



BYLAWS OF PRAIRIE FIELDS HOMEOWNERS ASSOCIATION

ARTICLE I: MEMBERSHIP

SECTION 1. QUALIFICATIONS

Every person or entity who is a record owner of a Lot (for the purposes of these Bylaws, a “Lot” shall be defined as any lot in Prairie Fields Subdivision, whether improved or unimproved, on which a structure or portion thereof has been, or could be, designed and constructed for the residential use of one (1) household, including each zero-lot line unit which is separately platted. By way of example, lots 101A and 101B shall be considered separate lots and each shall be considered a “Lot” for the purposes of these Bylaws) in Prairie Fields Subdivision (for purposes of these Bylaws Prairie Fields Subdivision includes all sections or Phases of Prairie Fields Subdivision whether presently platted or to be platted in the future) shall automatically be members of the corporation, and shall be subject to the adopted rules and regulations of the corporation and shall be subject to assessment. Ownership of a Lot shall be the sole qualification for membership. If more than one person or entity is the record owner of a Lot in Prairie Fields Subdivision all such persons or entities shall be members.

SECTION 2. MEMBERS

A member shall have no vested right, interest or privilege of, in, or to the assets, functions, affairs, or franchises of the Association (as defined below), or any right, interest, or privilege which may be transferable or inheritable, or which shall continue after his membership ceases, or while he is not in good standing. The membership is appurtenant to and shall not be separated from ownership of a Lot. Thus, membership shall automatically terminate upon the sale, transfer, or other disposition by a member of his ownership of a Lot in Prairie Fields Subdivision at which time the new owner shall automatically become a member of the Prairie Fields Homeowners Association. Each member of the Association shall be bound by and shall observe the terms and provisions of the covenants and restrictions of Prairie Fields Subdivision applicable to each member’s Lot(s), the Bylaws of the Prairie Fields Homeowners Association and the rules and regulations promulgated from time to time by the Association or its Board of Directors. No member shall have the right or power to disclaim, terminate or withdraw from its membership in the Prairie Fields Homeowners Association (the “Association”) or from any of its obligations as such member by abandonment of such member’s residence or for any other reason.

SECTION 3. VOTING RIGHTS

Each Lot in the Prairie Fields Subdivision shall be entitled to one vote, which may be cast, either in person or by proxy (or by ballot, where permitted pursuant to these Bylaws or the Illinois General Not For Profit Act), by the owner of such Lot. If more than one member is the record owner or beneficiary of the title-holding land trust of a Lot in Prairie Fields Subdivision, then the vote for that Lot shall be exercised as those members amongst themselves determine. In no event shall more than one vote be cast with respect to any one Lot. A Lot owner may vote by written proxy, such proxy being invalid after eleven months from the date of its execution, unless otherwise provided in the proxy. Every proxy must bear the date of execution thereof.



SECTION 4: SUSPENSION OF VOTING RIGHTS

The Association shall have the right to suspend the voting rights of any member for any period during which an assessment levied by the Association against the member's Lot remains unpaid, upon the member's violation of any of the covenants and restrictions of Prairie Fields Subdivision or upon the member's violation of any Bylaws of the Association. Notwithstanding the foregoing, no member's voting rights shall be suspended until written notice of such suspension is served upon such member. Such written notice shall be deemed delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the corporation, with postage prepaid. Any voting rights so suspended shall remain suspended until the unpaid assessments are paid in full or until the violation of the covenants and restrictions and/or the By- laws are cured.

ARTICLE II: MEETINGS OF MEMBERS

SECTION 1. ANNUAL MEETING

An annual meeting shall be held on the fourth Thursday of each January for the purpose of electing directors and for the transaction of such other business as may come before the meeting. Notwithstanding the foregoing, the Board of Directors may elect to conduct the election of Board members, and the voting on any other matter by the Members, by ballot rather than holding an actual meeting, pursuant to the procedures set forth in Article II, Section 5 herein.

SECTION 2. SPECIAL MEETINGS

Special meetings of the members may be called either by the President, the Board of Directors, or by the voting members having, in the aggregate, not less than ten percent (10%) of the total votes of the Association, for the purpose or purposes stated in the notice of the meeting.

SECTION 3. PLACE OF MEETING

The Board of Directors may designate any place as the place of the meeting for any annual meeting or for any special meeting called by the board of directors. Any special meeting called by the President or the members shall likewise be held at any place designated in the notice of the meeting as set forth in Article II Section 4 below.

