

AMENDMENT AND RESTATEMENT OF
RESTRICTIONS FOR HOENE SPRINGS SUBDIVISION

BOOK 479 PAGE 1699

THIS DEED OF RESTRICTIONS, executed this 30th day of July, 1990, by Harry B. Hoene, Rosemary Hoene, and James R. Hoene, as TRUSTEES for owners of certain real estate hereinafter described as GRANTEES, WITNESSETH THAT:

WHEREAS, Harry B. Hoene and Winnifred M. Hoene, his wife, of Jefferson County, Missouri, being original owners and developers of certain real estate in Jefferson County, Missouri, filed for the record in the Recorder's Office of Jefferson County, Missouri, certain subdivisions, to-wit:

1. Hoene Springs Addition as shown by plat recorded in plat book 6, page 25.
2. Hoene Springs Second Addition as shown by plat recorded in warranty deed book 139, page 287.
3. Hoene Springs Third Addition as shown by plat recorded in plat book 8, page 2.
4. Hoene Springs Fourth Addition as shown by plat recorded in plat book 8, page 9.
5. Hoene Springs Fifth Addition as shown by plat recorded in plat book 8, page 69.
6. Hoene Springs Sixth Addition as shown by plat recorded in plat book 9, page 35.
7. Hoene Springs Seventh Addition as shown by plat recorded in plat book 9, page 36.
8. Hoene Springs Eighth Addition as shown by plat recorded in plat book 18, page 25.
9. Hoene Springs Ninth Addition as shown by plat recorded in plat book 30, page 10.
10. Hoene Springs Tenth Addition as shown by plat recorded in plat book 42, page 18.
11. Hoene Springs Eleventh Addition as shown by plat recorded in plat book 44, page 19.
12. Hoene Springs Twelfth Addition as shown by plat recorded in plat book 55, page 30.
13. Hoene Springs Thirteenth Addition as shown by plat recorded in plat book 59, page 17.
14. Hoene Springs Fourteenth Addition as shown by plat recorded in plat book 66, page 20.

AND WHEREAS, ~~Hoene Springs Addition, Hoene Springs Second Addition, Hoene Springs Third Addition, Hoene Springs Fourth Addition, Hoene Springs Fifth Addition, Hoene Springs Sixth Addition, Hoene Springs Seventh Addition, Hoene Springs Eighth Addition, Hoene Springs Ninth Addition, Hoene Springs Tenth Addition and Hoene Springs Eleventh Addition~~ were made subject to a certain Deed of Restrictions dated May 4, 1979, and recorded at book 640, page 267 of the Jefferson County land records;

AND WHEREAS, Hoene Springs Twelfth Addition and Hoene Springs Thirteenth Addition were made subject to a certain Deed of Restrictions dated August 1, 1971, and recorded in book 463, page 767 of Jefferson County land records;

AND WHEREAS, Hoene Springs Fourteenth Addition was made subject to a certain Deed of Restrictions dated July 7, 1976, and recorded in book 558,

page 599 of the Jefferson County land records;

AND WHEREAS, Harry B. Hoene, Rosemary Hoene, and James R. Hoene are the TRUSTEES of all of the aforementioned additions;

AND WHEREAS, it is the desire of Harry B. Hoene, Rosemary Hoene, and James R. Hoene, TRUSTEES, and the undersigned owners of the lots in the said subdivisions who constitute more than three/fifths (3/5ths) of the lot owners to ameliorate, modify, abrogate, change and amend the aforesaid restrictions;

AND WHEREAS, it is the desire of Harry B. Hoene, Rosemary Hoene, and James R. Hoene, and the undersigned owners of the lots who constitute more than three/fifths (3/5ths) of the lot owners in the aforementioned subdivisions to have the same set of restrictions imposed upon the lots in each of them to inure to the benefit of all owners and future owners of lots in said subdivisions and to their heirs and assigns;

