Article I

Name, Location, Nature and Membership of Corporation

1. The name of the Associaton is Christmas Tree Shores Association, Inc.

2. The location and principal office shall be in Bridgton, ME. The Associaton may also have offices at such other places as its business requires.

3. The Association shall be a non-profit corporation without capital stock.

4. Members of the Association shall consist of owners of lots within that area of land commonly known as Christmas Tree Shores, as recorded in Cumberland County Registry of Deeds in Plan Book 34, Page 28 and Plan Book 30, Page 38.

5. The obligations and responsibilities of the directors, officers and members of the Association shall be consistent with the intended purpose that the Association shall serve its members on a year-round basis and that its activities are not limited to any one season.

Article II

Officers: Election, Powers and Duties

1. Officers. The officers of the Associaton shall be a president, a vice president, a treasurer, a clerk, a board of directors consisting of no less than five (5) nor more than eleven (11) directors, a chairman of said board, an executive committee of said board, and such other officers including vice presidents and assistant treasurer or treasurers, as the board of directors may elect or appoint. The same person may simultaneously occupy more than one office, but no officer shall execute, acknowledge, or modify any instrument in more than one capacity if such instrument is required by law to be executed, acknowledged or verified by two or more officers.

2. Terms, Vacancies. All officers and directors shall hold office for the term of one (1) year and until their successors are chosen and qualified. In case a vacancy shall occur from any cause in any office or in the board of directors, the board of directors or the remaining directors, although less than a quorum may, by majority vote, till such vacancy. An officer or director so elected to fill such vacancy shall hold office only until the next meeting of the lot owners or directors, at which the office would regularly be filled and until a successor is chosen and qualified.

3. Removal. Any officer or director may for cause, and any officer elected or appointed by the board of directors may, for or without cause, be removed at any time by a majority vote of the board. Any officer or director whom the members of the Association have power to elect may be removed for or without cause at any regular

meeting of the Association called for the purpose, by a vote of the majority of the membership entitled to vote.

4. Resignation. Any officer or director or member of the executive committee may, at any time, by resignation in writing delivered to the Association, resign his office.

5. Board of Directors. The board of directors shall be elected annually by the members of Association: the exact number of directors constituteing the board shall be determined by the members of the Association. To be eligible for election to serve as a member of the board of directors, a person must be a member of the Association.

The board of directors shall have the general management and control of all property and affairs of the Association.

6. Chairman of the Board. The Chairman of the Board of Directors, if there is one, shall be elected annually by and from the board and shall preside at all meetings of the Association and directors at which he shall be present.

7. Executive Committee. The board of directors may elect at any time an executive committee of four(4) or more of its members which may exercise all of the powers vested in the board of directors during the intervals between the meetings of the board. The executive committee may provide its own rules as to notice and proceedings and may elect one of its members chairman. The committee shall report its proceedings to the next following meeting of the board of directors. The members of said executive committee, however, shall hold office subject to the pleasure of the board of directors, and the board may, at any time, remove one or more members of said executive committee and appoint another director in lieu of any member so removed.

8. President. The president who shall be annually elected by and from the board of directors, shall, subject to supervision of the board, have general charge and control of all the affairs of the Association and shall be its chief executive officer. In the absence of a chairman of the board of directors, the president shall reside at all meetings of the Association and directors at which he shall be present.

9. Vice President. The vice president or vice presidents shall be annually elected by, but not necessarily from, the board of directors. The board of directors may rank the vice presidents and designate one or more of them with such title, in addition to that of the vice president, as the board may deem appropriate to designate the status or function of a particular person. Each vice president shall have the powers and duties as the board of directors may proscribe.

10. Treasurer. The treasurer, who shall be annually elected by the board of directors, shall keep or cause to be kept regular books of account which shall be open at all times to any director, and shall report to the board of directors on the financial condition of the Association. Subject to the supervision and control of the board of

directors, he shall receive and disburse the funds of the Association and shall borrow money on its behalf.

One or more assistant treasurers may, from time to time, be appointed by the board of directors, with such powers and duties, including all or any of the powers and duties of the treasurer, as the board may proscribe.

11. Clerk. The Clerk, who shall be a resident of the State of Maine, shall be annually elected by the Board of Directors. He shall attend all meetings of the Association and Board of Directors; shall keep minutes of the business transacted therein; and shall see to the giving and serving of notice of all meetings of the Association and shall be the keeper of all documents of title and valuable papers.

