5.16. Powers and Duties. The Board of Directors shall have and exercise all lawful powers and duties necessary for the proper conduct and administration of the affairs of the Unincorporated Associates and the operation and maintenance of Community Facilities and Limited Community Facilities, including, but not limited to, the entrance way of Rustic Ridge Subdivision and of common open space (it is acknowledged that the open space, entrance way and any other easements or dedication by the Developer to the Homeowner's Association are subject to change until the Borough of Plum formally accepts the streets and improvements, at which time said amenities and easements will become permanent: and may do or cause to be done all such other lawful acts and things as are now by law or by these By-Laws directed or required to be done by Members of the Unincorporated Association. In the performance of its duties as the administering body of the Unincorporated Association, in addition to those powers and duties set forth in the Declaration, the board of Directors shall have powers and duties including, but not limited to, the following:

A. The duty to provide for the operation, maintenance, cleaning, sanitation, renewal, replacement, care, upkeep, protection and surveillance of the Community Facilities and the Limited Community Facilities and all other property, real or personal, of the Unincorporated Association.

B. The duty, consistent with law, to fix the Annual Community

charges and assess the same against the Owners in accordance with the provisions of the By-Laws and the Declaration.

C. The duty to levy and collect, in addition to regular assessments, or Annual Community Charges, for Community expenses. Special Assessments in such amounts as the board may deem proper, whenever the Board is of the opinion it is necessary to do so in order to meet increased operation or maintenance costs, or additional capital expenses or because of emergencies. In no event can there be levied as assessment greater than One Hundred (\$100.00) Dollars per residence per year until ninety (90%) percent of the lots are sold in the Subdivision. Any lot still owned by the Developer, GRASSINGER HOMES INC., shall be exempt from assessment until sold.

D. (1) The duty to use and expend any sums collected from such Annual Community Charges, Special Assessments and Capital Funds for the operation, maintenance, renewal, care, upkeep, surveillance and protection of the Community Facilities and Limited Community Facilities of the Unincorporated Association and all of its real and personal property and any and all other improvements, facilities and services that the Board shall find to be necessary, desirable or beneficial for the advancement and in the best interest of the Unincorporated Association. All future improvements shall be of a quality consistent with that of the initial improvements.

(2) The duty to provide for the maintenance and repair of the Community Facilities and the Limited Community Facilities. The Board shall maintain the Community Facilities and limited Community Facilities at a minimum level of maintenance equal to that which existed at the time of the conveyance of ninety (90%) percent of the dwelling units or lots to Owners.

(3) The duty to use any surplus of the Annual Community Charges over Community expenses for such purposes as the Board of Directors may deem reasonable and necessary pursuant to its powers hereunder.

E. The duty to require all officers and employees of the Unincorporated Association handling or responsible for funds of the Unincorporated Association or funds in its possession or under its control to furnish adequate fidelity bonds or other form of surety as approved by the Association with corporate surety satisfactory to the Board of Directors. The premiums on such bonds shall be paid by the Unincorporated Association as part of the Community expenses.

F. the duty to pay all taxes and assessments levied or assessed against any property of the Unincorporated Association, exclusive of any taxes or assessments levied against any Owner or, otherwise, properly chargeable to any Owner.

G. The power to employ and dismiss such clerks, stenographers, workmen, janitors, gardeners, watchmen and other personnel and to purchase or arrange for such services, machinery, equipment, tools, materials and supplies, as, in the opinion of the Board of Directors, may, from time to time, be necessary for the proper operation and maintenance of the Community Facilities and the limited Community Facilities of the Unincorporated Association.

H. The power to enter into a contract with a management company at such price and upon such terms as shall be determined by the board to perform such duties and services as the Board may lawfully delegate. However, any such contract shall be for a term not be exceed two (2) years and shall provide for termination by either party with or without cause on sixty (60) days' written notice thereof to the other.

I. The duty to serve as Managing Agent of the Unincorporated Association.

J. The duty to collect delinquent charges or assessments made by the Unincorporated Association through the Board of Directors against any dwelling unit or lot and the Owner thereof, together with such costs and expenses incurred in connection therewith, including, but not limited to, court costs and attorneys' fees, whether by suit or otherwise, to abate nuisance and enforce observance of the Rules and Regulations relating to the Community by injunction or such other legal action or means as the Board of Directors may deem necessary or appropriate.