AND WHEREAS, the undersigned owners of the lots in the aforementioned subdivisions and Harry B. Hoene, Rosemary Hoene, and James R. Hoene, hereinafter called GRANTORS, and Harry B. Hoene, Rosemary Hoene, and James R. Hoene, as TRUSTEES for the present and future owners of the lots in the aforementioned subdivisions, hereinafter called TRUSTEES, do agree that the restrictions imposed upon the lots in said subdivisions set forth in the aforementioned Deeds of Restriction shall be ameliorated, modified, abrogated, changed and amended, as hereinafter set forth;

WHEREAS, the undersigned do hereby agree as follows:

I. The word "restrictions" whenever used in this deed or in any conveyance hereinafter made in lots or tracts in said subdivisions shall, unless expressly limited by the immediate content, mean and include every restriction, easement, servitude or covenant relating to the use or improvement of said lots or tracts, or any of them, provided for by this Deed of Restrictions, or by the terms of said plat recorded or about to be recorded.

II. That such restrictions shall be subject only to such exceptions as are by this deed or by said plat made or expressly provided for.

III. That, should any of the restrictions herein provided for be or become void or inoperative, all other such restrictions shall nevertheless be and remain in full force and effect.

IV. That any notice by this deed provided for or becoming necessary to be served on any lot or tract owner, may be given or served by the TRUSTEES, or any successor TRUSTEE, and may be served by mail.

NOW THEREFORE, in consideration of the benefit of such restrictions to all parties hereto, their heirs, successors and assigns, GRANTORS do hereby impose upon the lots in said subdivisions the following restrictions, to-wit:

1. All those provided for in said plats.

2. The following concurrent restrictions:

A. All buildings to be erected on any lot in said subdivision must conform to the building lines indicated on said plats, and shall not be nearer than twenty-five (25) feet to any dividing line between adjoining property owners.

B. That in Hoene Springs Addition, Hoene Springs Second Addition, Hoene Springs Third Addition, Hoene Springs Fourth Addition, Hoene Springs Fifth Addition, Hoene Springs Sixth Addition, Hoene Springs Seventh Addition, Hoene Springs Eighth Addition, Hoene Springs Ninth Addition, Hoene Springs Tenth Addition, Hoene Springs Eleventh Addition, sheds and garages may be placed not less than ten (10) feet from the division line between them, but never closer to the front line of the lot than the main residence building itself. In Hoene Springs Twelfth Addition, Hoene Springs Thirteenth Addition, and Hoene Springs Fourteenth Addition, no shed or garage shall be erected between the front of the residence building and the front line. On Lots One (1) through Nine (9), inclusive, and on Lots

Twelve (12) and Thirteen (13) of the Hoene Springs Twelfth Addition, no separate garage or outbuilding may be erected, constructed or maintained. Any garage which is constructed on Lots One (1) through Nine (9), inclusive, and Lots Twelve (12) and Thirteen (13) of Hoene Springs Twelfth Addition shall be attached to and made part of the main building. Lot Three (3) of Hoene Springs Eleventh Addition is subject only to the building lines on said plat and exempt from all other restrictions notwithstanding the above.

