

**BY-LAWS
OF
SUNBROOK ESTATES PROPERTY OWNERS ASSOCIATION, INC.**

A Corporation not for profit
under the laws of the State of Utah

ARTICLE I

IDENTITY

These are the By-Laws of the SUNBROOK ESTATES PROPERTY OWNERS ASSOCIATION, INC., (hereinafter referred to as the "Association"), a corporation not for profit under the laws of the State of Utah, the Articles of Incorporation of which were filed in the Office of the Division of Corporations and Commercial Code of the State of Utah. The Association has been organized for the purpose of providing services to the property owners of the SUNBROOK ESTATES PROPERTY OWNERS ASSOCIATION, INC., which members shall be property owners at SUNBROOK ESTATES and, provided in the case that the Association acquires any lands or personal property in common by members of the Association, to operate and use any such lands for the members of the Association. Such operation shall include the Offices of the Association, and shall be in keeping with the terms and conditions as set forth in the "Declaration of Covenants and Restrictions of Sunbrook Estates" (hereinafter called the "declaration"), and the enforcement of such covenants, conditions and restrictions.

1.01 The offices of the Association shall be that of the current President of the Association.

1.02 The Fiscal year of the Association shall be April 1 through March 31.

1.03 Any seal of the Association shall bear the name of the corporation, "Sunbrook Estates Property Owners Association, Inc., " the word "Utah", the words "corporation not for profit" and the year of incorporation.

1.04 Definition of terms used herein shall be the same as are contained in the Declaration.

ARTICLE II

MEMBERSHIP AND VOTING RIGHTS IN THE ASSOCIATION

2.01 Membership Every person who is a record owner of a fee or undivided fee interest in any lot, which is subject to assessment by the Association, including contract

sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot, which is subject to assessment, by the Association.

Change of membership shall be established by recording in the official records of Washington County, Utah, a deed or other instrument establishing record fee title to such lot and by the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument or such certificate thus becomes a member of the association, and the membership of the prior owner shall be terminated. In the event that a certified copy of said instrument or such certificate is not delivered to the Association, said lot owner shall become a member but shall not be entitled to voting privileges. The foregoing shall not, however, limit this Association's powers or privileges.

2.02 Classes and Voting Rights The Association shall have one (1) class of voting membership:

2.02.1 Class A. The Class A members shall be all lot owners (with the exception of Declarant). Each lot owner shall be entitled to one (1) vote for each lot owned. When more than one (1) person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any single lot.

2.03 Dissolution In the event of the permanent dissolution of the Association for whatever reason any lot owner may petition the District Court of the Fifth Judicial Circuit, Washington County, Utah, for the appointment of a Receiver to manage the affairs of the dissolved Association, and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association.

ARTICLE III

MEMBERS MEETINGS

3.01 The Annual Members Meeting shall be held at such location as shall be designated in the Notice of Meeting at such time and place as designated by the Officers of the Association; but in any case as near to 8 PM on April 1 as possible. The purpose of the meeting shall be for electing directors and transacting any other business authorized to be transacted by the members. Election of officers shall be governed by the provisions of article V hereof.

3.02 Special Members Meetings shall be held whenever called by the President or Vice President or by a majority of the Board of Directors, and must be called by such officers upon receipt of a written request from members entitled to cast one-fourth (1/4) of the votes of the entire membership.

3.03 Notice of all Members' Meetings stating the time and place and the object for which the meeting is called shall be given by the President or Vice President or Secretary unless waived in writing by all of the members. Such notice shall be in writing to each member at his/her address as it appears on the books of the Association and shall be mailed not less than twenty (20) days, nor more than sixty (60) days, prior to the date of the meeting. Proof of such mailing shall be given by the affidavit of the person giving the notice.

3.04 A Quorum at Members Meetings shall consist of persons entitled to cast one fourth (1/4) of the votes of the entire membership except as otherwise provided for in the Articles, the Declaration, or these By-Laws. The acts approved by a majority of the votes present at the meeting at which a quorum is present shall constitute the acts of the members, except when approval by a greater number is required by the Articles of Incorporation of these By-Laws.

3.05 Voting

(a) If a lot is owned by more than one person, his/her right to vote shall be established by the record title to his/her lot. If any lot is owned by more than one person, or is under lease, the person entitled to cast the vote for the lot shall be designated by a certificate signed by all of the record owners of the lot and filed with the Secretary of the Association. Such certificate shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the lot concerned. A certificate designating the person entitled to cast the vote of a lot may be revoked by any owner of the lot. If such a certificate is not on file, the votes of such owners shall not be considered in determining the requirement for a quorum nor for any other purposes. All certificates must be received in the office of the association no later than ten (10) days prior to the meeting.

