

WESTERN HILLS HOMES ASSOCIATION, INC.

BYLAWS

ARTICLE I

The Association

Section 1. The name for this not for profit corporation shall be Western Hills Homes Association, Inc. (the "Association").

Section 2. The registered office and the principal office for the transaction of the business of the Association is hereby located at 8909 Holly, Kansas City, Missouri 64114, and the resident agent for the Association is Freda A. Tilling. The Association may have such other offices, either within or without the State of Missouri, as the Board of Directors may determine or as the affairs of the Association may require from time to time.

Section 3. The registered office and resident agent of the Association may be changed by the Association in the manner set forth in RSMo. 355.166 as the same now exists or may be amended hereafter. The registered office may be, but need not be, identical with the principal office in the State of Missouri.

ARTICLE II

Members

Section 1. The legal owners of property constituting an assessable unit, as defined in and subject to Western Hills Homes Association Declaration dated January 22, 1953, and filed for record in the office of the Recorder of Deeds of Jackson County, Missouri, in Book-B-4649 at Page 352 as Instrument No. B77583 and on October 12, 1955 as document No. B-177538, and as the same may now or may hereafter be amended, shall be deemed collectively to be a member of this corporation, and, as such, they shall be entitled to cast collectively only one vote either in person or by proxy, duly executed in writing, on each matter submitted to a vote of members, and as such they collectively shall constitute a member for the purpose of determining if a quorum is present for the transaction of business at any meeting. All property subject to the Western Hills Homes Association Declaration, described above, shall be referred to as the "District."

Section 2. Commencing with the year 1955, a regular annual meeting of members shall be held on the second Tuesday of November of each year, or on such other date in the last quarter of the calendar year as agreed by the Board of Directors, and at such time and place as the Board of Directors may prescribe, for the purpose of electing directors.

Section 3. Special meetings of the members shall be held at such times and places as the Board of Directors may designate and may be called at any time by a majority of the members of the board. Special meetings of the members may also be called by the members of the association, so long as a quorum of said members is met. Notice of such special meeting shall be given by mailing notices thereof to each member at least five (5) days before such meeting or by such other means as may be prescribed by the Board of Directors.

Special meetings of the members need not be called if any action proposed to be taken by the Board of Directors requiring the approval of the members is consented to in writing by the number of members required to approve the same.

Section 4. Twenty (20) members shall constitute a quorum for the transaction of business at any annual or special meeting of members.

ARTICLE III

Directors

Section 1. The business affairs and property of the corporation shall be managed by the Board of Directors or by such officers and agents as said Board of Directors shall elect, direct or employ.

Section 2. There shall be nine (9) directors constituting the Board of Directors. The directors of the corporation shall be those named in the Articles of Incorporation. The directors thus named shall serve until January 1, 1956 or until their successors are duly elected and qualified. No person shall be eligible to serve as a director unless he is the legal owner and resident, in whole or in part, of property constituting an assessable unit.

The elected directors shall hold office for terms of three (3) years each, which terms shall be staggered so that the terms of approximately one third (1/3) of the incumbent directors shall expire each year. The terms of the directors shall commence on January 1 of the year following the date of the election and shall continue for three (3) years until December 31 of that third calendar year or until their successors are duly elected and qualified. Any vacancy occurring in the Board of Directors shall by majority vote be filled by the Board of Directors. A director appointed to fill a vacancy shall serve for the unexpired term of his predecessor or until his successor shall have been elected and qualified.

Section 3. A regular annual meeting of the Board of Directors shall be held on the second Tuesday of January of each year, or on such other date in the first quarter of the calendar year as agreed by the Board of Directors and at such time and place as the Board of Directors may prescribe.

The Board of Directors shall elect from among themselves a President, a Vice-President and a Treasurer. The board shall appoint a Secretary, who need not be a member of the board. All officers shall be elected to serve for one year or until their successors are elected and qualified. The salaries and compensations of all officers of the corporation shall be determined and fixed by the Board of Directors.