C. No lot in the subdivision shall be used for business or gainful occupation of any sort. Not more than one single family residence shall be constructed on any one lot and no building shall be used except as a private residence or outing cottage for the owner, his family, and non-paying guests, except that the owner may lease the residence building as a private residence to a single family. No lot owner shall sell, transfer, or convey less than said owner's entire lot without the written consent of all TRUSTEES or their successors, except that in Hoene Springs Twelfth Addition, Hoene Springs Thirteenth Addition, and Hoene Springs Fourteenth Addition, a lot may be divided for building purposes, but no section of any said divided lot shall be less than nine-tenths (9/10ths) of an acre. In the event that the transfer, sale, or conveyance of less than an entire lot is allowed, then the portion of the lot so sold, transferred, or conveyed shall become a new lot and be subject to the full assessment and vote as an improved or unimproved lot and subject to all restrictions of record. Provided, however, if smaller sections are divided from a lot for road purposes to make an adjoining or existing lot larger or if in the opinion of the TRUSTEES or their successors the portion of the lot so sold, transferred, or conveyed is not of a sufficient size to be deemed a new lot, then such lot shall have no assessment or voting right, but would be subject to all other restrictions. No residence building shall be erected having less than 988 square feet of floor space exclusive of porches, breezeways, and garages in the first eleven additions; and no residence building shall be erected having less than 1,196 square feet of floor space exclusive of porches, breezeways, and garages, not less than 800 square feet of which shall be on one floor in Additions Twelve, Thirteen and Fourteen. Notwithstanding already existing residences in Hoene Springs Addition, Hoene Springs Second Addition, Hoene Springs Third Addition, Hoene Springs Fourth Addition, Hoene Springs Fifth Addition, Hoene Springs Sixth Addition, Hoene Springs Seventh Addition, Hoene Springs Eighth Addition, Hoene Springs Ninth Addition, Hoene Springs Tenth Addition, and Hoene Springs Eleventh Addition shall not be deemed in violation of the above provision. All buildings must have solid continuous foundations of stone, concrete, or brick. Outer wall construction shall be of new material, except that used brick may be used. No roll tar paper, sheet metal or corrugated roofing shall be used on roofs or walls, except that which is commonly called "hot tar built-up roof" or its equal shall be permitted. Temporary living quarters shall not at any time be set up in a basement or in any other buildings than the residence, nor shall any habitation be established in a house trailer or in any other similar type of vehicle or structure. Plans and specifications of all buildings must be submitted to the TRUSTEES for written approval before building operations are started and the building must be completed within nine (9) months thereafter and in accordance with the plans and specifications so submitted and approved, including painting of exterior wood or metal surfaces. In the event the TRUSTEES fail to approve or disapprove within thirty (30) days after plans and specifications have been submitted, approval will not be required and the related covenants shall be deemed to have been complied with.

D. All sinks, washstands, toilets, bathtubs, showers or any other plumbing fixtures having running water connection must be connected by suitable tight soil or drain pipes to septic basins of sanitary construction, and empty therefrom into a field of subterranean drainage tile of sufficient capacity to avoid overflow or discharge and must meet all county health standards.

e. Special Use Lots.

1. Tract Eleven (11) and Tract Thirteen (13) of Hoene Springs Addition may be used for garden purposes, for the sinking of wells, or other use not unsanitary or objectionable to lot owners.

2. Tract A of Hoene Springs Eighth Addition and Lot A of Hoene Springs Ninth Addition may be used for the sinking of wells, or other use not unsanitary or objectionable to lot owners.

The word "Lot" and "Tract" as used herein and on said plat shall be deemed identical in meaning.

F. No signs, notices, or displays of any kind shall be permitted on any lot, except on approval in writing as to the character and location, by GRANTEES as TRUSTEES or their successors. However, lots for sale or for rent may display one (1) sign advertising that said lot is for sale or for rent.

G. It shall be a violation of these restrictions to use or permit the use of firearms, or use or storage of explosives on any of said lots or tracts, or to habitually permit the presence thereon of disorderly or drunk persons, or to permit thereon noisy or objectionable entertainment, provided, however, that mere music and dancing shall not, of themselves, be deemed objectionable unless carried on in a manner or at hours or with such frequency as to become annoying or objectionable to neighbors, and provided also that if the use of explosives be needed in construction work, the same may be done under reasonable precaution and pursuant only to written permission, for a limited time, by TRUSTEES or their successor TRUSTEES.

H. Hogs, poultry, or goats shall not be permitted or kept on any lot. No animals of any kind shall be permitted on Lots One (1) through Nine (9), inclusive, and on Lots Twelve (12) and Thirteen (13) of Hoene Springs Twelfth Addition except the usual kind and number of domestic pets which are customarily found in single family residences. Any other livestock maintained or permitted upon the property must be kept in such manner so as not to become objectionable by reason of flies, noises, odor, or unsanitary condition. Dogs or cats creating a nuisance or becoming dangerous to the public shall not be permitted.

I. House trailers, mobile homes or storage trailers will not be permitted to be used or stored on any lot in this subdivision, however, boats and trailers commonly called "campers" may be stored or parked, but not lived in, on these lots but never nearer the front line of the lot than the residence building itself.