K. The power to employ or retain such counsel and consultants as may be deemed necessary by the Board for any proper purposes of the Unincorporated Association, and to fix their compensation for professional advice or services such as but not limited to those hereinabove or hereinafter referred to in these By-Laws.

L. The duty to cause such operating accounts and escrow and other accounts, if any, to be established and opened as the Board of Directors may deem appropriate from time to time and as may be consistent with generally accepted accounting practices.

M. The duty to adopt a budget for each calendar year which shall contain estimates of the cost of performing the functions of the Unincorporated Association, including, but not limited to, the following items:

1. Community expense budget which shall include, without limiting the geniality of the foregoing, the estimated amounts necessary for maintenance and operation of the Unincorporated Facilities and any and all other expenses related to the operations thereof, including, but not limited to, utility services, casualty and liability insurance, administrative and office expenses and reserves and the costs associated with the administration of the Unincorporated Association;

2. Any and all expenses incident to the maintenance and repair of any Limited Community Facilities as defined herein; and,

3. Proposed Annual Community Charges against each Member for the calendar year.

Copies of the proposed budget and proposed charges shall be available for inspection by all Members of the Unincorporated Association during regular business hours. If the budget is subsequently amended before the charges or assessments are made, a copy of the amended budget shall also be available for inspection. Nothing herein contained shall be construed as restricting the right of the Board of the Directors, at any time in its sole discretion, to levy a special assessment in the event that the budget originally adopted shall appear to be insufficient to pay the costs of the operation or management of the Unincorporated Association, or in the event of emergencies.

N. The duty to cause a complete audit of the books and accounts of the Unincorporated Association to be made by a competent independent public accountant at the end of each fiscal year and at such other time or times as may be deemed necessary.

O. The duty to maintain accounting records in accordance with generally accepted accounting principles.

P. The power to make and enforce compliance with such reasonable Rules and Regulations relative to the operation, use and occupancy of the Community Facilities and Limited Community Facilities including, but not limited to, penalties to be levied for violations of these By-Laws, the Declaration and any such Rules and Regulations as the Board of Directors shall adopt and to amend the same from time to time as when approved by appropriate resolutions shall be binding on the Owners and occupants of dwelling units or lots, their successors in title and assigns. A copy of such Rules and Regulations and copies of any amendments thereof shall be delivered or mailed to each Owner or occupant of a dwelling unit or lot promptly upon the adoption thereof.

Q. the duty to keep the Community Facilities, fixtures, equipment and personal property owned by the Unincorporated Association insured for the benefit and protection of the Unincorporated Association in amounts equal to their maximum insurable values, excluding foundation and excavating costs, as determined annually by the insurance carrier or carriers, against the following hazards, casualties or contingencies:

1. Loss or damage by fire and other casualties covered by a standard extended coverage endorsement; and

2. Such other risks, or a similar or dissimilar nature, as are or shall hereafter customarily be covered with respect to other buildings, fixtures and equipment similar in construction, design, use and location to the building and other property

hereinbefore mentioned. All such policies shall provide that, in the event of loss or damage, the proceed shall be payable to the Unincorporated Association. the Unincorporated Association shall pay the premiums on such policies as Community expenses.

R. The duty to establish depositories for the Unincorporated Association with such bank or banks as shall be designated form time to time by the Board and in which monies of the Unincorporated Association shall be deposited. Withdrawal of monies shall be only by check signed by such persons as are authorized by the Board.

S. The power to borrow and repay monies, gibing notes, mortgages or other security, upon such terms or terms as are deemed necessary.

T. The power to acquire by purchase, annexation or lease real property, if any time in the future, the Board deems it to be proper and consistent with the terms thereof.

U. The power to acquire by purchase, gift, bequest, devise, sale or lease additional real or personal property; to protect the Community Facilities or Additional Community Facilities upon such term or terms as the Unincorporated Association deems necessary and proper; to accept such additional property form the Declarant.

V. the power to employ professional counsel and receive advise form such persons and firms or corporations, such as, but not limited to, landscape architects, recreation experts, architects, planners, biologists, lawyers and accountants.

W. The power to take all steps necessary to effectuate any merger of the Unincorporated Association with any other association in the Rustic Ridge Plan of lots as may be approved by vote of a majority f the Members of both the Unincorporated Association and the particular association with which a merger is proposed.

