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**BYLAWS
OF
PARKSIDE KNOLLS SOUTH HOMEOWNERS ASSOCIATION**

Recorder's Cover Sheet

Prepared By & Return to: John R. Webber III, PO Box 250, Ottumwa, IA 52501 (641) 682-8326

Taxpayer Information: Parkside Knolls South, County of Appanoose, Moravia, IA 52571

Grantors:

PARKSIDE KNOLLS SOUTH HOMEOWNERS ASSOCIATION

Grantee:

PARKSIDE KNOLLS SOUTH HOMEOWNERS ASSOCIATION

By-Laws Of Parkside Knolls South Homeowners Association

ARTICLE I

OFFICE

Section 1.01 Principal Office

The principal office of the corporation in the State of Iowa shall be located at Parkside Knolls South, County of Appanoose, Moravia, Iowa 52571.

Section 1.02 Registered Office and Agent

The corporation shall have and continuously maintain in the State of Iowa a registered office and a registered agent whose office is identical with such registered office.

ARTICLE II

MEMBERS

Section 2.01 Eligibility of Membership

The corporation shall have one class of members. Members are titleholders of a lot or lots, or townhouse in Parkside Knolls South Development situated in Appanoose County.

Membership Fee shall be \$650.00 per member per year. This includes sewer, mowing and all operating expenses of Parkside Knolls HOA. Membership dues shall be due and payable on the first day of January of each year. Membership dues for persons who become members during the year shall be paid pro rata for the year they become a Member and be due on the first day of the month following the date they became members. In the case of multiple titleholders in a lot or townhouse, just one membership fee is due. If more than one lot or townhouse are owned by the same titleholders, no additional voting rights are conferred on the members. Dues will be considered delinquent if not paid by February 28th of each year for the purpose of voting.

Non-Payment of Assessments; Remedies of the Association: Any assessments, including membership dues and/or special assessment fees, which are not paid when due shall be delinquent. 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 highest rate permitted by law per month, and the Association may bring an action at Law against the Owner personally obligated to pay the same or foreclose the lien against the property in the same manner and with

the same effects as is applicable to the foreclosure of real estate mortgages under Iowa Law; interest costs, attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for assessments provided for herein by non-use of the communal area or abandonment of his/her lot.

Special Assessments: Special assessments can be collected for any year as approved by the Board and a majority of the eligible voting members of the Association. Any proposed special assessment fee shall be determined by a majority vote of the Directors at a meeting of Directors. If an assessment fee is approved by the Directors, such fee shall not become effective until it is approved by a majority vote of the members of the Association at a meeting called for the purpose of approving or disapproving the proposed special assessment fee or at an annual meeting.

Titleholders shall notify the Secretary of the Association within 30 days of a sale or other transfer of ownership of a lot or townhouse. Such notice shall include the name, address, and telephone number of any new owner.

Section 2.02 Voting Rights

For voting purposes, each member may designate a person to exercise their voting rights in the Association. A designation of voting rights may only be made to another individual who is an eligible voting member of the Association, unless the individual has been appointed by a Court to act for the member (e.g., a Conservator or Executor/Administrator) Such written designation, and any amended designations, shall be delivered to the Secretary of the Association and shall be signed by all persons with an ownership interest in the lot or townhouse. The Association shall provide each owner with a voting designation form prior to the Annual meeting. Owners may change the designation at any time. Each designated voter shall have one vote. Such designated voters/members shall not be allowed to vote or be named as designated voter if voter or designated voter membership is not in good standing with dues paid on or before February 28th of each year and fees/assessments paid within 30 days of assessment/fee. Membership dues will be considered unpaid for the purposes of this By-law if not paid by February 28th of each year. Members of the elected Board of Directors shall be allowed one additional vote per position held when the Board meets and conducts business as a Board of Directors/Annual Meetings and Special Meetings. Board members shall have the same voting privileges as any other member.

ARTICLE III

MEETINGS OF MEMBERS

Section 3.01 Annual Meeting

An annual meeting of the members shall be held in Appanoose County: State of Iowa each year, beginning with the year 2002, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The date of such an annual meeting shall be set by the Board and shall be between March 1st and May 31st of each year.

Section 3.02 Special Meetings

Special meetings of the members may be called by the President, the Board, or by not less than one-tenth of the members who are current in their dues and fees, or as provided by Section 4.11 of the Article IV of these by-laws.

Section 3.03 Place of Meetings

The board of Directors may designate any place within Appanoose County, Iowa as the place for an annual or for any special meeting called by the Board. If no designation is made or if a special meeting is otherwise called, the place of the meeting shall be the registered office of the corporation in said State.