3.06 Proxies Votes may be cast in person or by proxy. A proxy may be made by any person entitled to vote and shall be valid only for the particular meeting designated in the proxy, and must be filed with the Secretary at least ten (10) days before the appointed time of the meeting or any adjournment of the meeting.

3.07 Absentee Ballots A person entitled to vote may provide an absentee ballot to the Secretary no later than ten (10) days prior to any meeting. The absentee ballot shall specify the issue and the vote of the person entitled to vote. It must be signed in the original.

3.08 Adjourned Meetings If any meeting of the members cannot be organized because a quorum has not attended, the members who are present, either in person or by proxy or by absentee ballot, may adjourn the meeting from time to time until a quorum is present.

3.09 The Order of Business at annual members' meetings, and as far as practicable at other meetings, shall be:

1. Calling of the roll and certifying of proxies and absentee ballots.
2. Proof of due notice of the meeting or waiver of notice.
3. Reading and disposal of any unapproved minutes.
4. Reports of officers and committees.
5. Election of Officers.
6. Unfinished Business.
7. New Business.
8. Adjournment.

ARTICLE IV

Board of Directors Selection: Term of Office

4.01 Number The affairs of this Association shall be managed by a Board of Seven (7) Directors. The Directors must be members of the Association or in the case of multiple co-Owners or Owners not natural persons, or their designees.

4.02 Term of Office At each annual meeting, the Members shall elect Directors for terms of two (2) years, with an odd number of Directors (at least two less than the entire Board) elected in odd-numbered years and an even number of Directors elected in even-numbered years. In the initial election of Directors, the method shall provide that the term of an odd number of Directors (at least two less than the entire Board) shall expire in the next odd numbered year, and the term of an even number of Directors shall expire in the next even numbered year.

4.03 Removal Any Director may be removed from the Board with cause, by a majority of the Members of the Association. Any Director who shall be absent from three (3) consecutive Board meetings shall be automatically removed from the Board unless determined otherwise by the Board. In the event of death, resignation or removal of a Director, a temporary successor shall be selected by the remaining member of the Board and shall serve for the unexpired term of his predecessor or until special election of a successor.

4.04 Compensation No director shall receive compensation for any service he or she may render to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of Director duties.

ARTICLE V

Nomination and Election of Directors

5.01 Nomination Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting of Members. The Nominating Committee shall consist of a chairman, who shall be a member of the Board of Directors, and two (2) or more Members of the Association. The Nominating Committee shall be appointed by the Board of Directors at least sixty (60) days prior to each annual meeting of the Members, to serve through such annual meeting. The Nominating Committee 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.

5.02 Election Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Articles of Incorporation and these By-Laws. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

5.03 Voting by Mail or E-mail Election of Directors may be handled by mail or E-mail voting in the following manner, which may be, at the determination of the Board, the sole method of voting or used in conjunction with in-person voting. Ballots shall be sent to each Member by the Secretary not more than sixty (60) days and not fewer than thirty (30) days before the date set for election. Ballots shall instruct Members to seal their ballot in a ballot envelope and then place the sealed envelope into a larger envelope along with a signed paper, provided by the Secretary, identifying the Member whose vote is contained in the inner envelope. Ballots may be delivered to the Secretary in person or by mail. Ballots may also be returned to the Secretary by E-mail. Upon receiving the ballots, the Secretary shall open the outer envelope; remove the identification paper and record which Members have voted. The Secretary shall record the votes of all Members replying by E-mail. The identification paper and outer envelope shall then be separated from the ballot envelope. The ballot envelope shall be retained by the Secretary until opened on the election date.

ARTICLE VI

Meetings of Directors

6.01 Regular Meetings The first meeting of the Board of Directors will follow the annual meeting of the Members. Thereafter, regular meetings of the Board of Directors shall be held at such date, time and place as may be determined from time to time by resolution of the Board of Directors. Written or E-mail notification of each regular Board meeting shall be delivered or mail to each Director at least seven (7) days prior to any regular Board meeting. Meetings of the Board shall be open to all Members, unless litigation or potential litigation, contract negotiation or employment or personnel matters are being discussed.

6.02 Special Meetings Special meetings of the Board of Directors shall be held when called by the President of the Association or by any two (2) Directors after not less than two (2) days notice to each Director.

6.03 Quorum A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board, unless a greater number is required by law, the Articles of Incorporation or these By-Laws.

6.04 Action Without a Meeting Whenever the Directors are required or permitted to take any action by vote, such action may be taken without a meeting or written consent, setting forth the action so taken.