J. Garbage, rubbish, bottles, cans or any discarded material or other deleterious substance shall not be permitted to accumulate upon the premises, but the same must be moved at such frequent intervals as may be necessary to keep the property clean and sanitary. Nothing whatsoever shall be dumped into the ravines or other lands adjoining the subdivisions at any time. The exterior of all residences must be kept in a neat and orderly condition at all times. Automobiles or old machines not in an operating condition or without current state license plates shall not be parked or allowed to remain upon any lot or roadway of these subdivisions.

K. Culverts of sufficient capacity, if necessary for the proper drainage or roadways, must be installed by the lot owner at his expense at all private entrances to his property.

L. TRUSTEES, and their successors, reserve an easement in Hoene Springs Addition, Hoene Springs Second Addition, Hoene Springs Third Addition, Hoene Springs Fourth Addition, Hoene Springs Fifth Addition, Hoene Springs Sixth Addition, Hoene Springs Seventh Addition, Hoene Springs Eighth Addition, Hoene Springs Ninth

Addition, Hoene Springs Tenth Addition, and Hoene Springs Eleventh Addition over, across the drives, ways and avenues shown on said plats, or hereafter established in said subdivisions, for laying, erecting, and maintaining in such a manner as may from time to time seem most convenient, any and all pipes, conduits, wires, poles, supports and other usual and necessary appurtenances for lighting, electricity, telephone, water supply, drainage and other service or domestic conveniences. In Hoene Springs Twelfth Addition, Hoene Springs Thirteenth Addition, and Hoene Springs Fourteenth Addition, GRANTORS reserve an easement over the front ten (10) feet of all roadways and an easement ten (10) feet wide on each side of the division of all lots, or outer division line where more than one lot is under common ownership; and in Hoene Springs Eighth Addition, reserve an easement over the front ten (10) feet of all lots adjacent to Hickory Drive and an easement line five (5) wide on each side of the division line of all lots in Hoene Springs Eighth Addition for electric, telephone, water, sewer, and other utilities, with a right and authority to enter thereon for the purpose of construction, operating and maintaining such facilities, with the further right and authority to trim trees or cut down and remove any all trees or obstructions on said strip of land which may now or hereafter interfere with the construction, operation and maintenance of such line or lines. GRANTORS further reserve the right and authority to enter upon said easements for the purpose of excavating and installing such facilities, together with the right, at all times, of ingress and egress to and over said easement for the purpose of repairing and maintaining the same, provided, however, that earth taken from any excavation shall be replaced and the surface left as nearly as possible in its original condition after the work is completed.

M. An annual assessment is assessed against the lots of the subdivision as follows: Sixty Dollars (\$60) for each improved lot and Fifteen Dollars (\$15) for each unimproved Lot. In each year after the first effective year of this assessment, at an annual meeting held in July or August, the majority of the lot owners of the subdivision may assess an amount against the lots equal to the previous assessment plus ten percent (10%) thereof. In no event shall any assessment be less than the previous year's assessment. All assessments shall become a lien upon the lot assessed unless paid within thirty (30) days after the notice of such levy. All assessments not paid in full by January 1st of the following year shall be charged a late fee of one percent (1%) per month on any outstanding balance, which shall begin to accrue on said January 1st. Lot owners not paid in full by the time of the annual meeting shall not be eligible to vote at that meeting. The assessments shall be for the maintenance of the roads and the general improvement of the subdivision as determined by a majority of the lot owners, at an annual meeting held in July or August of each year. Notice of such meetings shall be given by the posting of notices in two different parts of the subdivision or by mail to each lot owner. The lot owners present at such meeting shall constitute a quorum and a simple majority voting one (1) vote per lot in the subdivision, shall be authorized to transact any business coming before the meeting in order to carry out the intent and purpose of these restrictions. At such meetings, officers shall be elected and the by-laws adopted as shall be approved by a majority voting as hereinabove authorized. Whenever a lien is filed, reasonable attorney fees and costs of filing the lien shall be imposed as part of that lien.

