

BY-LAWS
OF
HAMMETTS GLEN HOME OWNERS ASSOCIATION, INC.

ARTICLE I
NAME AND LOCATION

The name of this corporation shall be HAMMETTS GLEN HOME OWNERS ASSOCIATION, INC., hereinafter referred to as the "Association." The mailing address shall be P.O. Box 5539, Greenville, SC 29606; and the principal office of the Association shall be located in Greenville County at an address to be established from time to time by the Board of Directors of the Association. Meetings of members and directors may be held at such places within the State of South Carolina, County of Anderson as may be designated by the Board of Directors.

ARTICLE II PURPOSE

The purpose and object of the Association shall be for the establishment of a non-profit organization to promote the beautification, maintenance of the Common Areas, enforce the covenants and restrictions of the subdivision, and collect homeowners' dues in a subdivision known as Hammetts Glen. No fees, salaries, or any other form of pecuniary remuneration shall be paid directly to, or inure to the benefit of the directors, officers, or members of the Association.

ARTICLE III
AGREEMENT

The Association, its successors and assigns, by accepting the conveyance of the Common Area property from the Developer, Barr Properties, LLC, a South Carolina limited liability company, hereby adopts, and agrees to be bound by, the conditions as set out in the Restrictive Covenants for Hammetts Glen Subdivision, which are recorded in the R.OD Office for Greenville County, S.C., in Deed Book 1961, at Page 1881. This adoption binds the corporation membership as presently constituted and new members as they buy lots in Hammetts Glen Subdivision. If there is any conflict between the Restrictive Covenants for Hammetts Glen Subdivision and these By-Laws, the Restrictive Covenants for Hammetts Glen Subdivision mentioned above shall prevail. The adoption of these By-Laws is an acknowledgement by the membership of the acceptance of the conveyance of the Common Area property as set forth above.

ARTICLE IV
MEMBERSHIP & VOTING RIGHTS

Section 1 Membership. A membership is one in which the holder thereof has purchased a residence or lot in Hammetts Glen Subdivision. The acceptance of a deed by a grantee residence owner automatically confers membership in the Association and shall be construed to be a covenant by such grantee to pay said assessments which shall run with the land and be binding upon said grantee, his successors, heirs, and assigns. No grantee residence owner may waive or otherwise escape liability by nonuse of the facilities of the Association or abandonment of the property. Failure to pay dues/assessments becomes a lien against the property. Continued ownership of property in Hammetts Glen Subdivision, shall be a condition to maintaining the status of a member.

Section 2 Joint Ownership. A member shall have one vote for each lot owned in Hammetts Glen Subdivision. Where two or more persons own one lot, they shall have a combined one vote and they must determine how they will vote, as no fractional votes shall be allowed.



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ARTICLE V
MEMBERSHIP MEETING

Section 1 Annual Meeting. The annual meeting of the members of this Association will be held during the month of December, a time and place to be designated by the president. Notice of such meeting will be made in writing and mailed to the last-known address or delivered to each member not less than twenty (20) days nor more than forty (40) days in advance of the meeting. The notice of such meetings shall include: the proposed budget for the ensuing year and the prior year's expenditures; the proposed dues and other assessments necessary to meet the budget; the proposed slate of offices for the coming year and any other proper business which the Board of Directors shall bring before the membership.

Section 2 Special Meetings. Special meetings of the membership may be called upon ten (10) days' notice in writing to the members of record given by the president, a majority of the Board of Directors, or by request from ten percent (10%) of the total membership of the Association at that time. The time, place and purpose of such meeting shall be specified in the written notice thereto.

Section 3 Quorum. At a duly-held meeting of the Association, forty percent (40%) of the total membership at that time shall constitute a quorum to do business and a majority of those present and voting shall be sufficient for the transaction of business. Representation by proxy shall be permitted at all meetings of the members. If a quorum is not present, the meeting will be rescheduled.

Section 4 Proxies. All proxies shall be in writing and filed with the secretary, or other party designated by the Board of Directors. Every proxy shall be signed and indicate the name of the member authorized to exercise such proxy vote and any conditions relative thereto. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his lot.