ARTICLE VII

Powers and Duties of the Board of Directors

7.01 All the powers and duties of the Association under the Articles of Incorporation and these By-Paws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, and subject only to approval by the Members where such approval is specifically required.

7.02 Powers The Board shall have the power to:

(a) Adopt and publish rules and regulations governing the Association and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;

(b) Suspend the voting rights of a Member during any period in which such Member shall be in default in the payment of an 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;

(c) Exercise for the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by any other provisions of these By-Laws, the Articles or the Declaration;

(d) Declare the office of a member of the Board to be vacant in the event such member shall be absent from three (3) consecutive meetings of the Board of Directors, provided, however, that concurrence in the minutes of the meeting as provided for herein shall constitute presence at said meeting;

(e) Employ such employees as they deem necessary and prescribe their duties;

(f) Exercise such other power as given by Utah Statutes and not in conflict therewith.

7.03 Duties It shall be the duty of the Board to:

(a) Cause to be kept a complete record of all its acts and affairs and to present a statement thereof to the Members at an annual meeting of the Association.

(b) Supervise all officers, agents and employees of the Association, and determine that their duties are properly performed;

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

(1) Fix the amount of the annual assessment against each lot at least thirty (30) days in advance of each annual assessment period;

(2) Send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) Foreclose the lien against any unit for which assessment are not paid within thirty (30) days after due date and/or bring an action at law against the Owner person lay 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 an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) Procure and maintain adequate liability and hazard insurance on any property owned by the Association and adequate bond for all official acts of the Directors; and

(f) Cause all officers and employees having fiscal responsibilities to be bonded, as it may deem appropriate.

All of the powers and duties of the Association existing under the Articles of Incorporation and these By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Members where such approval is specifically required.

ARTICLE VIII

Officers

8.01 Enumeration of Offices The officers of the Association shall be President, Vice-President, a Secretary and a Treasurer who shall be at all times Members of the Board of Directors.

8.02 Election of Officers The officers shall be elected annually by the Board of Directors at the first meeting of the Board of Directors following the Annual Meeting.

8.03 Term The officers shall hold office for one (1) year unless the officer shall sooner resign, or be removed, or otherwise be disqualified to serve.

8.04 Special Appointments The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

8.05 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 notice to the Board, or any officer of the Board. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise necessary to make it effective.

8.06 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 being replaced.

8.07 Multiple Offices The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than any one of the other offices except in the case of special office created pursuant to Section 4 of this Article.

8.08 The President shall be the chief executive officer of the Association. He/she shall have all the powers and duties usually vested in the office of President of an association, including but not limited to the power to appoint committees from among the Members from time to time, as he/she, in his/her discretion, may determine appropriate to assist in the conduct of the affairs of the association.

8.09 The Vice President, in the absence or disability of the President, shall exercise the powers and perform the duties of the President. He/she also shall assist the President generally and exercise such other powers and perform such other duties as shall be prescribed by the Directors.

8.10 The Secretary shall keep the minutes of the proceedings of the Directors and the Members. He/she shall attend to the giving and serving of all notices to the Members and Directors and other notices required by law. He/she shall have custody of any seal of the Association and affix it to instruments requiring a seal when duly signed. He/she shall keep the records of the Association, except those of Treasurer, and shall perform all other duties incident to the office of Secretary of an association and as may be required by the Directors of the President. The Assistant Secretary shall perform the duties of the Secretary when the Secretary is absent.

8.11 The Treasurer shall have custody of all property of the Association, including funds, securities, and evidences of indebtedness. He/she shall keep the books of the Association in accordance with good accounting practices, and he/she shall perform all the duties incident to the office of Treasurer.

8.12 The Compensation of all employees of the Association shall be fixed by the Directors. The provision that director's fees shall be determined by Members shall not preclude the Board of Directors from employing a Director as an employee of the Association.

ARTICLE IX

Fiscal Management

The provisions for fiscal management of the Association set forth in the Articles of Incorporation shall be supplemented by the following provisions:

9.01 Accounts The receipts and expenditures of the Association shall be created and charged to accounts under the following classification and shall be appropriate, all of which expenditures shall be common expenses:

(a) Annual Expenses which shall include all receipts and expenditures within the year for which the budget is made, including a reasonable allowance for contingencies and working funds, except expenditures chargeable to reserves.

(b) Reserve for Miscellaneous Contingencies which shall include funds for items that occur less frequently or may not have been included in the budget.