The undersigned hereby grant and convey to the Trustees or their successors, all right, title, estate, easement, authority, and power with respect to all the land and lots in said subdivisions that may be necessary, proper or convenient at all times to enable them to enforce all said restrictions forever, together with irrevocable authority to take all lawful steps to that end, in their own name as TRUSTEES and to execute and serve all notices and to institute and prosecute any and all proceedings at law or in equity, necessary and proper for that purpose, and any person found to have committed a breach of any of said restrictions shall be adjudged liable to correct the same, to remove all improvements violating the same, or to so alter them as to avoid

such violation and shall be liable for reasonable attorney's fees in such proceedings as part of proper damages.

Harry B. Hoene, Rosemary Hoene, James R. Hoene and the currently acting President of the Hoene Springs Improvement Association shall be the TRUSTEES in the trust hereby created, and do covenant faithfully to execute the same. At such time as a TRUSTEE die, resigns or fails to act as a TRUSTEE, then the remaining TRUSTEES shall choose a successor for the TRUSTEE so dying, resigning or failing to continue to act as a TRUSTEE, and record such choice by deed in the Jefferson County land records. Should said trusteeship nonetheless become vacant, then the majority of the lot owners in said subdivision may by deed so recorded appoint a trustee of said trust.

Damages for violation of any said restrictions shall be and remain a lien on the lot or lots on which the violation was permitted until fully paid.

Any lot owner found to persist after written notice in wilful violation of any of the said restrictions, whether such violation be the result of positive action or by permitting such violations by others who are upon the premises by his permission, shall be held liable for any damages, and any lot owner or any person having any right, title or interest in any part of these subdivisions shall have the right to prevent or to stop violations by injunction or other lawful procedure and to claim and recover any damages awarded as a result of the violations together with all attorney's fees and court costs.

These restrictions shall be perpetual.

Should it be found at any time in the judgment of the majority of the duly authorized and acting Trustees that any specific restrictions of those hereby imposed are too severe to be practicable and are a detriment and not an advantage to said subdivisions, then they may, by and with the consent of at least three-fifths (3/5ths) of the lot owners in said subdivision, by deed duly acknowledged and recorded in said county and state ameliorate, modify, abrogate or amend such restriction or restrictions to the extent that they may be deemed necessary.

IN WITNESS WHEREOF, the GRANTORS and GRANTEES aforesaid have hereunto set their hands and seals the day and year first above written.

Harry B. Hoene
HARRY B. HOENE

Rosemary Hoene
ROSEMARY HOENE
8 Redbud Trail
Eureka, MO 63025

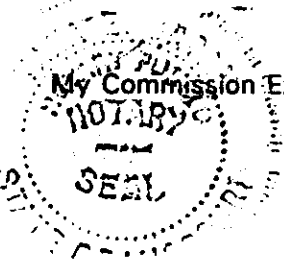
James R. Hoene
JAMES R. HOENE

Craig D. Buchheit
PRESIDENT, Hoene Springs
Improvement Association

STATE OF MISSOURI)
COUNTY OF JEFFERSON) SS.

On this 30th day of July, in the year 1990, before me, Tana E. Groat, a Notary Public, in and for said state, personally appeared HARRY B. HOENE, ROSEMARY HOENE, JAMES R. HOENE and CRAIG D. BUCHHEIT, known to me to be the persons who execute the within Amendment and Restatement of Restrictions For Hoene Springs Subdivision, and acknowledged to me that they executed the same for the purposes therein stated.

Tana E. Groat
Notary Public



TANA E. GROAT
NOTARY PUBLIC, STATE OF MISSOURI
MY COMMISSION EXPIRES 7/8/93
JEFFERSON COUNTY

2015 Amendment

BY-LAWS

OF

HOENE SPRINGS IMPROVEMENT ASSOCIATION, INC.

ARTICLE I

OFFICES

Section 1. Principal Office.

The principal office of the corporation in the State of Missouri shall be located in the COUNTY of Jefferson. The corporation may have such other offices within the State of Missouri as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

Section 2. Registered Office.

