

**AMENDED AND RESTATED BYLAWS
OF
HARMONY MARKET OWNERS ASSOCIATION**

**ARTICLE 1
NAME & PRINCIPAL OFFICE**

The name of this corporation is Harmony Market Owners Association, hereinafter called the "Association." The principal office of the Association is presently c/o Mountain 'n' Plains Property Management, Inc., 920 S. Taft Hill Road, Fort Collins, Colorado 80521. Different principal offices may be established from time to time by resolution of the Board of Directors.

**ARTICLE 2
DEFINITIONS**

Defined terms used but not defined herein shall have such meaning as is ascribed to them in the Articles of Incorporation of the Association or in the Amended and Restated Declaration of Establishment of Protective Covenants, Conditions, and Restrictions and Grants of Easement recorded with the Clerk and Recorder of Larimer County, Colorado on December 7, 1992 at Reception No. 92078372 (as subsequently amended) (the "Declaration"). The term "Bylaws" means these Amended and Restated Bylaws.

**ARTICLE 3
MEETINGS OF MEMBERS**

3.1 Annual Meeting. Meetings of the Members shall be held annually at such time and place as the Board of Directors may decide. Notice of each annual meeting shall be sent to each Member at least fifteen (15) days prior thereto.

3.2 Special Meetings. Special meetings of the Members may be called by the President at any time, either upon the order of the Board of Directors or at the discretion of the President, or upon the written request of Members holding at least 25% of the total votes allocated to the Members under Article V of the Articles of Incorporation. Notice of each such meeting, stating the purpose of the meeting, shall be sent to each Member at least fifteen (15) days prior thereto.

3.3 Voting/Delegates. Members shall be entitled to cast the number of votes as determined in accordance with Article V of the Articles of Incorporation. Any Member whose assessments have been paid in full and who is not in material violation of these Bylaws, the Articles of Incorporation, or the Declaration may be represented at any meeting by any number of duly appointed delegates. If a Member duly appoints one or more delegates, that Member's votes shall be cast by the authorized delegate (if one delegate has been appointed) or by one of the authorized delegates (if more than delegate has been appointed).

