

**AMENDED AND RESTATED BYLAWS
OF
LAKELAND VILLAGE PATIO HOMES HOMEOWNERS ASSOCIATION, INC.**

ARTICLE 1 - PRINCIPAL BUSINESS OFFICE

The principal business office of Lakeland Village Patio Homes Homeowners Association, Inc. (the "corporation") in the State of Idaho shall be located at 6901 Emerald, Suite 207, Boise, Idaho 83704. The corporation may have such other offices, either within or without the State of Idaho, as the board of directors may from time to time designate.

ARTICLE 2 - MEMBERS

A. Eligibility for Membership: The members of this corporation are all the record title owners of the following lots: 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 18, 19, 20, 21 and 22 in Block 2, Phase 1; 35, 36, 38, 39, 40, and 41 in Block 2, Phase 2; 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, and 80, Block 2, Phase 4; 83, 84, 85, 86, 87, 88, 89, 90, 91, and 92, Block 2, Phase 5; and 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 111, 112, 113, 114, 115, 116, 117 and 118, Block 2, Phase 6, of Lakeland Village Subdivision in Ada County, Idaho, according to the official plats thereof filed in the office of the County Recorder of Ada County, Idaho (collectively, the "Patio Lots"). Those persons who own the Patio Lots shall automatically be members of this corporation, and membership in this corporation shall be appurtenant to ownership of said real property and shall run with the land thereof.

There shall be no certificates of membership, and evidence of ownership of record title of all or any portion of the Patio Lots according to the Official Records of Ada County, Idaho, shall constitute proof of membership in this corporation. Membership shall automatically transfer to the transferee of the property concurrently with transfer of a member's record title to all or any portion of the Patio Lots.

B. Annual Meetings: An annual membership meeting shall be held on the second Monday of the month of April during each calendar year, unless the board of directors shall fix a different date. The place of the meeting shall be at the principal business office of the corporation, unless the board of directors shall fix a different place. Written notice of the time and place of the annual membership meeting shall be given to each member, by regular United States Mail at the last address of such member as shown on the books and records of the corporation, not less than ten (10) days prior to the date of such meeting. The notice of the meeting shall include a statement of the purpose of the meeting, as set forth in the request for the meeting. The necessity for written notice of the meeting may be waived by unanimous consent of all members.

C. Special Meetings: Special meetings of the membership may be held at any time upon request of the board of directors, any officer of the corporation, or by members holding the right to cast not less than ten (10) votes at membership meetings of the corporation. Any such

request shall state the purpose for which the special membership meeting is desired to be held. Written notice of the time and place of a special membership meeting shall be given to each member, by regular United States Mail, at the last address of such member as shown on the books and records of the corporation, not less than ten (10) days prior to the date of such meeting. The notice of the meeting shall include a statement of the purpose of the meeting, as set forth in the request for the meeting. The necessity for written notice of the meeting may be waived by unanimous consent of all members.

D. Other Provisions Relating to Meetings: Membership meetings may also be called and held in any manner prescribed or permitted by Section 30-310, Idaho Cede.

E. Voting: Voting rights, and qualifications for voters, at any annual or special membership meeting, shall be as set forth in the Articles of Incorporation. Specifically, votes shall be allocated in the amount of one (1) vote per Patio Lot. The vote allocated with respect to each Patio Lot shall be cast in the manner determined by a majority in interest of the record title owners of such Patio Lot. Fractional votes shall not be permitted. With respect to the election of directors of this corporation, each member shall be entitled to one (1) vote per Patio Lot owned for each director position to be filled in connection with such election. Provided; however, such votes shall not be cumulatively cast for any director or directors. Members may vote in person or by proxy executed in writing by the member designating the proxy. All proxies must be filed with the secretary of the corporation not later than the commencement of the meeting at which such proxy intends to vote for a member. No proxy shall be valid more than eleven months after its date of execution. All co-owners of a single Patio Lot may collectively cast only one (1) vote, in the manner determined by a majority in interest of such co-owners.

F. Rights in Master Association. Members of this corporation shall retain all of their voting rights as members of Lakeland Village Homeowner's Association, Inc. (the "Master Association") pursuant to the bylaws of the Master Association. In addition to these rights, members of this corporation shall have the right to fill one-third (1/3) of the director positions on the board of directors of the Master Association, such positions to be filled pursuant to the provisions of the bylaws of the Master Association. There shall not be any fractional representation or election of directors on the board of the Master Association (e.g., if there are five (5) directors, one (1) director position shall be reserved for a member of this corporation; if there are seven (7) directors, two (2) positions shall be so reserved). Any vacancies of such positions reserved to members of this corporation shall be filled as provided for in the bylaws of the Master Association.