X. the power to do all things incidental and necessary to the accomplishment of the above.

The Board of Directors shall also maintain public liability insurance insuring the Unincorporated Association and its Members against liability for negligent acts or commission or omission attributable to the Unincorporated Association or any of its Members and which occurs on or in any of the Community Facilities or the Limited Community Facilities. The Board shall also maintain Workmen's Compensation Insurance and such other insurance as will protect the interest of the Association, its employees and the Members, including but not limited to, directors, and Officers' liability coverage.

The duties and powers imposed on the Board of Directors by this Section 5.16 shall not be amended so as to reduce or eliminate any such duties or powers of the Board of Directors without the affirmative note of seventy-five (75%) percent of the

Unincorporated Association Membership entitled to vote.

ARTICLE VI

Officers

Section 6.01. Officers. The officers of the Unincorporated Association shall be a President, Vice-President, Secretary and Treasurer. the Secretary may be eligible to hold the office of Treasurer. The President, Vice-President and secretary shall be Members of the Board of Directors. The Treasurer need not be a Member of the Board of Directors.

Section 6.02. Election. The Officers of the Unincorporated Association shall be elected annually by the Board of Directors at the organizational meeting after each election of Directors and shall hold office until their successors are elected or appointed by the Board and qualify, provided that each officer shall hold office at the pleasure of the Board of Directors and may be removed, either with or without cause, and his successors elected at any annual or special meeting of the Board called for such purpose, upon the affirmative vote of a majority of the Members of the Board. the Board of Directors may, from time to time, appoint such other officers as in its judgment are necessary. Any officer may resign at any time by giving written notice to the Board or to the President or Secretary of the Unincorporated Association. Any such resignation shall take effect as of the date of the receipt of such notice or any later time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6.03. Vacancies. A vacancy in any office, because of death, resignation, removal, disqualification or any other cause, shall be filled in the manner prescribed in these By-Laws for regular appointments to such office.

Section 6.04. President. The President shall be the chief executive officer of the Unincorporated Association and shall preside at all meetings of the Members and of the Board of Directors, He shall have the general powers and duties usually vested in the office of the President of an Unincorporated Association, including, but not limited to, the power to appoint ad hoc committees from among the Members from time to time as he may deem appropriate to assist in the conduct of the affairs of the Unincorporated Association. The President shall be an ex-officio member of all standing committees, if any.. he shall execute such deeds, contracts and other instruments in the name of and on behalf of the Unincorporated Association and under its corporate seal when a seal is required, except when such documents are required or permitted by law to be otherwise executed, and except when the signing and execution thereof shall be delegated by the board of Directors to another officer or agent of the Unincorporated Association.

Section 6.05. Vice-President. The Vice-President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice-President is able to act, the Board of Directors shall appoint some other member of the Board to do so on an interim basis. The Vice-President shall also perform such other duties as shall, from time to time, be imposed upon him by the Board of Directors or these By-Laws.

Section 6.06. Secretary. The Secretary shall attend all meetings of the Board of Directors and all meetings of the Members and record all votes and the minutes at all meeting and proceedings, including resolutions in a Minute Book to be kept for that purpose and shall perform the duties for any committees when required. the Secretary shall have charge of the Minute Book and such records and papers as the Board shall direct and perform all duties incident to the Office of Secretary, including the sending of notice of meetings to the Members, the Board of Directors and Committees, and such other duties as may be prescribed by these By-Laws or by the Board of Directors or the President. He shall also have custody of the Corporate Seal and, when authorized by the Board, affix the same to any instrument requiring it and attest the same when appropriate. The Secretary shall keep, or cause to be kept at the principal office of the Unincorporated Association, a Membership Register showing the following: (a) the names and addresses of all Directors; (b) the names and addresses of all Members; and (c) the number of memberships held by each Member.