12. Miscellaneous duties and powers. In addition to the foregoing enumerated duties and powers, several officers of the Association shall be charged with such other duties and shall have such other powers as may be delegated to them by the board of directors or may be imposed on them by the law.

13. Compensation. The salaries of all officers and employees of the Association shall be determined by the members of the Association, but the Association, by unanimous action, may delegate to an officer or officers the determination of compensation of employees other than officers.

Article III

Meetings

1. Annual Meeting. The Annual Meeting of the Association shall be held in every year on the Fourth of July weekend at the principal office of the Association within the State of Maine at Bridgton, unless the directors appoint some other place or time, to elect officers, to hear the report of the Treasurer and to transact such other business as may properly come before the meeting. In the event that for any reason the annual meeting shall not be held as herein provided, a subsequent meeting to be called and held in the same manner as provided for special meetings of the Association.

2. Special Meetings. Special meetings of the Association may at any time be called on the order of the President, Treasurer, or a majority of the board of the directors, and shall be called by the clerk, or in the case of his death, absence, incapacity or refusal, by any other officer upon written application of five (5) or more members of the Association stating the time, place and purposes of the meeting.

3. Notice. A written or printed notice of any meeting of the Association stating the place, day, hour and purposes thereof, shall be given by the Clerk, or in case of his death, incapacity or refusal, by a person designated by the Board of Directors or Executive Committee, at least ten (10) days before the date of the meeting to each

member of the Association entitled to vote thereat or entitled to receive notice thereof by leaving such notice with the member or at his residence or usual place of business or by mailing the same, postage paid, directed to him at his address as last recorded on the books of the Association.

No notice shall be required of every member of the Association entitled to notice thereof or his attorney thereunto duly authorized waives such notice by a writing filed with the records of the meeting either before or after the holding thereof.

4. Quorum. Except as otherwise herein provided, 40% of the members of the Association, at the time entitled to vote, represented at a meeting in person or by proxy, shall constitute a quorum for the transaction of business; but less than a quorum may adjourn or dissolve a meeting which has been called.

5. Voting. Except as the Articles or an amendment or amendment thereto otherwise provide, each member of the Association, having paid all assessments in full, shall at every meeting of the members, be entitled to one (1) vote, in person or by proxy, upon each subject properly submitted to vote.

If any lot is owned by two or more individuals, whether jointly or in common, said individuals shall together be entitled to only one (1) vote.

Except as otherwise provided, an affirmative majority vote of any quorum shall be sufficient to pass or approve any motion properly before a meeting of the members of the Association.

6. Proxies. No proxies shall be deemed operative unless and until signed by the member and filed with the Association, in absence if limitation to the contrary contained in the proxy, the same shall extend to all meetings of the members and shall remain in force three (3) years from its date, and no longer.

Article IV

Assessments

1. Regular Assessments. There shall be an annual assessment, except as hereinafter provided, of twenty-five dollars ($25.00) per lot, which shall be paid by each lot owner, in full, on or before May 1 of each calendar year, or such other date as the Board of Directors may designate.

Any lot owner owning two or more lots, upon which no more than one dwelling house has been erected, and which are contiguous to each other, including lots which would be contiguous to each other, but for the existence of a right-of-way or road separating the lots, shall pay one assessment for said lots.

2. Special Assessments. Special assessments may be levied from time to time by the Board of Directors, in addition to the regular annual assessment of twenty-five dollars; provided, however, that such special assessment shall not exceed twenty-five dollars per annum. All such special assessments shall be paid in accordance with the terms and conditions established by the Board of Directors.

3. Extraordinary Assessments. In addition to the regular assessment of twenty-five dollars per year, and in addition to the authorized special assessments of up to an additional twenty-five dollars per year, extraordinary assessments may be levied from time to time by the Board of Directors, provided that any such extraordinary assessment must be first approved at a special meeting of the eligible lot owners as hereinbefore provided for.

4. Exemption. Christmas Tree Shores, Inc., hereinafter referred to as the "Developer", shall not be responsible for assessments on any lots of land now or hereafter owned by the Developer. This exemption shall continue in full force and effect for a period of one year from the date on which these By Laws are adopted.

5. If any assessment is not paid in whole or in part when due, the Board of Directors may suspend the right of the member of the Association who is in default to vote at any meeting at which said person is entitled to vote. The Board of Directors may also suspend or terminate any rights of the member of the Association who is in default to use the common areas, roads, and rights-of-way in conjunction with the ownership of the premises.