Section 3.04 Notice of Meetings

A written or printed notice stating the place, day, and hour of any meeting of members shall be delivered either personally or by regular mail, to each designated voter entitled to vote at such meeting, thirty (30) days before the date of such meeting, by or at the direction of the President, or the Secretary, or the officers of persons calling the meeting. In case of a special meeting or when required by statute or these By-Laws, the purpose, or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage charges thereon prepaid.

Section 3.05 Quorum

A quorum shall consist of at least 25% of the votes eligible to be cast.

(A) At any meeting of the members, a designated voter in good standing and eligible to vote is entitled to vote by proxy executed in writing by the designated voter also in good standing and eligible. No proxy shall be valid after eleven months from the date of its execution. A proxy may be cancelled by notice executed by the designated voter with like formality and delivered to the Secretary of Parkside Knolls South Homeowners Association. The individual designated to represent the member who granted the proxy must be a eligible voter in the association and must be current on all dues and special assessments and or fees.

(B) For any designated voter to represent another designated voter by proxy, he or she must submit his or her proxy to the Secretary of the Board for examination before the time of the meeting. When the secretary has certified the proxy, the proxy holder shall have the right to do all things which might be done by the designated voter were he or she present in person, which right shall include the establishment of a quorum and the organizing of any meeting.

ARTICLE IV

BOARD OF DIRECTORS

Section 4.01 General Powers

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

Section 4.02 Number, Tenure, and Qualifications

The number of Directors shall be five. The Directors elected at a meeting of members to succeed the Directors named in the Articles of Incorporation shall be elected for staggered terms with the President, Secretary and one Vice –President to be on the same terms of two years each. The other Vice-President and the Treasurer will be elected for a one-year term the first year, with each term after the first year to be for two years each. The legal residence of at least three Directors shall be in Parkside Knolls South. Of the other two Directors, at least one shall be owner/titleholder of a townhouse at Parkside Knolls. After adoption of these By-Laws by the membership, the members shall elect all members of the Board at the Annual Meeting in 2023. Thereafter, the term of all directors shall be two years.

Section 4.03 Regular Meetings

A regular annual meeting of the Board may be held, without any other notice than these By-Laws, immediately after and in the same place as the annual meeting of the members. The Board may provide by resolution the time and place within Appanoose County for holding of additional regular meetings of the Board without other notice than such resolution.

Section 4.04 Special Meetings

Special meetings of the Board may be called by or at the request of the President and shall be called by the Secretary at the request of any two Directors. The person or persons authorized to call a special meeting of the Board may fix any place within Appanoose County as the place for holding such meeting.

Section 4.04A Meetings to Amend Covenants

Meetings to amend covenants will be provided for in the Covenants.

Section 4.05 Notice

Notice of any special meeting of the Board shall be given at least two days prior to the meeting date by written notice delivered personally, or four days' notice sent by mail or telegram, to each Director at his/her address as shown by the records of the corporation. If mailed or telegraphed, notice should conform to Article III Section 3.04. Any Director may waive notice of a meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be

transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these By-Laws.

Section 4.06 Quorum

A majority of the Board shall constitute a quorum of the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 4.07 Manner of Acting

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, unless the act of a greater number is required by law or these By-Laws. The Board may also act by written consent or approval of all the Directors of the corporation setting forth the action taken.

Section 4.08 Vacancies

Any vacancy occurring in the Board shall be filled by the Board until the next Annual meeting of the members and until a successor has been elected by the members and qualified. A Director elected by the members to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Directors may fill vacancies by switching/reappointing current Director's duties and positions as deemed appropriate in the interest of Parkside Knolls HOA.

Section 4.09 Compensation

Directors shall not receive any financial compensation for their services as a Director. Directors may be reimbursed for expenses incurred in connection with their service as a director.

Section 4.10 Directors-Absence from Meetings

Any Director who is absent from three (3) consecutive meetings without excuse satisfactory to the Board shall be deemed to have surrendered his office as Director. The board may appoint and fill vacancies as per section 4.08.