SECTION 4. NOTICE OF MEETING

Written notice stating the place, date, and time of the meeting of members shall be delivered to each member entitled to vote at such meeting not less than ten nor more than ninety (90) days before the date of such meeting. In case of a special meeting, the purpose for which the meeting is called shall be stated in the notice. Such notice may be delivered by any means permitted by the Illinois General Not For Profit Act. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the corporation, with postage prepaid. When a meeting is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place thereof are announced at the meeting at which the adjournment is taken.

SECTION 5. INFORMAL ACTION BY MEMBERS

(a) Any action required to be taken at a meeting of the members of the corporation, or any other action which may be taken at a meeting of members, may be taken without a meeting if a



consent in writing, setting forth the action so taken, shall be signed either: (1) by all the members entitled to vote with respect to the subject matter thereof, or (2) by the members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members entitled to vote were present and voting.

If such consent is signed by less than all the members entitled to vote, then such consent shall become effective only: (1) if at least five days prior to the effective date of such consent, a notice in writing of the proposed action is delivered to all of the members entitled to vote with respect to the subject matter thereof, and (2) if, after the effective date of such consent, prompt notice in writing of the taking of the corporate action without a meeting is delivered to those members entitled to vote who have not consented in writing.

(b) In addition to the procedures for informal action of members in the foregoing subparagraph (a), any action required to be taken at a meeting of the members of the corporation, or any other action which may be taken at a meeting of members, may be taken by ballot without a meeting in writing by mail, e-mail, or any other electronic means pursuant to which the members entitled to vote thereon are given the opportunity to vote for or against the proposed action, and the action receives approval by a majority of the members casting votes (except for the election of the Board of Directors, in which case the candidates on the ballot receiving the most votes for the number of board seats up for election shall be duly and properly elected even where some or all of such candidates received less than a majority of the votes cast) or such larger number as may be required by the Illinois General Not For Profit Corporation Act, the Articles of Incorporation or these Bylaws, provided that the number of members casting votes would constitute a quorum if such action had been taken at a meeting. Voting must remain open for not less than twenty (20) days from the date the ballot is delivered.

Such informal action by members by ballot shall become effective only if, at least fourteen (14) days prior to the effective date of such informal action, a notice in writing by mail, e-mail or any other electronic means of the proposed action is delivered to all of the members entitled to vote with respect to the subject matter thereof.

SECTION 6. FIXING OF RECORD DATE

For the purpose of determining the members entitled to notice of or to vote at any meeting of members, or in order to make a delineation of members for any other proper purpose, the Board of Directors may fix in advance a date as the record date for any such determination of members, such date to be not more than 5 days prior to the meeting. If no record date is fixed, the date on which notice of the meeting is delivered shall be the record date.

SECTION 7. QUORUM

The holders of 10% of the votes which may be cast at a meeting of the corporation, represented in person or by proxy, shall constitute a quorum for consideration of such matter at any meeting of members; provided that, if less than 10% of the votes are represented at said meeting, a majority of the votes represented may adjourn the meeting at any time without further notice.

If a quorum is present, the affirmative vote of the majority of the votes represented at the meeting shall be the act of the members, unless the vote of a greater number is required by the



General Not-For-Profit Corporation Act, the Articles of Incorporation or these Bylaws. Withdrawal of members from any meeting shall not cause failure of a duly constituted quorum at that meeting.

SECTION 8. PROXIES

Each member entitled to vote at a meeting of members or to express consent or dissent to corporate action in writing without a meeting may authorize another person or persons to act for said member by proxy.

SECTION 9. VOTING

Voting on any question or in any election at a meeting of the members may be by voice unless the chairman of the meeting shall order or any member shall demand the voting be by ballot.

ARTICLE III: BOARD OF DIRECTORS

SECTION 1. GENERAL POWERS AND DUTIES

The business and affairs of the Association shall be managed by the Board of Directors. The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the Association.

SECTION 2. NUMBER, TENURE, AND QUALIFICATIONS

The number of directors shall be seven (7). Notwithstanding the foregoing, the initial Board of Directors need not be members of the Association, and at the inception of the Association until such time as control is ceded by the developer, Prairie Fields L.P., an Illinois limited partnership, or its successors or assigns (the "Developer"), to the members of the Association, the board shall consist of three (3) directors.