ARTICLE 3 - BOARD OF DIRECTORS

A. Number and Qualifications. The number of directors of this corporation shall be determined from time to time in the manner set forth in the Articles of Incorporation, but must be at least three members at all times.

B. Election - Term of Office. Directors shall be elected at each annual membership meeting. Directors shall serve a term of office of one (1) year from the date of their election, and upon expiration of their term of office shall continue to serve as directors until their respective

successors have been duly elected and qualified. Directors may be removed from office by not less than an 80% majority vote at any special membership meeting called for such purpose.

C. Meetings. Regular meetings of the board of directors shall be held as determined from time to time by resolution of the whole board of directors. Special meetings of the board of directors may be called by any members thereof, upon not less than five (5) days advance notice to each of the other members. Such notice shall be sufficiently given when mailed, postage fully prepaid, to the last known address of such director as the same shall appear upon the books and records of the corporation. The necessity for formal notice of any special meeting may be dispensed with by unanimous consent of the whole board of directors, and such waiver may be signified by the signatures of each director at any time affixed to the minutes of such special meeting. A simple majority of the directors shall constitute a quorum for the transaction of regular business at any meeting of the board of directors.

D. Vacancies. Vacancies in the board of directors resulting from death, resignation, or removal from office of a directors, shall be filled by a majority vote of the remaining directors. Any person so appointed to fill a vacancy shall serve until the next annual membership meeting, and until his or her successor has been duly elected and qualified.

ARTICLE 4 - OFFICERS OF THE CORPORATION

A. Election - Terms of Office. All officers of the corporation shall be elected by the board of directors, and their terms of office shall be prescribed by the board of directors. Officers shall be elected at the first regular or special meeting of the board of directors following each annual membership meeting. Any officer may be removed from office at any time by the board of directors. The vote of a simple majority of the directors present and voting at any regular or special meeting of the board of directors shall be sufficient for election or removal of officers to be elected or removed.

B. Duties and Responsibilities. The powers, duties and responsibilities of the officers of the corporation shall be as hereafter set forth, unless modified from time to time by resolution of the board of directors.

1. The President: The president shall be the chief executive officer of the corporation, and shall have general supervision of the other officers. The president shall preside at all meetings of the members and of the board of directors and see that all orders and resolutions of the board are carried into effect; subject, however, to the right of the board to delegate to any other officer or officers of the corporation any specific powers, other than those that may be by law conferred only upon the president. The president shall execute in the name of the company all deeds, bonds, mortgages, contracts and ether documents authorized by the board of directors, except in cases where the execution thereof shall be expressly delegated by the board to some other officer or agent of the corporation. The president shall have the general powers and duties of supervision and management usually vested in the office of the president of corporations.

2. Vice President: A vice president shall perform the duties and exercise the powers of the president in case of the president's illness, disability or temporary absence from the office of the corporation and shall perform such other duties as may from time to time be granted or imposed by the board of directors or the president.

3. The Secretary: The secretary shall attend all sessions of the board and all meetings of members held at the office of the corporation and act as clerk thereof and record all votes and the minutes of all proceedings in a book to be kept for that purpose. The secretary shall give, or cause to be given, notice of meetings of the members and of the board of directors when notice is required to be given under these by-laws or any resolution of the board. The secretary shall have custody of the seal of the corporation and shall affix and attest the seal to all authorized documents requiring a seal and shall in general perform the duties usually incident to the office of secretary, and such further duties as shall from time to time be prescribed by the board of directors or the president.

4. The Treasurer: The treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall deposit all monies and other valuable effects in the name and to the credit of the corporation in such banks and depositories as may be designated by the board of directors. The treasurer shall disburse the funds of the corporation as may be ordered by the board, taking proper vouchers for such disbursements, and shall render to the president and directors at the regular meetings of the board, and whenever they may require, accounts of all transactions as treasurer and of the financial condition of the company.

The treasurer shall perform the duties usually incident to the office of the treasurer and such other duties as may be prescribed from time to time by the board of the directors of the president. The office of treasurer may be filled by the same person as the person holding the office of secretary.

ARTICLE 5 - MAINTENANCE

A. Exterior Landscaped Areas to be Maintained by Corporation. This corporation shall maintain the exterior landscaped areas of the Patio Lots. Additional property may be annexed to this corporation by filing for record of plats and additional declaration of Covenants, Conditions and Restriction referencing this corporation.

