

BY-LAWS

OF

THE SPRINGS CONDOMINIUM ASSOCIATION, INC.

ARTICLE I

OBJECT

Section 1. Association. The Springs Condominium Association, Inc. (The "Association") is a nonprofit corporation organized under the Colorado Nonprofit Corporation Act.

Section 2. Purpose. The purpose for which the Association is formed is to govern the condominium property which has been or will be submitted to the provisions of the Condominium Ownership Act of the State of Colorado by the recording of the Condominium Declaration and Supplements thereto, hereinafter referred to as the "Project Declaration" or the "Declaration" and Maps and Supplements thereto bearing the name associated with this Association, and more particularly described on Exhibit A attached hereto and by this reference incorporated herein.

Section 3. Owners Subject to By-Laws. All present or future Owners, tenants, future tenants, or any other person that might use in any manner the facilities of the Condominium Project are subject to the regulations set forth in these By-Laws and in the Regulatory Agreement between the Declarant in the Project Declaration and the Federal Housing Commissioner. The mere acquisition or rental of any of the Condominium Units (as defined in the Project Declaration and hereinafter referred to as "Units") or the mere act of occupancy of any of said Units will signify that these By-Laws are accepted, ratified and will be complied with.

ARTICLE II

MEMBERSHIP, VOTING, MAJORITY OF OWNERS, QUORUM, PROXIES

Section 1. Membership. Ownership of a Unit is required in order to qualify for membership in this Association. Any person on becoming an Owner of a Unit shall automatically become a member of this Association and be subject to these By-Laws. Such membership shall terminate without any formal Association action whenever such person ceases to own a Unit, but such termination shall not relieve or release any such former Owner from any liability or obligation to the Association or impair any rights or remedies which the Association may have against such former Owner, arising out of or in any way connected with ownership of a Unit and membership in the Association. No certificates of stock shall be issued by the Association, but the

Board of Managers may, if it so elects, issue membership cards to the owners. Such membership card shall be surrendered to the Secretary whenever ownership of the Unit designated thereon shall terminate.

Section 2. Voting. The owners of each Unit shall be entitled to vote on all matters, with the vote per Unit as set forth in the Declaration and the Articles of Incorporation. Cumulative voting in the election of members of the Board of Managers shall not be permitted.

Section 3. Quorum. Except and otherwise provided in these By-Laws, the presence, in person or by proxy, of a majority of Unit Owners shall constitute a quorum and an affirmative vote of a majority of those present at a meeting where a quorum is in attendance whether in person or by proxy, shall be necessary to transact business and to adopt decisions binding on all owners.

Section 4. Definitions. As used in these By-Laws, the term "majority of Unit owners" shall mean Owners entitles to vote fifty-one percent (51%) of the votes assigned to Owners in the Declaration.

Section 5. Proxies. Votes may be cast in person or by proxy. Proxies must be filed with the Secretary before the appointed time of each meeting. All proxies must be in writing and notarized and may be either general or for a particular meeting. A proxy need not be an Owner.

ARTICLE III

M E E T I N G S

Section 1. Place of Meeting. Meetings of the Association shall be held at such suitable place within the State of Colorado as will be convenient for the Owners as the Board of Managers may determine.

Section 2. Annual Meetings. The annual meetings of the Association shall be held each year on such date as shall be selected by the Board of Managers, provided that such meeting shall occur in each year no later than three (3) months after the end of the Association's fiscal year. At such meetings, the Owners shall transact such business of the Association as shall properly come before the meeting, including election of members if the Board of Managers. The Association shall adopt a procedure whereby at least one-third (1/3) of such terms will expire annually. The first annual meeting shall be called by the initial Board of Managers of the Association within one (1) year after the first Condominium Unit is conveyed.

Section 3. Special Meetings. It shall be the duty of the President to call a special meeting of the Association as required by the President, a resolution of the Board of Managers,