The term of each of the directors shall be for two (2) years, except for the seven (7) directors elected when control is ceded by the Developer to the members of the Association (the "Initial Seven Director Board"), for which three (3) directors shall have a term of one (1) year, and four (4) directors shall have a term of two (2) years. The terms of the directors of such Initial Seven Director Board shall be randomly determined by the board at the first meeting of such board. Each such term shall expire upon the next annual meeting of members in the year of expiration or until such director's successor shall have been elected and qualified.

Except with respect to the initial Board of Directors as provided in the first paragraph of this Article III, Section 2, elected directors must be voting members of the corporation in good standing (voting rights not suspended) with all dues and assessments fully paid and have, as their primary residence, a dwelling within Prairie Fields Subdivision.

The number of directors may be decreased to not fewer than 5 or increased to any number by amendment to this section. No decrease shall have the effect of shortening the term of any incumbent director.



SECTION 3. REGULAR MEETINGS

A regular annual meeting of the Board of Directors shall be held without other notice than these Bylaws, immediately after, and at the same place as the annual meeting of members. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings of the board without other notice than such resolution.

SECTION 4. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by or at the request of the President or by any two (2) directors.

SECTION 5. NOTICE

Notice of any special meeting of the Board of Directors shall be given at least four (4) days prior thereto by written notice to each director, except that no special meeting of directors may remove a director unless written notice of the proposed removal is delivered to all directors at least twenty (20) days prior to such meeting. Such notice may be delivered by any means permitted by the Illinois General Not For Profit Act. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

SECTION 6. QUORUM

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting to another time without further notice.

SECTION 7. MANNER OF ACTING

The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws. No director may act by proxy on any matter.

SECTION 8. VACANCIES

Any vacancy occurring in the Board of Directors, or any directorship to be filled by reason of an increase in the number of directors, shall be filled by the Board of Directors, unless the Articles of Incorporation, a statute, or these Bylaws provide that a vacancy or directorship so created shall be filled in some other manner. A director elected or appointed to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

SECTION 9. RESIGNATION AND REMOVAL OF DIRECTORS

A director may resign at any time upon written notice to the Board of Directors. A director may be removed with or without cause, as specified by statute.

SECTION 10. INFORMAL ACTION BY DIRECTORS

The authority of the Board of Directors may be exercised without a meeting if a consent in writing, setting forth the action taken, is signed by all the directors entitled to vote.



SECTION 11. COMPENSATION

The directors of the corporation shall serve without compensation.

SECTION 12. PRESUMPTION OF ASSENT

A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporation matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting, or unless he or she shall file his or her written dissent to such action with the person acting as secretary of the meeting before the adjournment thereof. Such rights to dissent shall not apply to a director who voted in favor of such action.

SECTION 13. CHAIRMAN

At all meetings of the Board of Directors, the President or, in his/her absence, the Vice President, or in the absence of both, a chairman chosen by the Directors present, shall preside.

SECTION 14. DUTIES OF THE BOARD

The Board of Directors shall have the powers necessary for the administration of the affairs of the corporation and may do all such acts and activities as are not directed to be exercised and done by the members. The Board of Directors is empowered to:

- a. Arrange for the care and upkeep of the commons areas;
- b. Levy and collect the annual assessments and any special assessments hereinafter provided for from the members;
- c. Take action on all matters that come before the Board;
- d. Take direction from the membership for any other action resulting in the betterment of the subdivision;
- e. Accept and disburse funds in accordance with Article VI of these Bylaws and in accordance with the annual budget and amendments thereto;
- f. Prepare a summary of the accomplishments for the year, including a summary of fiscal expenditures and promulgate these reports to the members of the Association;
- g. Prepare a budget for the next fiscal year for submission to the membership;
- h. Enforce any and all covenants, restrictions, agreements, and rules and regulations adopted by the corporation, and adopt or amend rules and regulations;
- i. Regulate, plan, arrange for and approve all landscaping, improvements, erosion control, aesthetic and architectural issues, usage of the commons areas, and all questions concerning maintenance, repair, improvements, changes, or additions to the commons areas;
- j. Secure such insurance as may be, in the opinion of the Board of Directors, necessary or advisable; and
- k. Designate and dismiss personnel necessary for the accomplishment of the purposes of the Association.

Nothing herein shall be construed to impose any duty on the Board of Directors, collectively or individually, to provide supervision, maintenance, repair, improvements, life safety protection, or lifeguard service, or any other particular action with respect to the commons areas. The Board shall have no duty to any member, their family members, or guests for supervision or surveillance of the commons areas or any activity conducted, or condition located, thereon.