9.02 Budget The Board of Directors shall adopt a budget for each fiscal year that shall include the estimated funds required to defray the assessments and to provide and maintain funds for the foregoing accounts and reserves according to good accounting practices as follows:

(a) Annual Expense

(b) Reserve for Miscellaneous Contingencies

(c) Provided however, that the amount of each budgeted item may be increased over the foregoing limitations when approved by Owners entitled to cast not less than seventy-five percent (75%) of the votes of the entire membership of the Association.

9.03 Assessments Assessments against owners for shares of the items of the budget shall be made for the fiscal year annually in advance on or before March 31 preceding the year for which the assessments are made. Such assessments shall be due in two (2) equal installments for the first day of April and October of the year for which the assessments are made, unless the Board, in its sole discretion, elects to require annual, quarterly, or monthly installments. If an annual assessment is not made as required, an assessment shall be presumed to have been made in the amount of the last prior assessment and semi-annual installments on such assessments shall be due on each installment payment date until change by an amended assessment. In the event the annual assessment proves to be insufficient, the budget and assessments may be amended at any time by the Board of Directors if the accounts of the amended budget do not exceed the limitations for that year. Any account that does exceed such limitation shall be subject to the prior approval of the membership of the Association as previously required by these By-Laws. The unpaid Assessment for the remaining portion of the fiscal year for which the amended assessment is made shall be due upon the date of the assessment if made on or after October 1; and if made prior to October 1, one-half (1/2) of the balance shall be due on the date determined by the Board of Directors of the Association. Each Member is obligated to pay to the Association annual and special assessments is not paid within fifteen (15) days after the due date, a late fee of twenty five dollars (\$25.00) shall be charged. If the 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 eighteen percent (18%) per annum until paid. The Association may bring an action at law against the lot owner personally obligated to pay the same or foreclose the lien against the lot. Interest, suit costs and reasonable attorney's fees incurred in any such action shall be added to the amount of each assessment.

9.04 Acceleration of Assessment Installments upon Default If a lot owner shall be in default in the payment of an installment upon an assessment, the Board of Directors may accelerate the remaining installments of the assessment upon notice to the lot owner, and the unpaid balance of the assessment shall be due upon the date stated in the notice, but not less than ten (10) days after delivery of the notice to the lot owner, or not less than twenty (20) days after the mailing of such notice to him by registered or certified mail, whichever shall first occur.

9.05 Assessments for Emergencies Assessments for annual expenses for emergencies that cannot be paid from the annual assessment for annual expenses may be made without notice of the need for such expenditures being given. The assessment shall become effective and shall be due after thirty (30) days notice in such manner as the Board of Directors of the Association may require in the notice of Assessment.

9.06 The Depository of the Association shall be such bank or banks and/or such savings and loan associations as shall be designated from time to time by the Directors and in which the monies of the Association shall be deposited. Withdrawal of monies from such accounts shall be made only by check signed by such persons as are authorized by the Directors.

9.07 Audit At the Annual Meeting of the Association, the Members present shall determine by a majority vote whether an audit of the accounts of the Association shall be made by a Certified Public Accountant, Public Accountant, or by an auditing committee consisting of not less than three (3) members of the Association, none of which shall be Board members. The cost of the audit shall be paid by the Association.

9.08 Fidelity Bonds of five thousand dollars (\$5,000.00) may be required by the Board of Directors from all officers of the Association and from any contractor handling or responsible for Association funds. The amount of such bonds shall be determined by the Directors, but shall be at least the amount of the total of two monthly assessments against members for annual expenses. The premiums on such bonds shall be paid by the Association.

ARTICLE X

Amendments

These By-Laws may be amended in the following manner:

10.01 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

10.02 A Resolution adopting a proposed amendment may be proposed by either the Board of Directors of the Association or by any of the members of the Association. Directors and members not present in person or by proxy or E-mail vote at the meeting considering the amendment may express their approval in writing or E-mail, provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by:

(a) Not less than seventy five percent (75%) of the entire membership of the Board of Directors and not less than seventy five percent (75%) of the votes of the entire membership of the Association; or

(b) Not less than eighty percent (80%) of the votes of the entire membership of the Association.

10.03 Proviso Provided, however, that no amendment shall discriminate against any lot owner or against any lot or class or group of lots unless the lot owners so affected

shall consent. No amendment shall be made that is in conflict with the Articles of Incorporation.

(a) In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles of Incorporation shall control; and in the case of conflict between the Declaration and these By-Laws or the Articles of Incorporation, the Declaration shall control.

(b) No amendment shall materially impair or prejudice the rights and/or priorities of an institutional mortgagee of any of the lots without the prior written approval of such mortgagee.

10.04 Execution A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment to the By-Laws, which certificate shall be executed by the officers of the Association with the formalities of the execution of a deed.

