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TRADITION AT WILLBROOX PLANTATION PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I NAME AND LOCATION

The name of the corporation is Tradition at Willbrook

.Plantation Property Owners Association, Inc., hereinafter referred ta as the "Association.• The principal office of the corpora.tion shall be loc.ated at 4:i.l.l. Highway l.7 North, Pawleys Island, South Carolina 29585, but meetings of members and directors may be held at such places as may be designated by the Board of Directors.

ARTICLE II

Definitions

Section 1. "Association• shall mean and refer to Tradition at Willbrook Plantation Property Owners Association, Inc., its successors and assigns.

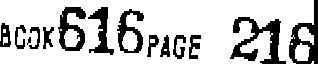
Section 2. "Properties• shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and· such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. •common Area•: shall mean all real property awned by the Association far the common use and enjoyment of the Owners.

Section 4. •Owner• shall, mean and refer ta any plot of

land shown upon any recorded subdivision map of the Properties with the exception of the Common Area.

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Section 5. "Owner"' shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section *6.* •Declarant• shall mean and refer to Centex Real

Estate Corporation, its successors and assigns, if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 7. •Declaration• shall mean and refer . to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the Clerk of Court for Georgetown County, South Carolina.

Section B. "Member• shall mean and refer to those persons entitled. to membership as pr?vided in'the Declaration.

ARTICLE III

Meeting of Members

Section l. Annual Meetings. The first annual meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 7:00 o'clock

P.M. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

. Section 2. Special Meetings. Special meetings of the



members may be called at any time by the president or by the Board of Directors, o;- upon w:i:itten request of the membe:i:s who are entitled to vote one-fourth (1/4) of all of the votes of the Class

A membership.

Section 3. Notice of Meetings, Writt.en notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each member entitle to vote thereat, addressed to the member's address last appearing on the books of the Association; or supplied by such member to the Association for

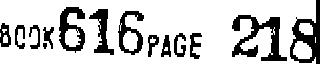
the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The pres nce at the meeting of

members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitl.ed to vote thereat shall have power to adjourn the meeting from time to time, w\_ithout notice other than announcement at the meeting, until a quorum, as stated above, shall be present

or represented.

Section s. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in

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writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

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ARTICLE IV

Board of Directors; selection; Term of Office

Section 1, Npmber. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association.

section 2. Term of Office. **At** the first annual

meeting, the members shall elect one(1) director for the term of one (1) year, one (ll director of the term of two (2) years, and one (1) director for the term of three (3) years; and at each annual meeting thereafter, the members shall elect a successor director for the terms of three (3) years .

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

section 4. Compensation. No director shall receive compensation for any service he mayrender to the association. However, any director maybe reimbursed for his actual expenses incurred in the performance of his duties.,

Section 5. Action Taken Without a Meeting. The directors

shall have the right to take any action in the absence of a meeting

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which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V

Nomination and Election of Directors

Section 1, 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. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors at each annual meeting until the close of the next annual meeting an such appointment shall be announced at each 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. Such nominations may be made from among members or nonmembers.

Section 2. 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 Declaration. The persons receiving the largest number of votes shall be elected. cumulative voting is not permitted.

ARTICLE VI



Meetings of Directors

Sec::t;ion l. Regular Meetings. The Board of Directors may provide by Resolution the time and plac::e for regular meetings.

Section 2, Spec::ial Meetings. Spec::ial meetings of the Board of Direc::tors shall be held when called by the President of the Assoc::iation, or by any two (2) direc::tors, after not less than three (3) days notic::e to each direc::tor.

·Section 3. Quorum. A majority of the \_number of directo.rs shall c::onstitute a quorum for the transac::tion of business. Eve:r:y ac::t or dec::ision done or made by a majority of the direc::tors present. at a duly held meeting at which a quorum is present shall be regarded as the ac::t of the Board.

**ARTICLE VII**

Powers and Duties of the Board of Direc::tors

Sec::tion 1. Powers. The Board of Direc::tors shall have power to,

1. Adopt and publish rules and regulations governing the use of the Common Area and fac::ilities, and the personal c::onduc::t of the members and their guests thereon, and to establish penalties for the infraction thereof;
2. suspend the voting rights and right to use of the rec::reational facilities of a member during any period in which suc::h member shall be in default in the payment of any assessment levied by the Association. Such rights may also be.suspended after notic::e and hearing, for a period not to exc::eed sixty (60) days for infraction of published rules and regulations;

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(cl exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;

1. declare the office of a member of the Board of Directors

to be vacant in the event such member shall be absent from three

(3) consecutive regular meetings of the Board of Directors unless such absence· shall have been excused by a majority of the Board; and

1. employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

section 2,

Directors to:

Duties, It shall be the duty of the Board of

(al cause to be kept a\_complete record of all its acts and corporate affairs and to present a statement thereo.f to the members at the annual meeting of the members, or at any. special meeting when such statement is requested in writing by one-fourth (1/4) of the Class· A members who .are entitled to vote;

(bl supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(cl as more fully provided in the Declarations, to:

* 1. fix the amount of the annual assessment against each Lot at least thirty (JO) days in advance o:c 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

* 1. foreclosure the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the Owner personally obligated to pay the same.