Section 5 Order of Business. Meetings shall be conducted in an orderly fashion with the official order of business at all meetings to include, when applicable, the following: (1) call to order, (2) establishment of a quorum, (3) report of directors, (4) announcement of committee appointments, (5) report of treasurer, (6) report of committees, (7) nominations & elections, (8) old business, (9) new business to include approval of new budget & dues increase if necessary, (8) adjournment.

ARTICLE VI
BOARD OF DIRECTORS: SELECTION; TERM OF OFFICE

Section 1 Number. The corporation shall be governed by a Board of Directors of not less than three (3) nor more than seven (7) in number, each of whom shall serve until his or her successor is elected as provided in these By-Laws. No more than one (1) representative of any single membership may serve as a director of the Association at any given time.

Section 2 Term of Office. At the first annual meeting, the membership shall elect three (3) directors for a term of one (1) year and two (2) directors for a term of two (2) years. At each subsequent annual meeting thereafter the membership shall elect two (2) or three (3) directors, as the case may be, for a term of two (2) years. At the same time the membership shall elect such additional directors as may be required to serve out the unexpired term of a vacancy or vacancies then existing on the Board.

Section 3 Removal. Any member of the Board of Directors may be removed at a duly held meeting by fifty-one percent (51 %) vote of the total membership of the Association at that time. When any director shall have three (3) consecutive unexcused absences from the meetings of the Board of Directors, his office as director may be declared vacant by a majority vote of the Board. Any director who shall cease to hold membership in the Association automatically shall cease to be a member of the Board of Directors.

Section 4 Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for this 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 which they could take at a meeting by obtaining written approval of all directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE VII
NOMINATION OF BOARD 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 prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and 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 of the Association.

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 VIII
MEETING OF BOARD OF DIRECTORS

Section 1 Regular Meetings. The Board of Directors shall hold its first annual meeting each year as soon as possible, but within thirty (30) days following the annual meeting of the membership. Thereafter, the Board shall meet at least quarterly and shall determine the date, place and time of such meetings by resolution of the Board at its' first annual meeting. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday. However, if the Board shall agree to meet on such legal holiday, any action taken by it shall be valid and binding.

Section 2 Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than five (5) days written notice given to each director.

Section 3 Quorum. A majority of the number of all directors shall constitute a quorum for the transaction of business. Every act done or decision made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE IX
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1 Powers. The Board of Directors shall have power to:

- (a.) 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 By-Laws, the Articles of Incorporation, or the Restrictive Covenants;
- (b.) adopt and publish rules and regulations governing the use of the Common Areas, and to establish, impose and remit penalties for violations of these By-Laws and rules of the Association;
- (c.) employ a professional manager, an independent contractor or such other employees as they deem necessary, and to prescribe their duties;
- (d.) elect one or more financial institutions to act as depositories of the funds of the Association and shall determine the manner of receiving, depositing and distributing the funds of the Association and the form of checks to be used;
- (e.) contract for the Association for the provision of services in keeping with the purposes of the Association; and
- (f.) employ attorneys to represent the Association when deemed necessary.

Section 2 Limits. Nothing in these By-Laws shall be construed to permit the Board of Directors to borrow or pledge the credit of the Association or sell or transfer all or any part of the assets of the Association without the specific approval of a minimum of sixty-five (65%) percent of the total membership of the Association at that time and voting at a duly held meeting. Furthermore; the Board of Directors are also limited in their power to spend Association funds as more fully provided in Article X of these By-Laws.

Section 3 Duties. It shall be the duty of the Board of Directors to:

(a.) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by ten percent (10%) of the membership who are entitled to vote;

(b.) oversee the filing of any legal and/or tax forms required for the Association each year in a timely manner;

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

(d.) as more fully provided in the Restrictive Covenants for Hammetts Glen Subdivision, to:

(1.) Increase the amount of the annual dues/assessment against each residence by five to fifteen percent (5% - 15%) of the previous year's dues/assessment without a vote of the Association. This assessment rate increase will not be effective until the calendar year beginning January 1, 2009.

(2.) send written notice of each assessment to every owner subject thereto at least twenty (20) days in advance of the beginning of each annual assessment period; and (3.) foreclose the lien against any property for which assessments are not paid within twenty (20) days after due date or to bring an action at law against the owner personally obligated to pay the same.