Section 4.11 Directors-Residuary Powers

The Board shall have the powers and duties necessary or appropriate for the administration of the affairs of the corporation. All powers of the corporation except those specifically granted or reserved to the members by law, the Articles of Incorporation and Plat of Parkside Knolls South Homeowners Association as amended, or these By-Laws shall be vested in the Board. On matters relating to the approval of plans for any structure submitted by a member, the Board of Directors shall have the power to approve or disapprove said plans. Such approval shall not be unreasonably withheld. The disapproval by the Board of any plans for building a structure shall be conveyed to the applicant in writing stating the reason therefore, and the changes required in such plans, to be approved. The Board shall not disapprove any plans submitted to it for any reason which restricts the applicant's rights of ownership more severely than the restrictive covenants to Parkside Knolls South Homeowners Association amended and duly filed. Such

restrictive covenants shall be the only basis for the Boards exercise of approval or disapproval of properly submitted plans for construction of any structure.

In the event the board disapproves of any plans submitted by a member for construction of a structure, said member may request in writing a special meeting of the membership be called to vote on the plans submitted. Such meeting shall be held within thirty (30) days of the date the request is received by the Board President. Should the Board fail to act on this request within sixty (60) days, the member may notify the Board President in writing of this failure and begin construction immediately without further approvals.

Section 4.12 Directors-Removal from Office

A director may be removed from office, for cause, by the vote of not less than three-fourths of the votes eligible to be cast at a meeting of the members, provided notice of such proposed action shall have been duly given in the notice of the meeting and provided the Director has been informed in writing of the charges preferred against him or her at least ten (10) days before such meeting. The director involved shall be given an opportunity to be heard at such a meeting.

Section 4.13 Reasons for Removal of a Director

A director may be removed from the Board as described in Section 4.12 for the following reasons:

- A) If a director fails to act on matters required by law, these By-Laws or Articles of incorporation or,
- B) A director fails to act in the best interest of the association in matters relating to its operation or,
- C) A director fails to pay membership dues.

ARTICLE V

OFFICERS

Section 5.01 Officers

The officers (Directors) of the corporation shall consist of a President, Two (2) Vice-Presidents, a Secretary and Treasurer. No two offices may be held by the same individual. Officers must be paid up members of the Association and eligible to vote.

Section 5.02 President

The President shall be the principal executive officer of the corporation and shall in general supervise and control all the business and affairs of the corporation. The President shall preside at all meetings of the members and of the Board. The President may sign, with attestation of the Secretary or any other proper officer of the corporation authorized by the Board, and deeds, mortgages, bonds, contracts, or other instruments which the board authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or these By-Laws or statute to some other officer or agent of the corporation and in general shall

perform all duties incident to the office of President and such other duties as may be prescribed by the Board from time to time.

Section 5.03 Vice-Presidents

In the absence of the President or in the event of his/her inability or refusal to act, one of the Vice-Presidents, as determined by a vote of the Board members shall perform the duties of the President, and when so acting, shall have all the powers

of and be subject to all restrictions upon the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him/her by the President or the Board.

Section 5.04 Treasurer

The Treasurer shall be bonded, the cost of which shall be paid by the membership, for the faithful discharge of duties in such sum and with such surety as the Board shall determine. Said bond will be obtained by the President of the corporation as required. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for monies due and payable to the corporation from any source whatsoever; deposit all such monies in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these By-Laws and or the Articles of Incorporation, and in general perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board.

Section 5.05 Secretary

The Secretary shall keep the minutes of the meeting of the members and of the Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; keep a register of the post office address of each member, which shall be furnished to the Secretary by such member; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board.

ARTICLE VI

The interpretation of these By-Laws shall be by the Board of Directors. Their decision may be appealed to the Parkside Knolls South Homeowners Association at an annual or special meeting of the members by any member of the Association. Further interpretation may be taken by any member, or the Association, to the District Court of the State of Iowa.

ARTICLE VII

COMMITTEES

Section 7.01 Committees

The Board of Directors, by resolution adopted by a majority of the Directors in Office, may designate one or more committees, each of which may consist of one or more Directors, to assist

the Board. The designation of such committees and the delegation thereto of authority shall not operate to relieve the Board, or any individual Director, of any responsibility imposed upon it or him/her by law. The Board shall, at least forty-five (45) days prior to the annual meeting, appoint a nominating committee of at least two members who are not Directors, to provide a slate of candidates to run for the offices that will become vacant at the time of the next annual meeting of the members.

SECTION 7.02 Vacancies

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 7.03 Quorum

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7.04 Rules

Each committee may adopt rules for its own governance consistent with these By-Laws or with rules adopted by the Board of Directors.

ARTICLE VIII

Section 8.01 Checks, Drafts, etc.

All checks, drafts, or orders for payment of money, notes, or other evidence of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent, or agents of the corporation, and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Treasurer and countersigned by the President of the corporation.

Section 8.02 Deposits

All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies or other depositaries as the Board may select.

