

BYLAWS OF THE HUNTERS GREEN CLUSTER ASSOCIATION, INC.

Article I. Offices:

The principal office of the Corporation in the Commonwealth of Virginia shall be located in the County of Fairfax. The Corporation may have other offices within the County of Fairfax, as the directors may from time to time determine.

The Corporation shall have and continuously maintain in the Commonwealth of Virginia a registered office and a registered agent whose office is identical with such registered office, as required by the Virginia Non-Stock Corporation Act. The address of the registered office and the registered agent may be changed from time to time by the directors and the registered office may be, but need not be, identical with the principal office of the Corporation in the Commonwealth of Virginia.

Article II. Members:

Section 1. Membership In the Corporation:

The following shall be members of the Corporation:

(A) Gulf Reston, Inc., a Delaware corporation which, together with any successor to all or substantially all its business of developing the community of Reston, is referred to herein as the "Developer of Reston", and

(B) All persons owning of record any dwelling unit on the property shown within Hunters Green Cluster on the plat attached to the Deed of Dedication, or on any Subsequent Plat filed pursuant to the Deed of Dedication (hereinafter referred to as the "Property") (except a person taking title as security for the payment of money or the performance of an obligation).

No person (other than the Developer of Reston) shall be a member of the corporation after he ceases to be the owner of record of any dwelling unit on the property.

The directors of the Corporation may, after affording the member an opportunity to be heard, suspend any person from membership in the corporation during any period of time when there exists a violation of any of the provisions of the Deed of Dedication (including, but not limited to, the failure to make any payment to the corporation when due and payable under the terms of the Deed of Dedication) with respect to the dwelling unit he owns or when he is in violation of any rule or regulation adopted by the corporation with respect to the Property.

Each member of the Corporation, by becoming such, agrees that he shall be personally responsible for the payment of the charges created under the Deed of

Dedication with respect to the dwelling unit he owns and for compliance by himself, his family, guests, and invitees, with the provisions of the said Deed and the rules and regulations adopted by the Corporation with respect to the Property.

Furthermore, notwithstanding any provisions of these By-laws relating to suspension of members of the Corporation, each member of the Corporation also agrees that he shall be personally liable for any and all costs incurred by himself and by the Corporation, including attorneys' fees, as the result of any action, suit or claim brought against any resident, guest, invitee or tenant of his dwelling by the Corporation for failure to meet the responsibilities and obligations to the corporation as set forth in the Deed of Dedication and the rules and regulations adopted by the Corporation with respect to his property.

The qualifications set forth herein for membership in the Corporation shall be the only qualifications for such membership.

Section 2. Voting Rights:

The members of the Corporation shall have the right to vote on all matters properly placed before the membership of the Corporation for a vote in accordance with the provisions of these By-laws. Each member of the Corporation, provided that he resides in the dwelling unit with respect to which he is entitled to vote, shall have one vote, except that if any dwelling unit on the property is owned of record in joint tenancy or tenancy-in-common, or in any other manner of joint or common ownership, such owners shall collectively be entitled also to only one vote. Such vote shall be exercised only by the unanimous action or consent of the owners of record of such dwelling unit who are entitled to vote with respect thereto. Voting by proxy is expressly prohibited.

Article III. Meeting of Members:

Section 1. Annual Meeting:

The first annual meeting of the members shall be held in 1972 and shall be held in that year and thereafter on the first Tuesday in December at the hour of 8 p.m. for the purpose of electing directors and/or for the transaction of such other business as may come before the meeting. If the date fixed for the annual meeting shall be a legal holiday in the place where the meeting is to be held, such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the day designated herein for the annual meeting or at any adjournment thereof, or pursuant to Section 5 hereof, the Board of Directors shall cause the election to be held at a special meeting of the members held as soon thereafter as conveniently may be.

The annual budget of the Corporation shall be placed before the membership at the

annual meeting, or at any special meeting called for that purpose, for its consideration and approval. The membership shall, at such meetings, have the right to alter, amend, increase or reduce the annual budget. Should the Directors recommend a change in the annual budget or annual dues during a budget year, the membership shall approve, amend, or reject such recommendation at a special meeting of the membership called by the President or the Directors as soon as practically possible after the recommendation is made.