Section 4. Special meetings of the Board of Directors shall be held at such times and places as it may designate and may be called at any time by the President or any two members of the board. Notice of all meetings of the Board of Directors shall be given by mailing, sending by facsimile transmission, sending by electronic mail, or telephoning notice thereof to each director at least three (3) days before such meeting, unless each director shall, for himself in writing, waive such notice. Attendance of a director at any meeting shall constitute a waiver of notice of such meeting.

Section 5. A majority of the full Board of Directors shall constitute a quorum for the transaction of business. The act or decision of the majority of the directors present at a meeting at which a quorum is obtained shall be the act or decision of the Board as to any matter coming before the Board at such meeting.

Section 6. A director may be removed from office only upon written notification from the Board, which may exercise such power of removal with cause at its discretion. Any removal shall be by vote of not less than two thirds (2/3) of the remaining Directors.

Notice of such proposed action shall have been duly given to the Directors in the notice of the meeting. The Director involved shall be given an opportunity to be heard at such meeting.

If a Director is removed from the Board, the members of the association shall be notified of said action in a timely manner.

ARTICLE IV

Officers

Section 1. The President shall be the chief executive officer of the corporation and shall preside at all meetings of the Board of Directors.

The President shall be an ex-officio member of all committees.

The President shall have the general and active management of the affairs and business of the corporation and shall see that all orders and resolutions of the Board of Directors are carried into effect.

The President shall employ and discharge all agents, employees and clerks, subject to the right of the Board of Directors to control such employment.

The President shall, in conjunction with the other officers of the corporation, in accordance with the law and as required by the Board of Directors, execute all deeds, mortgages, conveyances, contracts, promissory notes, bonds or other instruments on behalf of the corporation, and the same, when legally required.

The President, immediately upon the occurrence of a vacancy or vacancies in the Board of Directors, shall call a special meeting of the Board of Directors for the purpose of filling such vacancy or vacancies.

The President shall perform such other duties as are incident to the office of the President or so ordered by the Board of Directors.

Section 2. The Vice-President shall, in case of the absence of the President or the President's inability to act, exercise the powers and perform the duties of the President which are set forth above.

Section 3. The Secretary shall attend all meetings of the Board of Directors and members of the corporation and shall act as secretary thereof and record all votes and minutes of all proceedings thereat in a book to be kept for that purpose; shall give, or cause to be given when required, notice of all meetings of members and directors; shall have charge of and keep the seal of the corporation and shall affix the seal to and attest by the Secretary's signature such instruments as the board may direct or as may require the same.

The Secretary shall keep all corporate books and records and prepare necessary reports to the state and to the directors; shall keep records of the names and addresses of all members; shall perform such other duties as may be required by the Board of Directors or the President.

Section 4. The Treasurer shall keep full and accurate accounts in books belonging to the corporation and maintained for that purpose, showing its receipts and disbursements, accounts, liabilities, financial transactions and financial position. The Treasurer shall deposit in the name of the corporation all monies and other valuable property in such depositories or safe deposit vaults as may be designated by the Board of Directors; shall render a financial report of the condition of the corporation to the Board of Directors, or the President upon request; shall give such bond to the corporation for faithful performance of duties and in such amount as may be required by the Board of Directors.

Section 5. The Board of Directors may appoint any such committees as it deems appropriate in carrying out its purposes.

ARTICLE V

General Powers of the Association

Section 1. The Association, for the benefit of all the members, shall pay all Common Expenses arising with respect to, or in connection with, the property covered by the Association. "Common Expenses" are expenses which are necessary for the normal and ongoing operation and maintenance of the Association and its common areas including, without limitation, maintenance and care of common areas and facilities, utility service for common areas and facilities, casualty insurance, liability insurance, including directors and officers liability insurance, workmen's compensation insurance, wages and fees for services required by and provided to the Association, and any other additional expenses for materials, supplies, labor, services, maintenance, repairs, replacements, which the Association is required to secure or pay for pursuant to the terms of these Bylaws or by law or which the Association deems necessary or proper for the maintenance and operation of the common area and facilities covered by these Bylaws.