Section 6.07. Treasurer. The Treasurer shall have the responsibility to keep the Unincorporated Association's funds and securities and shall keep full and accurate account of receipts and disbursements in books belonging to the Unincorporated Association and shall deposit all monies, checks and other valuable effects in the mane and to the credit of the Unincorporated Association in such depositories as may, from time to time, be designated by the board of Directors. He shall disburse the funds of the Unincorporated Association as may from time to time, be ordered by the board or by the President and shall render to the President and Directors at the regular meeting of the Board, or whenever they or either of them shall require, an account of his transactions as Treasurer and of the financial condition of the Unincorporated Association. Nothing shall prohibit functions of the Treasurer to be delegated to any agent of the Unincorporated Association, provided such delegation is approved by resolution of the Board of Directors. The delegation of such duties of the Treasurer shall not relieve the Treasurer from any responsibility related to overseeing and reviewing any duties performed by such agent.

Section 6.08. Compensation. The officers of the Unincorporated Association shall serve without compensation except that they shall be entitled to reimbursement for all expenses reasonable incurred in the discharge of their duties.

Section 7.01. Amendments to By-Laws. Except as otherwise provided herein, these By-Laws and the form of administration set forth herein may be amended from time to time by the affirmative vote of the Members representing fifty-one (51%) percent of the Unincorporated Association membership entitled to vote.

ARTICLE VII

Dissolution

Section 8.01. Dissolution. In the event it shall be deemed advisable and for the benefit of the Members that the Unincorporated Association should be dissolved, the procedures concerning dissolution set forth in the Pennsylvania Non-Profit Corporation Statutes shall be followed.

Section 8.02. Distribution. In the event of dissolution, the assets, including any surplus of the Unincorporated Association after payment of all debts, including mortgages and other encumbrances, shall be distributed equally among the Members.

IN WITNESS WHEREOF, Grasinger Homes, Inc. has caused its common and corporate seal to be affixed to these presents by the hand of its President, and the same to be duly attested by its Secretary, this 3rd day of October, 1993.

GRASINGER HOMES, INC.

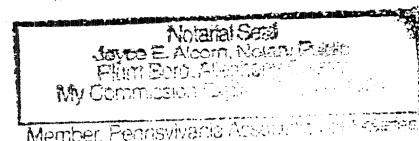
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MARIAN GRASINGER, Secretary

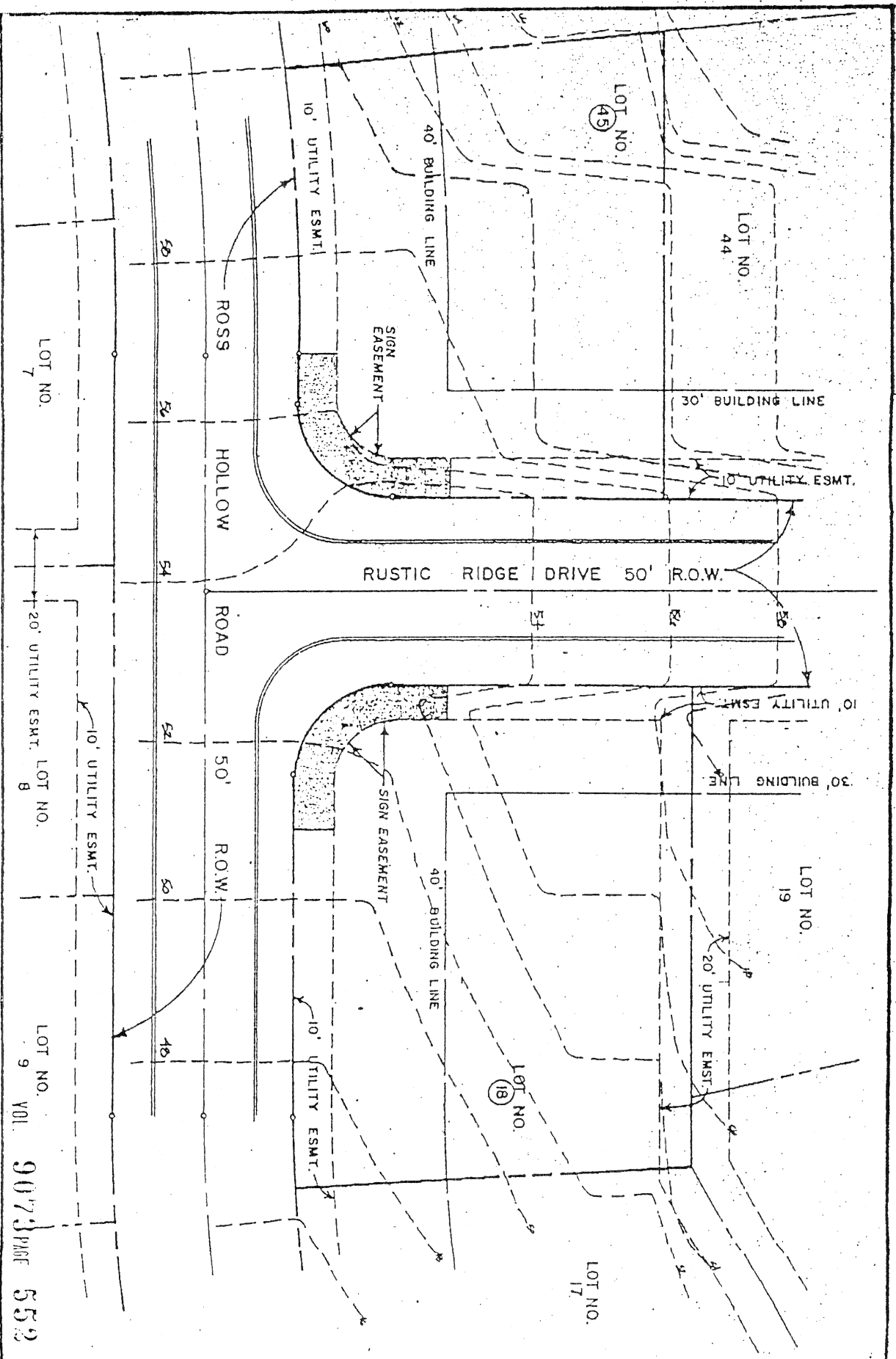
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FRANK J. GRASINGER, President