ARTICLE IV: OFFICERS

SECTION 1. OFFICERS, ELECTION AND TERM OF OFFICE

The officers of the Association shall include a President, a Vice President, a Secretary, and a Treasurer. All officers shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors, and they shall take office immediately after election. All officers shall be voting members of the Association in good standing (voting rights not suspended) with all dues and assessments fully paid. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Each officer shall hold office until his or her successor shall have been duly elected.

SECTION 2. PRESIDENT

Subject to the direction of the Board of Directors, the President shall be the Chief Executive Officer of the Association, and shall perform such other duties as from time to time may be assigned to him/her by the Board. He or she shall see that the resolutions and directives of the Board of Directors are carried into effect, and in general, he or she shall discharge all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors. He or she shall preside at all meetings of the members and Board of Directors. The President shall be an ex officio member of all committees.

He or she may execute for the corporation any contracts, deeds, mortgages, bonds, or such other instruments which the Board of Directors has authorized to be executed, and he or she may accomplish such execution either under the seal of the corporation and either individually or with the secretary or any other officer authorized by the Board of Directors.

SECTION 3. VICE PRESIDENT

The Vice President shall have such power and perform such duties as may be assigned to him by the Board of Directors or the President. In case of the absence or disability of the President, the duties of that officer shall be performed by the Vice President.

SECTION 4. SECRETARY

The Secretary shall keep the minutes of all proceedings of the Board of Directors and of all committees and the minutes of the annual meetings and special meetings of the members, as well as the corporate seal and such books and papers as the Board may direct, and shall in general perform all the duties incident to the office of the Secretary, subject to the control of the Board of Directors and the President. The Secretary shall also perform such other duties as may be assigned to him by the President or by the Board. The Secretary may assign his or her responsibility to take the minutes of all board proceedings, committee meetings and/or annual and special meetings of the members, to any other person, so long as such other person is willing and able to fulfill such duties on behalf of the Secretary.

SECTION 5. TREASURER

The Treasurer shall be the principal accounting and financial officer of the corporation. The Treasurer shall have the custody of all the receipts, disbursements, funds and securities of the Association and shall perform all duties incident to the office of the Treasurer, subject to the



control of the Board of Directors and the President. He shall perform such other duties as may from time to time be assigned to him by the Board or the President. If required by the Board, he shall give a bond for the faithful discharge of his duties in such sum as the Board may require. Any check for an expenditure in excess of \$1,000.00 must be signed by the Treasurer and counter-signed by the President, except that all expenditures, of any amount, approved in advance by the Board of Directors shall not require counter-signatures by the President.

SECTION 6. SUBORDINATE OFFICERS

The President, with the approval of the Board of Directors, may appoint such other officers, agents and committee chairman as the Board may deem necessary, who shall hold office during the period prescribed by the Board, and who shall have such authority and perform such duties as from time to time may be prescribed by the Board.

SECTION 7. REMOVAL

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interest of the corporation would be served thereby.

SECTION 8. SALARIES

The officers of the corporation shall serve without compensation.

SECTION 9. COMMITTEES

The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more committees, which may be prescribed by the Board. There shall be at least one (1) Director on each committee at all times. Each member of a committee shall continue as such until the next annual meeting of the members of the Association and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof. The Prairie Fields Subdivision Architectural Control Committee shall not be subject to control of the Association and shall operate independently of these Bylaws, in accordance with the covenants and restrictions for Prairie Fields Subdivision.

ARTICLE V: LOSS OF PROPERTY

Neither the Board of Directors nor any member of any committee designated by the Board of Directors shall be liable or responsible for the destruction or the loss of or damage to the property of any member or the guest of any member, or visitor, or other person.

ARTICLE VI: MAINTENANCE AND SPECIAL ASSESSMENTS

SECTION 1. CREATION OF ASSESSMENTS

The Board of Directors shall have the right and power to subject the property situated in all phases of Prairie Fields Subdivision, except public streets, ways and parks, to an annual maintenance assessment and to special assessments.



Each year, the Board of Directors shall estimate the total amount necessary to pay the cost of wages, material, insurance, services and supplies which will be required during the ensuing fiscal year for the rendering of all services, together with a reasonable amount considered by the Board to be necessary for a reserve for contingencies and replacements, and shall notify each owner in writing as to the amount of such estimate, with reasonable itemization. The failure or delay of the Board to prepare or serve the estimate on the owner shall not constitute a waiver or release of the owner's obligation to pay the costs and necessary reserves whenever the same shall be determined.