The corporation shall have and continuously maintain in the State of Missouri a registered office, and a registered agent whose office is identical with such registered office, as required by The General Not for Profit Corporation Law of the State of Missouri. The registered office may be, but need not be, identical with the principal office in the State of Missouri, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

PURPOSES

The purposes of the corporation shall be those non-profit purposes stated in the Articles of Incorporation of the corporation, as amended from time to time. Further, the corporation shall be charged with carrying out and enforcing the Restrictions of the Hoene Springs Improvement Association, Inc. and any amendments made thereto (collectively referred to as "the Restrictions").

ARTICLE III

BOARD OF DIRECTORS

Section 1. Directors in Lieu of Members.

The Corporation shall not have members as such, but, in lieu thereof, shall have a self-perpetuating Board of Directors. The Directors of the corporation shall be the same as the Board for Hoene Springs Improvement Association.

Section 2. Powers.

The property and affairs of the corporation shall be managed by the Board of Directors of the corporation. The Board of Directors shall have and is vested with all powers and authorities of the Board of the subdivision as set forth in the Restrictions of record of Hoene Springs Improvement Association and shall supervise, control, direct and manage the property, affairs and activities of the corporation consistent with such Restrictions, provided, however, that:

(a) The Board of Directors shall not authorize or permit the corporation to engage in any activity not permitted to be transacted by the Articles of Incorporation of the corporation or by a corporation organized under The General Not for Profit Corporation Law of the State of Missouri or the Restrictions of record for Hoene Springs Improvement Association;

(b) None of the powers of the corporation shall be exercised to carry on activities, otherwise than as an insubstantial part of its activities, which are not in themselves in furtherance of the purposes of the corporation;

(c) The Board of Directors is charged with carrying out the purposes and upholding the Restrictions that have been filed with the Jefferson Country Records Office, and as such, the bylaws are being created to assist with said duties, and therefore any discrepancies between the Restrictions and the By-Laws will be resolved in favor of the Restrictions governing.

(d) All income and the property of the corporation shall be applied exclusively for its not-for-profit purposes. No part of the net earnings or other assets of the corporation shall inure to the benefit of any director, officer, contributor or any other private individual having, directly or indirectly, a personal or private interest in the activities of the corporation.

Section 3. Number and Qualifications.

The number of Directors of the corporation shall be as set out in the Restrictions and shall be changed and amended as set forth in the Restrictions. The qualification of such Directors shall be the same as for a Board member as established in the Restrictions or further established in these bylaws but in no event shall be less than the following:

- a) Directors shall meet the voting requirements already set forth in the Restrictions and be over twenty one years of age, an Owner of a lot within the subdivision, and reside in the subdivision.

Section 4. Election and Terms of Office.

Each Director named in the Articles of Incorporation of the corporation shall hold office unless sooner removed or disqualified until the first annual meeting of the Board of

Directors of the corporation and until his successor is duly elected and has commenced his term of office pursuant to the Restrictions. Directors shall be elected and serve in accordance the Restrictions of record and shall be elected on the same terms and conditions as a Board member.

Section 5. Vacancies.

Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors, shall be filled by the Board of Directors in accordance with the Restrictions of record.

Section 6. Compensation.

Directors as such shall not receive any stated salaries for their services. A Director may be reimbursed for his actual expenses reasonably incurred in rendering services to the corporation in the administration of its affairs but only as is set forth in the Restrictions of record..

Section 7. Resignation.

Any Director may resign from the Board of Directors of the corporation; such resignation shall be in writing and shall be effective immediately or upon its acceptance by the Board of Directors of the corporation.

ARTICLE IV

MEETINGS OF BOARD OF DIRECTORS

Section 1. Regular Meetings.

The regular annual meeting of the Board of Directors shall be held at the same time and place as the regular annual meeting of the Board of Hoene Springs Improvement Association. If the day fixed for any such meeting shall be a legal holiday, such meeting shall be held on the next succeeding business day.

Section 2. Special Meetings.

Special meetings of the Board of Directors may only be called pursuant to the Restrictions of record.

Section 3. Notice.

Notice of any special meeting of the Board of Directors shall be given pursuant to the Restrictions of record.

Section 4. Quorum.