Section 8.03 Gifts

The Board may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the corporation.

ARTICLE IX

BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the Board, and committees having any of the

authority of the Board of Directors and shall keep at the registered or principal office a record giving the names and addresses of the members. All books and records of the corporation may be inspected by any member, or his agent or attorney, for the corporation to be made each year by a competent auditor, or a committee of corporation to be made each year by a competent auditor, or a committee of two members of the corporation, at least one of which is not a director.

ARTICLE X

FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XI

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of statutes of Iowa or the Articles of Incorporation or the By-Laws of the corporation, a waiver thereof in writing signed by the person or persons entitled thereto, whether before or after the time stated therein shall be deemed equivalent to the giving of such notice.

ARTICLE XII

REPEAL OR AMENDMENT OF BY-LAWS

These By-Laws must be adopted, repealed, or amended by two-thirds of the eligible members present at any annual meeting or special meetings of the members called for such a purpose, at which a quorum is present. Notice of any amendment to be offered at any meeting shall set forth such amendment. Proxies may be used at any such meeting as are set out in these By-Laws.

ARTICLE XII

UNAUTHORIZED ASSUMPTION OF CORPORATE POWERS

All persons who assume to act as a representative of the corporation in matters relating to corporate business without the express permission of the Board of Directors, or appointed by a Court of competent jurisdiction, shall be jointly and severally liable for all debt and liabilities incurred or arising as a result thereof.

ARTICLE XIV

DISSOLUTION OF CORPORATION

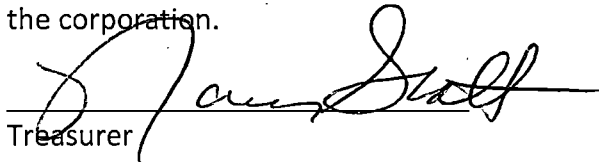
Section 14.01 Voluntary Dissolution

The corporation may dissolve by having the board of Directors adopt a resolution recommending that the corporation be dissolved. However: This resolution may not be adopted until the sewer supply system has been sold to or otherwise taken over by another group, organization or corporation and arrangements made with same for continued operation of said system. The recommendation for dissolution must be communicated to all members of the corporation with voting privileges, in writing, and be voted on at a regular annual meeting or special meeting, of the members. A two-thirds majority of votes at which a quorum is present is required to dissolve the corporation. Dissolution and voting rights must be according to the covenants.

Section 14.02 Distribution of Assets of Corporation upon Dissolution

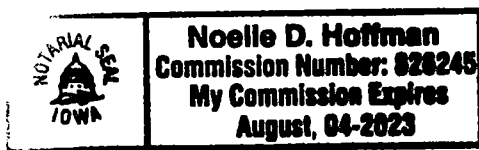
Upon a properly approved recommendation of dissolution of the corporation by its membership, any funds or assets remaining after all debts or commitments are met will be used for improvements to the public areas of the subdivision, known as Parkside Knolls South Homeowners Association in Appanoose County, State of Iowa, which will benefit all members of the subdivision. The use of these funds will be determined by a vote of the membership at the final meeting held to vote on dissolution of the corporation and will be determined before the meeting is adjourned that same day. A majority of votes of eligible voters, at which a quorum is present at the final meeting will be required to finalize the use of those funds available after final commitments are met.

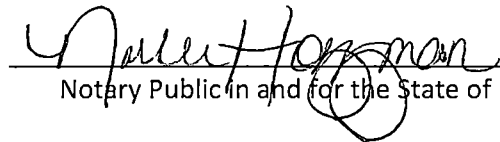
The undersigned Secretary of the corporation identified in the foregoing By-Laws does hereby certifies that the forgoing By-Laws were duly adopted by at least two-thirds of the eligible members of the corporation, as By-Laws of the corporation, on the 30th day of April, 2022 at a duly called and constituted meeting, of the members, and that they are the By-Laws of the corporation.


Treasurer

STATE OF IOWA, APPANOOSE COUNTY, ss:

On this 27 day of July, 2022, before me, the undersigned, a Notary Public in and for the said State, personally appeared Nancy Scott to me personally known, who being by me duly sworn, did say that they are the Treasurer of the corporation executing the within and foregoing instrument to which this is attached, that no seal has been procured by the corporation; that the instrument was signed on behalf of the corporation by authority of its Board of Directors; and that as officer acknowledged the execution of the foregoing instrument to be the voluntary act and deed of the corporation, by it and by their voluntarily executed.




Notary Public in and for the State of Iowa