BYLAWS
OF
VILLE DU PARC I HOMEOWNERS ASSOCIATION, INC.

Adopted February 16, 1976, to replace those dated June 25, 1963, amended in October, 1987 and in November, 1998. Recorded November, 2002.

ARTICLE I

Membership

1.01
The members of the Ville du Parc I Homeowners Association, Inc. (hereinafter called "The Association") shall be such persons (natural and corporate) as stated in the Articles of Incorporation, that is, each owner of a platted lot in the subdivision in Section 13, Township 9 North, Range 21 East, City of Mequon, known as Ville du Parc I. The Articles of Incorporation are filed in Volume 12 of Corporations, on pages 1 to 7 inclusive, in the custody of the Register of Deeds for Ozaukee County.

1.02
Any person claiming to be a member of the Association shall establish his right to membership to the satisfaction of the Association.

1.03
No membership or initiation fee shall be charged, nor shall members be required to pay at any time, any amount, except to pay when due, the charges, assessments and special assessments mentioned in the Articles of Incorporation and the Deed Restrictions.

ARTICLE II

Voting and Voting Rights

2.01
Each member shall have one vote for each platted lot owned by the member. For the purposes of this Article II, a lot shall exclude parks, parkways, and open spaces shown as outlots on the plat of Ville du Parc I owned by the Association or any municipality or governmental body.

2.02
Members shall vote in person or by proxy executed in writing by the member.

2.03
No proxy shall be valid after ninety (90) days from the date of its execution.

2.04
A Corporate member's vote may be cast by the President of the member corporation or by any other officer or proxy appointed by the President of such corporation.

ARTICLE III

Meeting of the Members

3.01
The annual meeting of the members shall be held in October each year at such a place in Ozaukee County or Milwaukee County as the notice of the meeting shall indicate.

3.02
Special meetings of the members may be called by the President, the Board of Directors, or by members having one-twentieth (1/20) of the votes entitled to be cast at such meeting.

3.03
Written notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than three (3) nor more than thirty (30) days before the date of the meeting, either personally or by mail, by or at the direction of the President, the Secretary or the officer or person calling the meeting, to each member entitled to vote at such meeting.

3.04
Members holding one-fifth (1/5) of the votes entitled to be cast, present in person or represented by proxy, shall constitute a quorum at a meeting of members. A majority of the votes entitled to be cast, by the members in person or represented by proxy at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members.

ARTICLE IV

Directors

4.01
The affairs of the Association shall be managed by the Directors of the Association who shall be eight (8) in number. The Directors of the Association shall be members of said Association.

4.02

The Directors shall be elected at the annual meeting of the members. The term of office of a Director shall be one (1) year. Vacancies may be filled at any time by a majority of the remaining Directors. Each Director shall hold office until his successor shall have been elected or appointed and qualified. The nominees for election to the Board of Directors for any given year shall be so nominated by the nominating committee as selected by the President of the Association. The number of nominees shall be no less than eleven (11) and no more than fourteen (14). The top eight (8) vote getting nominees as elected by the members shall constitute the Board of Directors for that year for which the election is held at said annual meeting.

4.03
The Board of Directors may, by resolution adopted by a majority thereof, designate one or more committees, each committee to consist of three (3) Directors elected by the Board of Directors, which to the extent provided in said resolution shall have and may exercise, when the Board of Directors is not in session, the powers of the Board of Directors in the management of the affairs of the Association, except action in respect to election of officers or the filling of vacancies in the Board of Directors or committees created pursuant to this paragraph.

4.04
All meetings of the Board of Directors shall be held within Milwaukee or Ozaukee Counties, Wisconsin.

4.05
Meetings may be called by or at the request of the President or any two (2) Directors at such place as the person or persons calling the meeting shall designate.

4.06
Notice of any meeting shall be given by oral or written notice delivered personally or mailed to each Director at least ninety-six (96) hours previous thereto.

ARTICLE V

Officers

5.01
The Officers of the Association shall consist of a President, a Vice-President, a Secretary, a Treasurer, and four (4) Court Representatives. All officers shall be appointed annually from the ranks of the Board of Directors and by said Board of Directors.

5.02
Any officer appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Association shall be served thereby.

5.03
Officers shall be members of the Association.

5.04
A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

5.05
The President shall be the principal executive officer of the Association and, subject to the control of the Board of Directors, shall supervise and control all of the business and affairs of the Association. He shall, when present, preside at all meetings of the members. In addition, shall coordinate the activities of the Court Representatives and other offices of the Association and represent the Association in all matters and dealings with outside organizations.

5.06
The duties of the Vice-President shall be to act for the President in his absence, to be responsible for the equipment owned by the Association, and to direct the Court Maintenance program for the Association, making the necessary arrangements for landscaping, fertilizing, weeding, watering and cutting of grass in the open areas. In addition, shall control the water supply to the open court areas and order repairs to the water supply for the open areas when required, and shall have the authority to authorize payment of invoices received for services rendered.

5.07
The duties of the Secretary shall be to serve as administrative officer of the Association, maintaining all administrative records, by-laws, deed restrictions, minutes of all meetings, and copies of all letters sent and received by Board members. In addition, he shall distribute notices, reports, and minutes of meetings to residents and members of the Association.