Unless the Restrictions of record state otherwise, the presence of a majority of the whole

Board of Directors shall be requisite for, and shall constitute a quorum for, the transaction of business at all meetings of the Board of Directors. The act of a majority of the Directors present at a meeting at which a quorum is present shall be valid as the act of the Board of Directors, except in those specific instances in which a greater number may be required by The General Not for Profit Corporation Law of the State of Missouri, the Articles of Incorporation of the corporation of these By-Laws.

Section 5. Adjournment.

If a quorum shall not be present at any such meeting, the Directors present shall have the power, successively, to adjourn the meeting, without notice other than announcement at such meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present any business may be transacted which could have been transacted at the original session of such meeting.

Section 6. Voting.

Each Director present at any meeting shall be entitled to vote on each matter coming before such meeting for vote of the Directors pursuant to the authority set out in the Restrictions of record.

Section 7. Meetings by Conference Telephone.

Unless otherwise provided in the Articles of Incorporation of the corporation, members of the Board of Directors, or of any committee designated by the Board of Directors, may participate in a meeting of the Board or committee by means of conference, telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in the meeting in this manner shall constitute presence in person at the meeting unless the Restrictions of records provide otherwise.

ARTICLE V

COMMITTEES

Section 1. Executive Committee.

The Board of Directors shall have the power to designate an Executive Committee, by resolution adopted by a majority of the Directors in office. The Executive Committee, to the extent provided in a resolution of the Board of Directors, shall have and exercise the authority of the Board of Directors in the management of the corporation; provided, however, that no such committee shall have the authority of the Board of Directors in reference to amending, altering, or repealing the By-Laws or the Restrictions of record.; electing, appointing or removing any member of any such committee or any Director or officer of the corporation; amending the Articles of Incorporation; adopting a plan of merge or adopting a

plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation or revoking proceedings therefor; adopting a plan for the distribution of the assets of the corporation; or amending, altering or repealing any resolution of the Board of Directors which by its term provides that it shall not be amended, altered or repealed by such committee. The Executive Committee shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

Section 2. Other Committees.

Other committees not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Board of Directors and the President of the corporation shall appoint the members thereof. Any member thereof may be removed by the Board of Directors of the corporation whenever in its judgment the best interests of the corporation shall be served by such removal.

Section 3. Term of Office.

Each member of a committee shall continue as such until the committee shall be terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 4. Chairman.

One member of each committee shall be appointed chairman by the Board of Directors of the corporation.

Section 5. 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 provided by the Restrictions of record.

Section 6. Quorum.

Unless otherwise provided in the resolution of the Board of Directors designating a committee or the Restrictions of record, 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. Rules.

Each committee may adopt rules for its own government not inconsistent with these By-Laws, the rules adopted by the Board of Directors or the Restrictions of record.

ARTICLE VI

OFFICERS

Section 1. Officers.

The officers of the corporation shall be as set forth in the Restrictions but shall contain a President, a Vice-President(s) (the number thereof to be determined by the Board of Directors), a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article and the Restrictions of record. Such officers shall have all powers as set forth in these By-laws and the Restrictions. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors and as set forth in the Restrictions. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Election and Term of Office.

The officers of the corporation shall be elected by the Board of Directors pursuant to the Restrictions of record.

Section 3. Removal.

Any officer elected or appointed by the Board of Directors may be removed pursuant to the Restrictions of record.

Section 4. Vacancies.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired term as is authorized in the Restrictions of record.

Section 5. President.

The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. The President shall preside at all meetings of the Board of Directors.

Section 6. Vice-President.

In the absence of the President or in event of the President's inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the Restrictions upon the President. Any Vice-

President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 7. Treasurer.

The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in such banks, trust companies and other depositories as shall be selected in accordance with the provisions of Article VII of these By-Laws and the Restrictions of record; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 8. Secretary.

The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for the purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the corporate records and of the seal of the corporation, if any, and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these By-Laws; keep a register of the post office address of each Director which shall be furnished to the Secretary by such Director; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

ARTICLE VII

FISCAL AUTHORITY

Section 1. Contracts.

Only as provided in the Restrictions of record, the Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, etc.