Section 2. The Association, by vote of a majority of the Board and approval of the membership, may adopt such reasonable Rules, and from time to time amend the same, as it deems advisable for the maintenance, conservation and beautification of the property and for the health, comfort, safety and general welfare of the members. Written notice of such Rules shall be given to all members and residents in the subdivision, and the Property shall at all times be maintained subject to such Rules. In the event that such Rules shall conflict with any provisions of these Bylaws, city codes, or state law, the provisions of these Bylaws, city codes, or state law shall govern.

Section 3. Nothing herein contained shall be construed so as to preclude the Association, through its Board and officers, from delegating to persons, firms or corporations, such duties and responsibilities of the Association as the Board shall from time to time specify, and to provide for reasonable compensation for the performance of such duties and responsibilities.

ARTICLE VI

Rules, Regulations and Property Standards

Section 1. Pursuant to authority granted in the Homes Association Declaration of Western Hills Homes Association, Inc. and in the Declaration of Restrictions for Western Hills, the Association, through its Board of Directors, shall from time to time make such reasonable rules and regulations, such as those set forth in this Article, as deemed necessary to carry out Board duties.

Section 2. Except where specifically authorized by the Board in writing, all recreational or play structures (other than basketball goals) shall be located behind the back building line of the residence.

Section 3. All outside doghouses shall be located in the back yard.

Section 4. All fences, boundary walls and privacy screens shall be ornamental and shall not disfigure the property or the neighborhood. All fences and privacy screens shall be constructed of materials as outlined below.

(a) WOOD: Vertical wood fences must be installed with only the “finished” side visible from outside the lot and the “rough” or “unfinished” side facing the residence.

All wood fences must either remain natural or be stained or varnished to retain the appearance of a wood fence.

All wood fences may have pointed tops so long as the top of each slat has a flat area that is no less than one inch in width.

(b) PVC: All PVC fences must be made of solid wall single extrusion PVC material of at least forty (40) mills thickness.

All PVC fences shall be installed (if applicable) with the supporting posts on the inside of the fence to give the effect of having the “good side out”, facing away from the residence.

All PVC fences shall be white or colored to resemble wood. The color of all PVC fences shall be “color through.” The color may not be painted on or be a veneer.

All PVC fences may have pointed tops so long as the top of each slat has a flat area that is no less than one inch in width.

Section 5. No fence, wall, hedge, shrub or other planting, which obstructs sight lines at elevations between two (2) and six (6) feet above the roadways, shall be placed or permitted to remain on any Corner Lot within the triangular area formed by the street property lines and a line connecting them at points twenty-five (25) feet from the intersection of the street property lines extended. The same sight-line limitations shall apply on any Lot within ten (10) feet from the intersection of the street property line with the edge of a driveway or alley. No trees shall be permitted to remain within such distances of such intersections unless the foliage line is maintained at sufficient height to prevent obstruction of such sight lines. Community signage, such as Association entrance signs, shall be exempt from this Section.

Section 6. Trash, garbage containers, bulky item, large item, or lawn waste pickup shall not be permitted to remain in public view except on days of trash collection and in accordance with applicable ordinances of the City of Kansas City, Missouri. Any trash, garbage containers, bulky item, large item, or lawn waste must be placed on the Lot line of the residence or a minimum of ten (10) feet from the property line. No incinerator shall be kept or maintained upon any lot.

Section 7. Unlicensed or inoperative motor vehicles are prohibited except in an enclosed garage.

Section 8. No travel vehicle, trailer, bus, RV, van, camper, boat, or similar apparatus shall be parked, left, maintained, repaired, serviced, or stored on any lot, driveway or in any yard for more than a one-week period. No oversized commercial vehicle (including but not limited to large vans, buses and semi tractors) shall be parked, left, or stored on any driveway or street with the exception of vehicles present at the home during repair/construction or a move.

It is the intent of the Association that all automobiles and vehicles shall be kept in an enclosed garage whenever possible. Motorized vehicles shall not be operated on any lot or Common Area, other than in the street. In accordance with ordinances of the City of Kansas City, Missouri, no vehicle of any kind may be parked in yards or grassy areas at any time. Driveways composed of sand, rock or loose gravel are not allowed.

Vehicles belonging to visitors at a particular residence shall be parked in the driveway at that residence or in the street immediately in front of the same, or in reasonable proximity so as to avoid disruptions for other residents of the Association and to prevent constricted and unsafe traffic patterns therein.