1. issue, or to 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 the certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

1. procure and maintain adequate liability and hazard insurance on property **owned by** the Association;

(fl cause all officers or employees having fiscal responsibilities to be bonded, as it may deed appropriate; and

(g) cause the Common Area to be maintained.

ARTICLE VIII

Officers and Their Duties

Section 1. Enumeration of Offices. The officers of the

Association shall be a president and vice president, who shall at all times be members of the Board of Directors, a secretary and a treasurer, and such other officers as the Board may from time to time by resolution create.

section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of

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Directors following each annual meeting of the members.

section 3. Term. The officers of this Association shall be elected annually by the Board, and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed or otherwise disqualified to serve.

Section **4.** 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.

Section 5. Resignation and Removal. Any officer may be removed from office, with or without cause, by the Board. Any officer may resign at any time giving written notice to the Board, the-president or the secretary. such resignation shall take effect on the· date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. 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 he replaces.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section

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4 of this Al:ticle.

Section 8.. follows:

1. President.

Duties. The duties of the officers are as

The president shall preside at all

meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all check and promissory notes.

1. Vice President. The vice president shall act in the place and stead of the president. in the event. of his absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

* (c) Secretary. The secretary shall record the votes and keep the minutes and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board
* and of the members; keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as required by the Board.

Cd) Treasurer. The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board. of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association's books to be made by a public accountant. at the completion of each fiscal year; shall prepare an annual budget and

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a statement· of income and expenditures to be presented to the membership at its regular annual meeting; and deliver a copy of each to the members.

ARTICLE IX

Committees

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X

Books and Records

The books, records and papers of the Association shall at all times, during reasonable business hours, or other reasonable circumstances, be subject to inspection by any member and by any holder, insurer or guarantor of any first mortgage. The Declaration, the Article of Incorporation, and the Bylaws of the Association shal.l be available for inspection by any member at the • principal office of the Association, where copies may he purchased a reasonable cost.

Upon request, any owner or holder of any first mortgage on any lot, shall be entitled to a financial statement showing the statement of operations and the balance sheet of the Association for the immediately proceeding fiscal year.

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ARTICLE XI

Assessments

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. *Any* assessments 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 rate of interest charged on judgments in the State of South Carolina, and the Association may bring an action at law against the Owner personally obligated to pay them or foreclose the lien against the property. Interes·t, costs, and reasonable attorney's fees of any such actions shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

ARTICLE XII

Corporate Seal

The Association may have a seal in circular form having within its circumference the words: Tradition at Wi1lbrook Plantation Property **OWnere Association,** Inc.

Section 1.

ARTICLE XIII

Amendments

These Bylaws may be amended, at a regular or

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special meeting of the members. by a vote of a majority of a quorum of members present in person or by proxy.

Section *2.* In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLES XIV

Miscellaneous

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

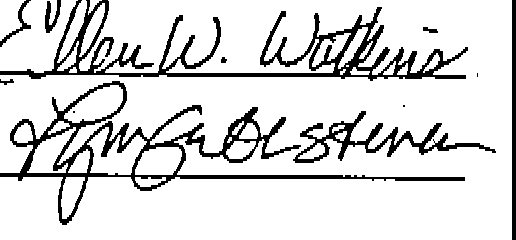
**IN** WITNESS WHEREOF, we, being all of the directors of

Tradition at Willbrook Plantation Property OWners Association, Inc., have hereunto set our hands this • -,.,;- **""-be..-**

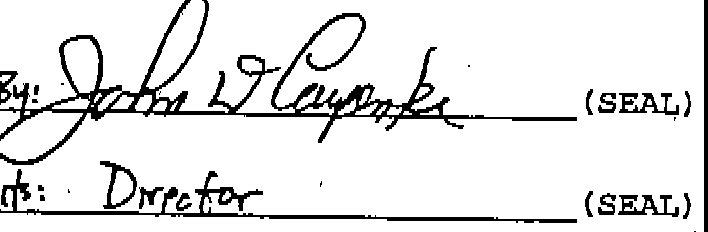
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WITNESSES:



Willbrook Plantation Property Owners Association, Inc.

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