5.08
The duties of the Treasurer shall be to serve as the financial officer for the Association, maintaining all financial records. He shall receive, safeguard, and disburse all funds of the Association, collect from home owners all assessments authorized, and pay all invoices authorized. In addition, shall prepare a recommended budget for each fiscal year, and recommend appropriate action to the Board of Directors when assessments are not paid by home owners.

5.09
The duties of each Court Representative shall be to represent the residents of assigned courts in all matters pertaining to the Association, being particular to alert the Board of Directors to violations of deed restrictions. They shall use the power of persuasion to maintain order and neatness on the court, inspect the open area within and adjacent to the court periodically, and take the action necessary to maintain the standards of the Association. Court Representatives shall recommend to the Board of Directors specific action which can improve the attractiveness of the court and organize and supervise work parties of court residents to assist in landscaping and maintaining the court. They shall remove, store, and install the stakes which outline the park

areas of the court and control snowplowing during the winter months.

5.10
The officers shall have such additional duties and functions as may be established by the Board of Directors and enumerated in the minutes and records of the Association.

ARTICLE VI

Charges, Assessments and Special Assessments

6.01
The owner of each home, once the home has been occupied, shall be subject to an annual charge or assessment. The amount of annual assessment shall be determined at the annual meeting each year by a vote of the majority of the members at said meeting and at which the Board of Directors shall present its recommendations for the uniform annual charge which it considers to be required to carry out the Association's purposes in the following year. Such assessments shall be paid annually to the Association, on or before the first day of January in each year, and if not paid on or before such date, the charges or assessments shall bear interest at the rate of 12% per annum from January 1 of such year until paid in full.

6.02
The funds collected by the annual assessment shall be used only for carrying out the functions and purposes for which the Association was organized, the expenses incidental thereto.

6.03
Special assessments may be made by the Board of Directors against any lot to cover all or any portion of the expenses incident to the enforcement of the recorded Deed Restrictions concerning said lot, and for caring for vacant, unimproved or unkempt lots and removing weeds, grass or any other unsightly or undesirable objects therefrom.

ARTICLE VII

Architectural Control Committee

7.01
An Architectural Control Committee shall be created and appointed by the Directors. The Committee shall consist of three (3) members. A majority of the Committee may act for the Committee. The members of the Committee shall not be entitled to any compensation for services performed as a member of the Committee. All members of the Architectural Control Committee must be members of the Association. The Committee shall carry out the intents and purposes of the Deed Restrictions and Easements affecting the property with which the

association is concerned.

7.02
The Architectural Control Committee shall be governed by the following guidelines:

Not more than one home shall be built on each lot and it shall be for a single family residential use only. It shall not exceed two and one-half stories in height.

Any associated garage shall be attached to the home and shall not exceed three single sized garage doors.

The home shall be traditional in design with a major portion brick or stone, except that reproductions of historic colonial homes may be entirely finished with siding.

The attached garage shall be located so that only one side faces an adjacent street. In the case of a corner lot, this means that the garage is attached to the side of the house which is away from the corner.

The driveway shall be black asphalt, concrete, or similar hard surface material.

The roof, except for the nearly vertical portion of a mansard roof, shall be asphalt shingles or natural wood shingles.

There shall be no outdoor swimming pool.

There shall be no television antenna or radio transmitting antenna mounted external to the house.

Open fences made of wood are permitted when they are part of a coordinated landscape plan approved by the Architectural Control Committee and do not outline a major portion of the property's perimeter. Open metal fences are permitted only when they are effectively screened by permanent plantings. Wooden barrier type fences (stockade, basketweave, etc.) of reasonable height are permitted in limited length where they provide desirable screening. Barriers type fences along property lines are prohibited.

Sump pump discharge shall be located and controlled to follow the natural drainage of the land and comply with the City of Mequon requirements without becoming an eyesore.

7.03
Owners of lots planning construction of new homes and owners of existing homes who contemplate external modification (including landscape) to their homes shall obtain approval of their construction and/or landscape plan(s) by the Architectural Control Committee prior to permitting construction to start.

7.04
The Architectural Control Committee shall have such additional duties, functions and guidelines as may be established by the Board of Directors and enumerated in the minutes and records of the Association.

ARTICLE VIII

Court Assignments

8.01
For the purpose of Board of Directors representation, court maintenance and other administrative matters, properties are assigned to one of four courts as follows:

Chateau Court consists of those properties having one of the following addresses:

Any on Fleur de Lis Drive
Any on Chateau Court
12552 or greater on Jacqueline Court
12612 or greater on Jonquil Court
12563 or greater on La Belle Court.

Jacqueline Court consists of those properties having an address of 12551 or less on Jacqueline Court.

Jonquil Court consists of those properties having an address of 12611 or less on Jonquil Court

La Belle Court consists of those properties having an address of 12562 or less on La Belle Court

ARTICLE IX

Fiscal Year

9.01
The fiscal year of the Association shall extend from November first (1) through October thirty-first (31) of the following year.

ARTICLE X

Authority and Amendments

10.01
These By-Laws are an extension of the Articles of Incorporation and Deed Restrictions. Where provisions of these three documents are not identical, the wording of the most recent shall prevail.

10.02
These By-Laws may be amended by a majority of all the votes eligible to be cast by members of the Association.

Recorded at Mequon, Wisconsin, this 16th day of November, 2002.