State of Pennsylvania))
)SS:
County of Allegheny)

On this 8 day of October, 1993, before me, a Notary Public, in and for the Commonwealth of Pennsylvania, the undersigned officer, personally appeared FRANK J. GRASINGER, who acknowledged himself to be the President of Grasinger Homes, Inc., a corporation, and that he as such President, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as President.

Jayce E. Alcorn
Notary Public

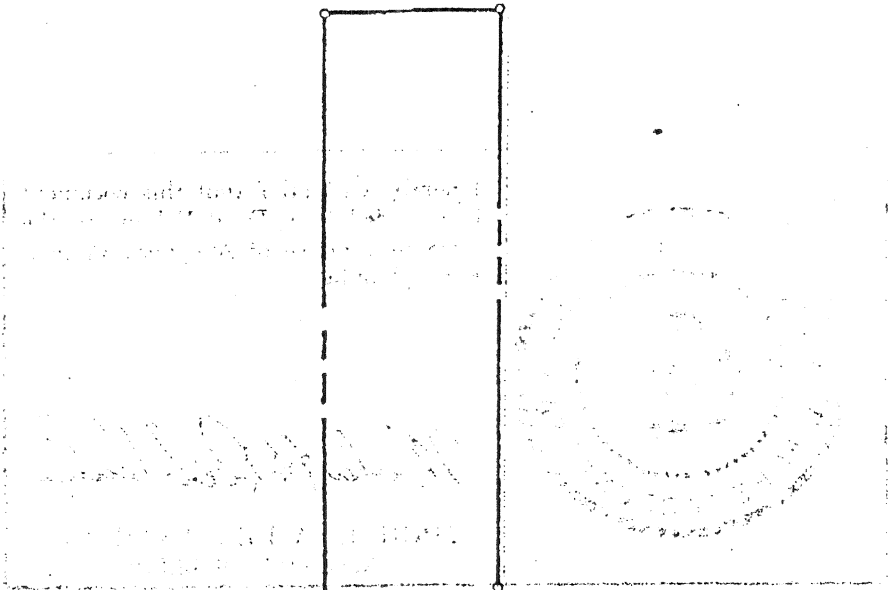




LOT NO. 9 VOL. 9073 PAGE 552

LOTS 18 & 45

SCALE: 1" = 30'
DATE: SEPT. 30, 1993



UNIT 4
23,160 sq. ft.
TO BE DEDICATED TO THE RUSTIC RIDGE
HOMEOWNERS ASSOCIATION

UTILITY
EASEMENT

TO BE DEDICATED TO THE RUSTIC RIDGE
HOMEOWNERS ASSOCIATION