Section 9. No sign, advertisement, or billboard may be erected or maintained on any lot except for the following:

(i) One (1) sign not more than three (3) feet high or three (3) feet wide, not to exceed a total area of five (5) square feet, may be maintained offering the residence for sale or lease.

(ii) One (1) sign not more than two (2) feet high or one (1) foot wide, not to exceed a total area of three (3) square feet, may be maintained acknowledging an alarm system is present on the property.

(iii) One (1) garage sale sign not more than three (3) feet high or three (3) feet wide, not to exceed a total area of five (5) square feet, is permitted on the lot when the sale is being held, provided such sign is removed within 24 hours after the close of the sale.

(iv) Political election signs not more than three (3) feet high or three (3) feet wide, not to exceed a total area of five (5) square feet, are permitted for up to three (3) weeks before the election but must be removed within 24 hours after the election.

If these limitations on the use of signs, or any part thereof, are determined to be unlawful, the Board shall have the right to regulate the use of signs in a manner not in violation of law. In the event of a violation of the foregoing provisions, the Board of Directors shall be entitled to remove such offending sign and, in so doing, shall not be subject to any liability for trespass, violation of constitutional or other rights, or otherwise.

Section 10. No residence or other structure shall ever be placed, erected, or used for business, professional trade, or commercial purposes on any lot; provided, however, that this restriction shall not prevent an owner from maintaining an office area in his residence so long as such activity does not violate the applicable ordinances of the City of Kansas City, Missouri.

Section 11. No noxious or offensive activities nor disruptive gatherings or behaviors shall be carried on with respect to any lot. No trash, refuse, ashes, or other waste shall be thrown, placed, or dumped upon any lot or Common Area. No conduct should be undertaken by any owner or guest of a residence, which within reason, may be or become an annoyance or a nuisance to the District. Each owner shall properly maintain his/her lot and residence in a neat, clean, and orderly fashion. All residences and other structures shall be kept and maintained in good condition and repair at all times.

Section 12. No animals of any kind shall be raised, bred, kept or maintained on any lot, except dogs, cats and other common household pets may be raised, bred, kept or maintained so long as (a) they are not raised, bred, kept or maintained for commercial purposes; (b) they do not constitute a nuisance; and (c) the ordinances of the City of Kansas City, Missouri and other applicable laws are satisfied. All pets shall be confined to the lot of the owner except when on a leash controlled by a responsible person. Owners shall immediately clean up after their pets on all streets, Common Areas and lots owned by other members, and no member shall maintain or have more pets than allowed by ordinances of the City of Kansas City, Missouri.

ARTICLE VII

Miscellaneous

Section 1. The period constituting the fiscal year of the corporation shall be fixed by the Board of Directors, and unless otherwise fixed it shall be the calendar year.

Section 2. Checks and orders for payment of money withdrawing funds of the corporation from deposits in banks shall be signed by such persons as shall be duly authorized by resolution of the Board of Directors.

Section 3. The Board of Directors by not less than a two thirds (2/3) majority vote may authorize the President to borrow money in the name of the corporation and execute such notes and provide security therefore as they may consider necessary from time to time. If such a loan is obtained, the members of the association shall be notified of said action in a reasonable and timely manner.

Section 4. The Association shall keep full and correct books of account, and the same shall be open for inspection by any member or his representative duly authorized in writing, at such reasonable time or times during normal business hours as may be requested by such member. Upon ten (10) days notice to the Board and payment of a reasonable fee, any member shall be furnished a statement of his account setting forth the amount of any unpaid assessments or other charges due and owing from such member to the Association.

Section 5. Past and current directors and officers of the corporation shall be indemnified in the manner, to the extent, and upon the conditions set out in RSMo. Section 355.471, as the same now exists or is hereafter amended.

Section 6. The power to alter, amend or repeal these Bylaws or to adopt new Bylaws shall be vested in the Board of Directors.

I, _____, secretary of Western Hills Homes Association, Inc., hereby certify the above and foregoing Bylaws, as amended, on motion duly made and passed, were approved and adopted at the Annual Meeting on the ____ day of _____, 2007.