(e.) 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 a certificate states an assessment has been paid, such certificates shall be conclusive evidence of such payment, (f.) procure and maintain adequate liability insurance covering the Association, its directors, officers, agents and employees and to procure and maintain adequate hazard insurance of the real and personal property owned by the Association;

(g.) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(h.) cause the Common Areas to be maintained; and

(i.) cause the exterior of the dwellings to be maintained.

ARTICLE X **EXPENDITURE OF FUNDS**

Section 1 ~ The president, vice president, treasurer and secretary are empowered to sign checks, drafts, or other installments for payment of money drawn in the name of the Association, providing that the invoice is approved by the head of the committee spending the budgeted money. Two of the above officers of the Association must sign all checks, drafts, or other instruments.

Section 2. Non-budgeted expenditures of up \$1000.00 for any individual project may be authorized by the president or in his absence by the vice president.

Section 3. Non-budgeted expenditures of corporate funds totaling p to \$2500.00 for any individual project may be approved by a majority vote of the Board of Directors.

Section 4. Non-budgeted expenditures of corporate funds in excess of \$2500.00 for any individual project (except in the event of an emergency) must be approved by a minimum of fifty-one percent (51 %) of the total membership at that time at a duly held meeting of the corporation.

ARTICLE XI **OFFICERS AND DUTIES**

Section I Enumeration of Officers. The Officers of this Association shall be a president, a vice president, a secretary and a treasurer; and if deemed necessary by the Board of Directors, an assistant secretary and an assistant treasurer.

Section 2 Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3 Term of Office. 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 Appointment. 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. An officer may be removed from office with or without cause by a majority vote of 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 the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8 Duties. The duties of the officers are as follows:

President

(a.) The president shall preside at the meetings of the Association and of the Board of Directors; shall be the executive head of the Association and see that all orders and resolutions of the Board are carried out; shall sign all legal documents pertaining to the Association; shall appoint, subject to confirmation by the Board of Directors, all standing committees, designating the chairman thereof, and all special committees as may be directed; and the president or his delegated board member shall be, ex-officio, a member of all committees.

Vice President

(b.) The vice president, in the absence or disability of the president, shall act in the president's stead; and shall exercise and discharge such other duties as may be required of him by the Board.

Treasurer

(c.) The treasurer shall attend to keeping the accounts of the Association, collecting its' revenues and paying all its' bills as approved by the Board of Directors, or other agency authorized by the Board to incur them. The treasurer shall deposit funds of the Association in the name of the Association in such depository as is authorized by the Board. The treasurer shall be custodian of the funds and books of the Association; shall prepare annual budget and statement of income and expenditures to be presented to the membership at its regular annual meeting; and shall keep proper books to be made available to a public accountant, as designated by the Board, at the completion of each fiscal year for the purpose of filing tax returns. The treasurer shall also keep an active record of all dues paying members, send annual bills and send overdue bill notices when necessary. However, the funds and books shall at all times be under the supervision of the Board of Directors and subject to its inspection and control. At the expiration of the term of office, the treasurer shall deliver to the successor all books and funds. The treasurer shall perform such other duties pertaining to this office as may be asked of the treasurer by the Board. In the absence of a treasurer, all books, funds and duties of this position shall be assumed by the President.

Secretary

(d.) The secretary shall send out notices of meetings of the Association and of the Board of Directors; shall keep the minutes and attend to the correspondence pertaining to the office of secretary; shall be the custodian of the corporate seal, membership roster, minute book and papers of the Association; shall keep on file all legal and tax documents pertaining to the Association; and shall perform all duties pertaining to the office of secretary as may be requested by the Board of Directors. At the expiration of the term of office, the secretary shall deliver to the successor all documents pertaining to the Association.

(e.) The assistant secretary and assistant treasurer shall perform such duties as may be assigned them by the secretary or treasurer, respectively, or by the Board of Directors.

(f.) The Board may assign any or all of the duties of the secretary and treasurer to a professional manager at their sole discretion, provided said manager is properly bonded to perform said duties.

ARTICLE XII INDEMNIFICATIONS

The Association shall indemnify any Director or Officer or former Director or Officer of the Association against expenses actually and necessarily incurred by him in connection with the defense of any action, suit, or proceeding in which he is made a party by reason of being or having been such Director or Officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence of misconduct in the performance of duty.