ARTICLE XI

Architectural Control Committee

The Board of Directors is authorized to establish an Architectural Control Committee, hereinafter call ACC, and to delegate to said ACC the following powers:

(a) To adopt, administer and enforce uniform architectural and landscaping standards which conform to the architectural, landscaping and other restrictions, if any, in the Declaration of Covenants and Restrictions and Architectural Guidelines appurtenant to the property with Sunbrook Estates; said standards to be adopted with the goal of maintaining the beauty of the natural environment of the area and overall plan of development for Sunbrook Estates; and

(b) To adopt, administer and appoint a review committee with the goal of fairly and impartially enforcing architectural and landscaping standards; and

(c) To make special exceptions to any standards adopted by the ACC or any review committees, upon prior application to the ACC and the Board. The means and manner of such application shall be adopted by the ACC and the Board.

Said ACC shall consist of no fewer the three (3) and no more than seven (7) members, appointed by the Board of Directors. Members of the ACC shall serve at the pleasure of the Board of Directors and may be removed without cause. Members of the ACC shall serve a term of three (3) years. In the event of a vacancy in the ACC, the Board of Directors shall, ay its next meeting select replacement member to serve on the ACC. Members of the Board shall be eligible to serve on the ACC. The Board of

Directors may, in its discretion, appoint a professional architect, engineer, or land planner, who may or may not be a member of the Association, to serve on said ACC and may provide that said architect, engineer, or land planner be fairly compensated for serving on the ACC. The Board of Directors may approve and distribute funds to meet the reasonable expenses of said ACC. The ACC shall be responsible to the Board of Directors, which shall have a veto power over any decision made by the ACC. The veto power may be exercised by a majority of the Board of Directors at any Board of Directors meeting, after application made by an aggrieved member or any member of the Association.

The ACC and the Board shall promulgate from time to time such procedural rules and regulation as it deems necessary and proper, which shall include, but not necessarily be limited to the following:

(a) Guidelines and procedures to be followed by any applicant seeking its approval.

(b) Guidelines and procedures to be followed by an applicant seeking a special exception.

(c) An adequate application form to be prepared and submitted by any applicant seeking its approval as a special exception.

(d) A schedule of reasonable fees applicable for the processing of applications.

(e) A procedure for calling a special meeting of the Board of Directors or Committee (which may include regularly scheduled meetings).

(f) Such other procedural rules, regulations and requirements as the ACC and the Board may deem necessary and proper, which are not in conflict with the Articles of Incorporation, By-Laws, and Declaration of Covenants and Restrictions.

ARTICLE XII

Compliance and Default

12.01 Violation In the event of a violation (other than the non-payment of assessments) by the lot owner of any of the provisions of these By-Laws, or the Articles of Incorporation, or any restrictive covenants recorded by plat or otherwise, the Association, by direction of the Board of Directors, may notify the lot owner by written notice of said breach, transmitted by mail, and if such violation shall continue for a period of ten (10) days from the date of the notice, the Association, through its Board of Directors, shall have the right to treat such violation as the intentional inexcusable and

material breach of the By-Laws, Articles of Incorporation, Declaration of Covenants and Restrictions, or Architectural Guidelines and the Association may then, at its option, have the following elections:

(a) An action at law to recover damages on behalf of the Association or on behalf of the other lot owners;

(b) An action in equity to enforce performance on the part of the lot owner; or

(c) An action in equity for such equitable relief as may be necessary under the circumstances, including injunctive relief.

The lot owner so violating shall reimburse the Association for reasonable attorney's fees incurred by it in bringing such action. Failure on the part of the Association to maintain such action at law or equity within thirty (30) days from date of a written request signed by a lot owner sent to the Board of Directors, shall authorize any lot owner to bring an action in equity or a suit at law on account of the violation. Any violations which are deemed by the Board of Directors to be a hazard to public health may be corrected immediately as an emergency matter by the Association, and the cost thereof shall be charged to the lot Owner as a specific item.

12.02 Costs and Attorney's Fees In any proceeding arising because of an alleged default by a lot owner, the Association shall be entitled to recover the costs of the proceeding and its reasonable attorney's fees.

12.03 No Waiver of Rights The failure of the Association or of a lot owner to enforce any right, covenant or condition which may be granted by the plat or any other restrictive covenant shall not constitute a waiver of the right of the Association or lot owner to enforce such right, provision, covenant, or condition in the future.

The foregoing were adopted as the By-Laws of SUNBROOK ESTATES PROPERTY OWNERS ASSOCIATION, INC., a corporation not for profit under the laws of the State of Utah at the annual meeting of the members of the Association held

President

Attest:

Secretary