1. This corporation shall maintain all exterior landscaped areas on any Patio Lots as the board of directors of this corporation shall from time to time deem necessary or desirable for the use and benefit of its members and their visitors, and shall have the right to levy assessments for such maintenance against the owners of such Patio Lots as provided for in Article 8 herein.

2. This corporation may establish reasonable rules and regulations governing the operation of the exterior landscaped areas within the Patio Lots and may modify such rules and regulations from time to time. A copy of such rules and regulations, and all amendments thereto, shall be furnished to each member promptly upon adoption thereof.

AMENDED AND RESTATED BYLAWS OF

LAKELAND VILLAGE PATIO HOMES HOMEOWNERS ASSOCIATION, INC. – 4

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ARTICLE 6 - UNIFORM STANDARDS OF APPEARANCE

This corporation shall establish reasonable uniform standards for the exterior appearance and condition of all buildings and improvements situated in said subdivisions, for the purpose of maintaining a uniform and aesthetically pleasing exterior appearance and condition of such building and improvement. This corporation shall have the power to require any member to perform maintenance, repairs, and reasonable modification to such member's buildings and improvements for the purpose of bringing the same into conformity with such uniform standards of exterior appearance and condition. Should any member fail to perform maintenance, repairs or modification required by this corporation pursuant to the foregoing authority, the corporation shall have the right to bring a legal action for specific performance to compel such compliance, or in the alternative the corporation may cause the required work to be done at the member's cost and expense. The corporation may recover from any member its reasonable attorney fees and costs of suit incurred in enforcing compliance with the provisions herein set forth.

ARTICLE 7 - INSURANCE

The corporation shall procure and make payment of premiums upon public liability insurance covering damage arising from the corporation's maintenance activities covering such risks and in such policy limits as the board of directors shall from time to time deem appropriate. The board of directors is expressly authorized to decline to insure certain risks if in the discretion of the board of directors the procurement of insurance covering such risks is not economically feasible or practicable for the corporation.

ARTICLE 8 - ASSESSMENTS

A. Purpose of Assessments. Members shall be subject to assessment for the purpose of paying the costs of administration and operation of the corporation, and for the purpose of paying the costs of the services provided by the corporation to its members.

B. Maintenance and Operation Assessments. At least annually, the corporation's board of directors shall fix a maintenance and operation budget, to provide funds for the payment of the estimated costs of operating and maintenance costs for exterior landscaped portions of the Patio Lots, together with any administrative expenses of the corporation, and to levy assessments against the members to pay for the same. The budget may be adjusted from time to time as necessary in consideration of actual cost experience. Reasonable reserves for future expenses may be included in the budgets. Each Patio Lot shall be apportioned an equal share of the total annual assessment. The amount of monthly maintenance and operation assessment with respect to each Patio Lot shall be one-twelfth of the annual maintenance and operation assessment for such Patio Lot. The member or members who own each Patio Lot on the first day of each calendar month must pay the monthly maintenance and operation assessment with respect to such Patio Lot for said calendar month.

C. Special Assessments. Notwithstanding the foregoing, in the event that additional maintenance or repair is required for any Patio Lot or Patio Lots due to a disproportionate amount of exterior landscaping or otherwise arising from the actions of an owner of a Patio Lot,

the corporation may levy special assessments against such Patio Lot owner(s) in an amount proportionate to the cost of such additional maintenance and repair.

D. Payment of Assessments. Annual assessments and special assessments described herein shall be payable within fifteen (15) days following the due date thereof, such due dates to be specified at such times and intervals as may be designated by the board of directors in its notification to members of the amounts assessed. Any assessment which shall not have been paid within fifteen (15) days following the due date thereof shall be deemed delinquent. For good cause the board of directors may extend the foregoing time limitation. Unpaid assessments constitute a lien upon any Patio Lot or Patio Lots owned by the member whose assessments are unpaid, and may be enforced by foreclosure as provided in the Articles of Incorporation. In the event any such foreclosure proceeding is required, the corporation shall be entitled to recover its reasonable attorney fees and costs of suit in addition to the amount of the unpaid assessment or assessments.

CERTIFICATION

We certify that the foregoing is a true and correct copy of the Amended and Restated Bylaws of Lakeland Village Patio Homes Homeowners Association, Inc.

DATED effective as of this 1st day of January, 2005.

BOARD OF DIRECTORS:

Larry Laraway

Ronald W. Bath

Janis Rusev

ATTEST:

Corporation Secretary, Janis Rusev