All checks, drafts or orders for the payment of money, notes or other evidences 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 of Directors, which must be consistent with the Restrictions of record.. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer, an Assistant Treasurer, the President, or the Vice-President of the corporation.

Section 3. Deposits.

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

Section 4. Gifts.

The Board of Directors 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.

Section 5. Prohibited Loans.

The corporation shall not make any loan to any officer or director of the corporation.

Section 6. Budget.

An annual budget may be prepared by the Treasurer at the direction of the President for approval by the Board of Directors at its annual meeting.

Section 7. Fiscal Year.

The fiscal year of the corporation shall be determined by the Board of Directors but unless otherwise states shall begin on September 1 of each given year. The Board of Directors shall have the power to change the fiscal year of the corporation, from time to time, which shall become the taxable year of the Corporation upon the approval of the Internal Revenue Service.

ARTICLE VIII

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 Board of Directors 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 Directors. All books and records of the corporation may be inspected by any Director, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE IX

INDEMNIFICATION OF DIRECTORS AND OFFICERS

Each Director or officer, or former Director or officer, of the corporation and his legal representatives, shall be indemnified by the corporation against liabilities, expenses, counsel

fees and costs reasonably incurred by him/her or his/her estate in connection with or arising out of, any action, suit, proceeding or claim in which he is made a party by reason of his being, or having been, such Director or officer; and any person who, at the request of the corporation, served as Director or officer of another corporation in which the corporation owned corporate stock, and his/her legal representatives, shall in like manner be indemnified by the corporation; provided, that in neither case shall the corporation indemnify such Director or officer with respect to any matters as to which he/she shall be finally adjudged in any such action, suit or proceeding to have been liable for negligence or misconduct in the performance of his duties as such Director or officer. The indemnification herein provided for, however, shall apply also in respect of any amount paid in compromise of any such action, suit, proceeding or claim asserted against such Director or officer (including expenses, counsel fees and costs reasonably incurred in connection therewith), provided the Board of Directors of the corporation shall have first approved such proposed compromise settlement and determined that the Director or officer involved was not guilty of negligence or misconduct; but in taking such action, any Director involved shall not be qualified to vote thereon.

In determining whether or not a Director or officer was guilty of negligence or misconduct in relation to any such matters, the Board of Directors may rely conclusively upon an opinion of independent legal counsel selected by the Board of Directors. Unless otherwise provided by law, any compromise settlement authorized herein shall be effective without the approval of any court. The right to indemnification herein provided shall not be exclusive of any other rights to which such Director or officer may be lawfully entitled.

No Director or officer of the corporation shall be liable to any other Director or officer of other person for any action taken or refused to be taken by him as Director or officer with respect to any matter within the scope of his official duties, except such action or neglect or failure to act as shall constitute negligence or misconduct in the performance of his duties as Director or officer.

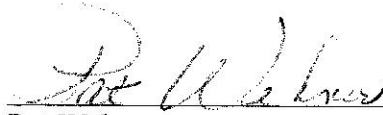
ARTICLE XI

AMENDMENTS

The Board of Directors of the corporation shall no power to make, alter, amend and repeal the By-Laws of the corporation or to adopt new By-Laws unless as provided in the Restrictions. The corporation shall keep, at its principal office, a copy of the By-Laws of the corporation, as amended, which shall be open to inspection by any member of the Board of Directors at all reasonable times during business hours.

CERTIFICATE

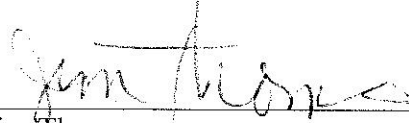
The foregoing By-Laws were duly adopted as and for the By-Laws of Hoene Springs Improvement Association, Inc. by the Board of Directors of said corporation at its initial meeting held on second of November, 2015.



Pat Wehner
Acting Secretary of
Hoene Springs Improvement Association, Inc.



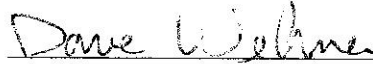
Pat Lesch
President & Member of Board of Directors



Jim Thomas
Trustee & Member of Board of Directors



Joe Reiss
Trustee & Member of Board of Directors



Dave Wehner
Trustee & Member of Board of Directors