ARTICLE XIII COMMITTEES

Section 1 Architectural Committee. The Board of Directors shall appoint an Architectural Committee that shall consist of three two (2) or more members, one of whom shall be a member of the Board of Directors pursuant to Article XI Section 8 of these Bylaws. The members of the Architectural Committee shall be appointed for a term of five years, but may be reappointed for additional terms with no limit on the number of additional terms to which they can be reappointed. The function and powers of this committee are more fully provided in the Restrictive Covenants of Hammetts Glen Subdivision.

Section 2 Nominating Committee. The Board of Directors shall appoint a Nominating Committee as provided in Article VII of these By-Laws.

Section 3 Audit Committee. The Board of Directors shall appoint a Chairman of the Audit Committee prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The function of the Audit Committee Chairman will be to review the accounts and records of the Association and report the results of this review to the general membership at the annual meeting. The Audit Committee Chairman shall appoint two (2) members of the Association to serve on this committee during his term as Chairman. One member of this committee shall be appointed from the Board of Directors pursuant to Article XI Section 8 of these By-Laws.

ARTICLE XIV BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Restrictive Covenants, the Articles of Incorporation, and these By-Laws shall be available for inspection by any member at the principal office of the Association, where copies may be purchased.

ARTICLE XV DUES/ ASSESSMENTS

Section 1 Annual Dues/ Assessment. The annual dues/assessment and the budget shall be approved by the membership of the Association at its annual meeting. Dues must be paid by February 15 of each year. The annual dues/assessment may be increased five to 15 percent (5%-15%) from the previous year's dues/assessment by the Board of Directors without a vote of the Association.

This assessment rate increase will not be effective until the calendar year beginning January 1, 2009. Should the Directors determine a greater increase in maintenance fees are needed, the Directors shall call for a meeting of the Association, who may determine a higher increase in maintenance fees by an affirmative vote of two-thirds (2/3) of the membership at that time, who may vote in person or by proxy, at a meeting duly called for such purpose. Reference is hereby made to the Restrictive Covenants for Hammetts Glen Subdivision for specific terms of assessment and collection of assessments.

Section 2 Non Payment. Non payment of dues/assessment as specified shall bar a member from voting privileges. Before reinstating a member who has been suspended for non payment of dues, the Board of Directors, at its discretion, may charge an

additional fee for such delinquency not to exceed ten percent (10%) on the outstanding balance due, from the date of delinquency until the dues/assessments are paid and current.

ARTICLE XVI
MISCELLANEOUS

Section 1 Fiscal Year. The fiscal year of the Association shall be determined by resolution adopted by the Board of Directors. The same may be changed by resolution of the Board.

Section 2 Disclosure of Activities. Full and complete disclosures of their activities relative to the operation of the Association shall be made by committees and employees to the Board of Directors and by the Board of Directors and Officers to members at the annual meeting of the Association.

ARTICLE XVII
AMENDMENTS

These By-Laws may be amended at any regular or special meeting by sixty-five percent (65%) of the total membership of the Association at that time, provided the call of such meeting shall contain By-Laws or amendments to be voted upon at such meeting. All members shall be given not less than twenty (20) days notice of any meeting called for this purpose.

We, the undersigned, being all the current Officers and Directors of HAM METTS GLEN HOME OWNERS ASSOCIATION, INC., a South Carolina corporation, do hereby ratify and adopt the foregoing By-Laws for the regulation of the affairs of said Association on this 27 day of July in the year 2009.

HAMMENTS GLEN HOME OWNERS ASSOCIATION, INC.
Board of Directors

Richard B. Harris
Witness

By: [Signature]

Alexis Paterson
Witness

By: [Signature]

By: [Signature]

By: [Signature]

By: [Signature]

SC Probate

State of South Carolina

County of Greenville

Personally appeared the undersigned witness and made oath that (s)he saw the within named Grantor/Mortgagor, sign, seal and, as their act and deed, deliver the within written instrument and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

SWORN to before me this 14th
day of September, 2009.

Deanne M. Ramirez
Notary Public For South Carolina
My Commission Expires: 9/26/2012

Alvise P. P. S.
One of the two witnesses that witnessed the
signature of the person(s) executing the
document

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Timothy J. Manney