In connection therewith, commencing May 1, 2009, and on each May 1 thereafter, each owner of a Lot in Prairie Fields Subdivision shall be assessed an annual maintenance charge against his Lot or Lots in an amount determined by the Board of Directors, and such annual maintenance assessment shall be used by the Association to create and continue a maintenance fund to be used by the Association as hereinafter stated. The assessment charge shall be due and payable to Prairie Fields Homeowners Association within thirty (30) days after written notice of such assessment is mailed by the Association and will be delinquent when not paid within thirty (30) days after it becomes due.

Notwithstanding anything in these Bylaws to the contrary, the owner of each Lot shall be charged with the same annual maintenance assessment, regardless of whether such Lot consists of a zero-lot line unit or otherwise.

The annual maintenance assessment may be adjusted from year to year by the Board of Directors as the needs of the common areas in its judgment may require.

SECTION 2. SPECIAL ASSESSMENTS

Special Assessments may be levied by the Board of Directors, upon notice to the owners, to pay for capital improvements authorized by the members or to supplement any reserve established by the annual maintenance assessment. Extraordinary expenditures not originally included in the annual estimate which may become necessary during the year shall be charged first against such reserve. If the estimated cash requirements prove inadequate for any reason, including nonpayment of any owner's assessment, the Board may at any time levy such further assessment. Any such notice of special assessments to owners shall provide the amount of such special assessments and the reasons and purposes therefore.

Notwithstanding anything in these Bylaws to the contrary, the owner of each Lot shall be charged with the same special assessment, regardless of whether such Lot consists of a zero-lot line unit or otherwise.

SECTION 3. USE OF MAINTENANCE ASSESSMENTS

The maintenance fund may be used:

(a) For lighting, improving and maintaining the common areas, the common area easements, and dedicated right of way areas maintained for the general use of the owners and occupants of land included in Prairie Fields Subdivision;



(b) For operating and maintaining any storm-water drains and detention basins now or hereafter constructed in Prairie Fields Subdivision that are not or will not be under the direct supervision of the Village of Savoy, the State of Illinois, or any drainage district; and

(c) For doing any other things necessary or desirable, in the opinion of the Board of Directors, to keep the property commons neat and in good order and which in the opinion of the Board of Directors may be of general benefit to the owners or occupants of the land included in such subdivision.

SECTION 4. CREATION OF LIEN AND PERSONAL OBLIGATION OF ASSESSMENTS

The Association shall have a continuing lien on each Lot in Prairie Fields Subdivision to secure the payment of maintenance or special assessments due and to become due, and the record owners of such Lots shall be personally liable for all maintenance or special assessments.

Upon reasonable demand, the Association shall furnish to any owner or mortgagee or person interested a statement showing the amount of any unpaid assessment charges against any Lot or Lots.

SECTION 5. NON-PAYMENT OF ASSESSMENTS

If any regular maintenance or special assessment is not paid on the date when due, then such assessment shall become delinquent and shall, together with such interest thereon and costs of collection including reasonable attorney's fees as hereinafter provided, thereupon become a continuing lien on the property and an equitable charge running with the land touching and concerning it, which shall bind upon property in the hands of the then owner, his grantees, heirs, devisees, administrators, executors, legal representatives, assigns and successors, and the limitation thereof shall coincide with the statutory limitation of the State of Illinois for an enforcement of written agreements. If title to a Lot is held by an Illinois Land Trust, the Trustee shall not have any personal liability for the assessment, but all beneficiaries of the Trust shall be jointly and severally so liable. In the event title to a Lot is held by more than one owner, all owners shall be jointly and severally liable. The lien shall attach to rents due from parties in possession to the record owners, provided that it shall be subordinate to an assignment of rents held by a mortgagee delivered in connection with the first mortgage loan to purchase the property.

If the assessment is not paid within 30 days after the delinquency date, the assessment shall bear interest from the date of delinquency at the lesser of eighteen percent (18%) per annum or the maximum rate of interest per annum permitted by the usury laws of the State of Illinois, and the Association may bring an action at law against the owner personally obligated to pay same or to foreclose the lien against the property and there shall be added to the amount of such assessment all the costs of preparing and filing the complaint and maintaining and concluding such action, including the costs of the title reports, court costs and reasonable attorneys' fees, and in the event a personal judgment or decree of foreclosure is obtained, such judgment decree shall include interest on the assessment as above provided, court costs and reasonable attorneys' fees to be fixed by the court together with all costs of the action. The venue for all legal actions shall be in



Champaign County, Illinois. The persons in possession shall be authorized to accept the summons for the owners of the Lot.