This assessment shall constitute a debt which may be collected by suit or action in any court of competent jurisdiction and shall constitute a lien or encumbrance on the lot until paid. Said lien, however, shall be subordinate to the lien of any bona fide mortgagee of the lot.

There shall be not right in a member of the Association to exercise any rights as a member of the Association (a) if any assessment against the said lot is currently unpaid and overdue, or (b) if the title to such lot is in dispute or is under attachment or other legal

process affecting title (other than uncontested probate proceedings), or (c) if a mortgage on the lot owned is under foreclosure.

If any regular or special assessment is noted and when due, these shall be imposed upon such lot owner a late charge, which charge shall be in the amount of $5.00 per month for each month said assessment is not paid. This late charge shall, to the same extent as regular and special assessments, constitute a lien or encumbrance on the lot until paid.

The Association shall be reimbursed by the non-paying lot owner for all costs incurred by the Association in the collection or enforcement of said assessments; said costs to include, but are not limited to, court costs, and reasonable attorneys' fees.

Article V

Directors' Meetings and Executive Committee

1. Meetings of Directors. A regular meeting of the Board of Directors shall be held in every year or as soon as may be after the Annual Meeting the members of the Association for the election of officers and such other business as may properly come before such meeting.

Any other regular meeting may be held at such time as may be fixed by the Board of Directors. Special Meetings of the Board of Directors may be called on order of the Chairman of the Board, or of the President, Treasurer, or any two Directors.

Any regular or special meeting of the Board of Directors may be held either within or without the State of Maine.

2. Notice. Notice of any regular or special meeting of the Board of Directors shall be given by the Clerk, or other officer calling the meeting orally, or by mail, telephone, cable, radio, or telegraph. Notice so sent to a Director's usual and last known place of business or residence ten days at least before the meeting shall be sufficient notice in all cases; and any notice received by a Director in time to enable him to attend the meeting concerning which such notice is given shall be likewise sufficient. Any meeting shall be legal without notice if each Director waives such notice by a writing filed with the records of the meeting either before or after the holding thereof. Any business whatever may be transacted at a meeting of the board, although it may not have been specified in the notice of the meeting.

3. Quorum. A majority of the number, or in case the number of Directors as fixed by the members of the Association shall be an even number, half of the number of Directors constituting the Board, as fixed by the members of the Association for the time being, shall (except as hereinbefore provided for) constitute a quorum for the transaction of business; but a smaller number may adjourn or dissolve a meeting which has been called. The vote of a majority of any quorum shall be sufficient to transact any business specified in the notice or call of the meeting or where each director waives notice as above provided, to transact any business specified in such waiver. With respect to all other business the vote of a majority of the Board shall be required.

4. Meeting of the Executive Committee. Meetings of the Executive Committee, if there be one, may be called in such manner and at such places as said Executive Committee may from time to time determine. A majority of the Executive committee in office for the time being shall constitute a quorum for the transaction of business, but less than a quorum may adjourn or dissolve a meeting which has been called.

Article VI

Seal

1. Seal. The corporate seal shall be in such form as the Board of Directors may from time to time determine.

Article VII

Amendment of By-Laws

1. Amendment of By-Laws. These By -Laws may be altered, added to, or amended at any meeting of the members of the Association by the affirmative vote of two thirds of the members of the Association entitled to vote thereat, provided that notice of the proposed alteration, additional amendment or repeal shall have been given in the notice of such meetings.