No owner may waive or otherwise escape liability for the assessments provided for herein for any reason. In the event that title to any Lot is conveyed to a land trust, upon the demand of the Association, the Trustee shall furnish the Association with a certified copy of the trust agreement and any amendments thereto, so that the Association shall be advised of the identity of the beneficiaries entitled to vote and who will be personally liable for the regular and special assessments.

ARTICLE VII: CONTRACTS, CHECKS, DEPOSITS AND GIFTS

SECTION 1. CONTRACTS

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS, ETC.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. Notwithstanding the foregoing, any check for an expenditure in excess of \$1,000.00 must be signed by the Treasurer and counter-signed by the President, except that all expenditures, of any amount, approved in advance by the Board of Directors shall not require counter-signatures by the President.

SECTION 3. DEPOSITS

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the board of directors may select.

SECTION 4. GIFTS

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any specific purpose of the corporation.

ARTICLE VIII: BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members. The Board of Directors shall keep a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his agent or attorney, for any purpose by appointment with the acting secretary.



ARTICLE IX: NOTICE

SECTION 1. NOTICE

Whenever, according to these Bylaws, a notice shall be required to be given to any member or Director, such notice may be given, and shall be deemed delivered, in any manner permitted by the Illinois General Not For Profit Act, including but not limited to (a) notice given in writing by depositing the same in a post office in Champaign County, Illinois addressed to such member or Director at his, her or its address as the same appears on the books and records of the Association, with sufficient first-class postage prepaid thereon, or (b) notice given and transmitted by electronic means to the e-mail address, facsimile number, or other contact information appearing on the records of the Association.

SECTION 2. WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the provisions of the Illinois General Not-For-Profit Corporation Act, a waiver thereof in writing, signed by the person or persons entitled to such notice whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE X: AMENDMENTS

The provisions of these Bylaws may be amended, modified, or rescinded by an instrument in writing setting forth such amendment, modification, or rescission, certified by the Secretary. Such amendment, modification, or rescission shall be approved by the unanimous vote of the Board of Directors at a Directors' meeting called for the purposes of amending, modifying or rescinding these Bylaws.

ARTICLE XI: CORPORATE OFFICES AND FISCAL YEAR

SECTION 1. OFFICES

The corporation shall continuously maintain in the State of Illinois a registered office, and a registered agent whose business office is identical with such registered office and may have other offices within the state.

SECTION 2. FISCAL YEAR

The fiscal year of the corporation shall be fixed by resolution of the Board of Directors. The fiscal year shall be defined as and equal to one calendar year.

ARTICLE XII: INDEMNIFICATION

The corporation shall indemnify any person who is a party or is threatened to be made a party to any suit or proceeding by reason of the fact that he is or was a member, director, officer, employee or agent of the corporation, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to the best interest of the



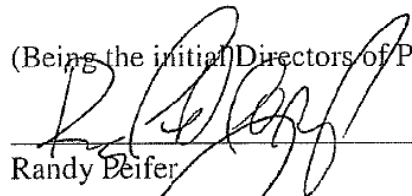
corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the corporation or, with respect to any criminal action or proceeding, that the person had reasonable cause to believe that his or her conduct was unlawful.

ARTICLE XIII: AMENDMENTS TO GENERAL NOT FOR PROFIT CORPORATION ACT

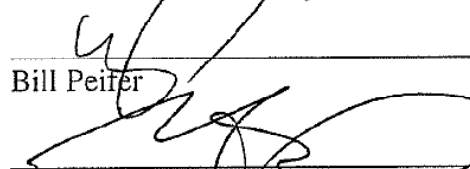
In the event the Illinois General Not For Profit Corporation Act is amended after the adoption of these Bylaws in a manner which makes these Bylaws conflict with the Illinois General Not For Profit Corporation Act, these Bylaws shall be deemed to be amended to comport with such conflicting provisions of the amended General Not For Profit Corporation Act.

IN WITNESS WHEREOF, these Bylaws were approved and adopted by a meeting of the Board of Directors of the Association held on the 31st day of January, 2008.

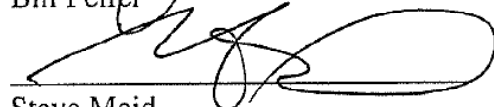
(Being the initial Directors of Prairie Fields Homeowners Association)



Randy Peifer



Bill Peifer



Steve Meid