Article VIII

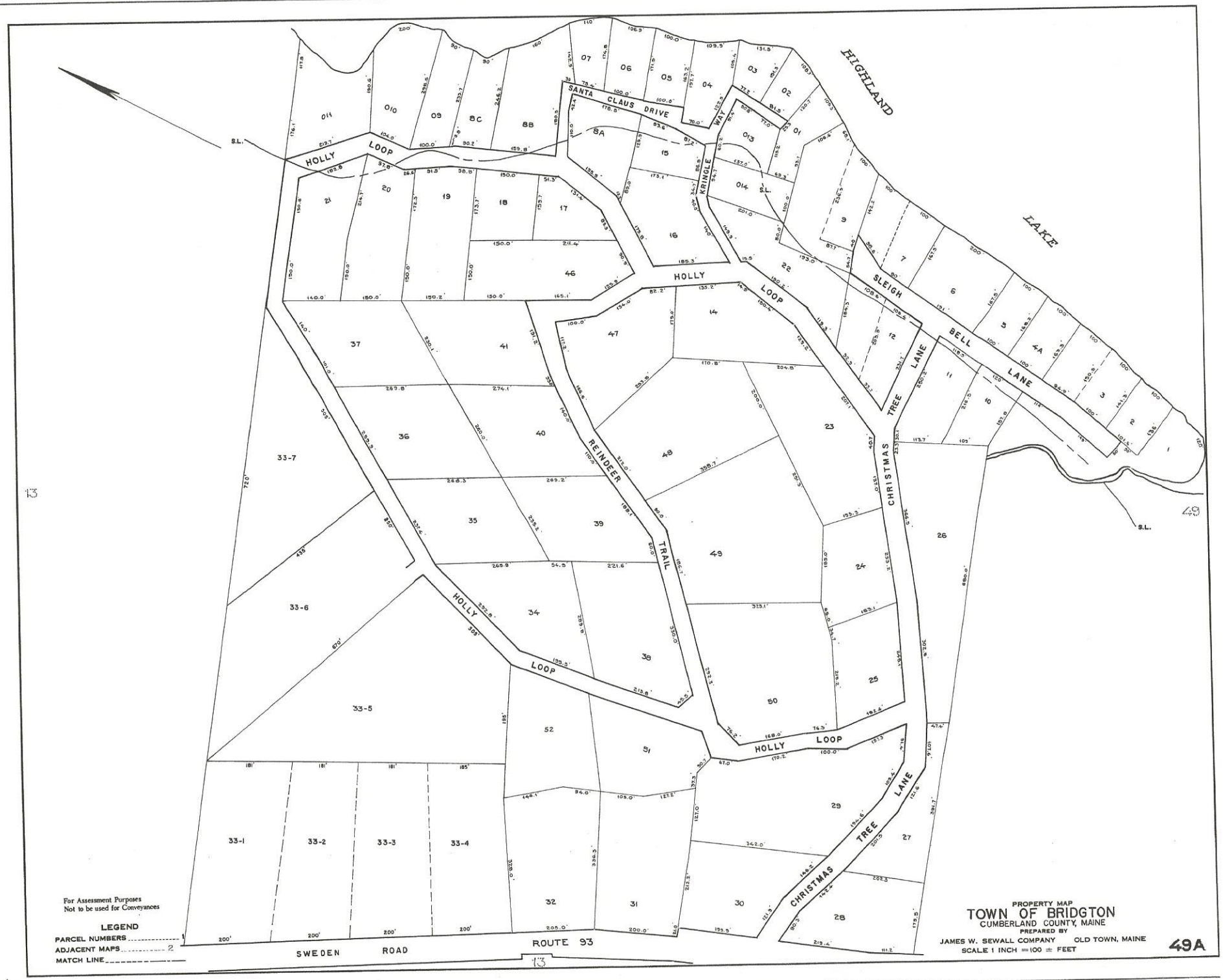
Miscellaneous

1. Bonds. The Board of Directors may from time to time require from any one or more of the officers or agents of the Association that he or they shall give bond; and the premium for all such bonds shall be paid by the Association.

2. Fiscal Year. The fiscal year of the Association shall, unless otherwise fixed by the Board of Directors, end with the close of June 30th of each year.

3. Execution of Writings. Unless the Board of Directors, Executive Committee, or members of the Association shall otherwise generally or in any specific instance provide, any bill, note, check, or negotiable instrument shall be signed or endorsed in the name and on behalf of the Association by the President, or treasurer, and shall bear such countersignature of any officer of the Association, other that the officer so signing or endorsing as may be required by the Board of Directors.

4. Domestic Livestock: No domestic livestock will be allowed within the boundaries of Christmas Tree Shores. This is to include, but not be limited to: pigs, cows, ducks, chickens, geese, goats.


HIGHLAND
LAKE
SANTA CLAUS DRIVE
HOLLY LOOP
KRINGLE WAY
SLEIGH BELL LANE
TREE LANE
CHRISTMAS
REINDEER TRAIL
SWEDEN ROAD
ROUTE 93
S.L.
For Assessment Purposes
Not to be used for Conveyances
LEGEND
PARCEL NUMBERS
ADJACENT MAPS
MATCH LINE
PROPERTY MAP
TOWN OF BRIDGTON
CUMBERLAND COUNTY, MAINE
PREPARED BY
JAMES W. SEWALL COMPANY OLD TOWN, MAINE
SCALE 1 INCH = 100 ± FEET
49A