Section 2. Special Meetings:

Special meetings of the members may be called by the President, the Board of Directors or members of the Corporation holding not less than one-fifth of the votes.

Section 3. Place of Meeting:

The Board of Directors may designate any place within the County of Fairfax as the place for any annual or special meeting called by the Board of Directors and the President may designate any place within or without the State of Virginia as the place of meeting for any special meeting called by him. If no designation is made or if a special meeting be called by the members of the Corporation, the place of meeting shall be the principal office of the corporation.

Section 4. Notice of Meetings:

The Corporation shall publish notice of any annual or special meeting of members in the manner provided by law. 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 also be mailed or delivered not less than ten or more than fifty days before the date of the meeting, except as otherwise specified by law, either personally or by mail, by or at the direction of the President or the Secretary or the person calling the meeting, to each member of the Corporation at his address as shown on the records of the Corporation. A member may, in writing signed by him, waive notice of any meeting before or after the date of meeting stated therein. Failure to mail or deliver any notice to any member shall not affect the validity of the published notice.

Section 5. Informal Action by Member:

Any action required or permitted by law to be taken at a meeting of the members of the Corporation may be taken without a meeting, if a consent in writing setting forth the action so taken shall be signed by all of the members of the Corporation.

Section 6. Quorum and Manner of Acting:

Members holding one-fifth of the total votes shall constitute a quorum at any

meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice. The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the members, unless the act of a greater number is required by law, or by the Articles of Incorporation of the Corporation, or by these by-laws.

Section 7. Conduct of Meetings:

The Directors may make such regulations as they deem advisable for any meeting of members, in regard to proof of membership in the Corporation, evidence of the right to vote, the appointment and duties of inspectors of votes, and such other matters concerning the conduct of the meeting as they shall deem fit. Such regulations shall be binding upon the Corporation and its members.

Article IV. Directors:

Section 1. General Powers:

The affairs of the Corporation shall be managed by its Directors in accordance with the provisions of the By-laws. The Directors or officers of the Corporation shall not except as otherwise provided by law, by the Articles of Incorporation or by these By-laws, take action to significantly alter or change common grounds without obtaining approval of the general membership. (At a meeting for which the notice thereof specifies the proposed significant alteration or change. The quorum at such meeting shall be 40 percent of the then qualified membership. If a 40 percent quorum is not achieved, then notice may be given of a second meeting on the proposed change or alteration to be held not less than 7 days subsequent to the meeting which shall have failed for lack of a quorum. The notice of said meeting shall reference the prior meeting, the lack of a quorum, and the prior notice. At this subsequent meeting, a 20 percent quorum shall be sufficient to act on the proposed change or alteration. The provisions of the foregoing shall also apply to any proposal to borrow more than \$1,000.00 to be repaid in less than 11 months.)

Section 2. Number and Tenures:

The number of Directors shall be five. The length of the initial term of each of the Directors constituting the initial Board of Directors shall be as set forth in paragraph 6 of the Articles of Incorporation. The first election of Directors by the members of the Corporation shall be held at the annual meeting of the members in 1972. The Directors elected by the members after the initial election of Directors shall be elected for a term of three years, and until their respective successors are elected. Any vacancy occurring in the initial or any subsequent Board of Directors shall be filled at a special meeting of annual meeting of the membership by the affirmative vote of a majority of those attending in accordance with Article III,

Section 6 of these Bylaws. Any Director elected to fill a vacancy shall serve as such until the expiration of the term of the Director, the vacancy in whose position he was elected to fill.

Section 3. Regular Meetings:

A regular annual meeting of the Board of Directors shall be held on the day following the annual meeting of members at such time and place, within the County of Fairfax, Virginia as may be specified in the notice thereof. If the date fixed for the regular annual meeting shall be a legal holiday in the place where the meeting is to be held, such meeting shall be held on the next succeeding business day. The Board of Directors may provide by resolution the time and place, within the County of Fairfax, Virginia, for the holding of additional (monthly) 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 any two Directors. The person or persons authorized to call special meetings of the Board may fix any place within the County of Fairfax, Virginia, as the place for holding any special meeting of the Board called by them.

Section 5. Notice:

Notice of any meeting of the Board of Directors for the holding of which notice is required shall be given at least two days previous thereto by written notice delivered personally or sent by mail or telegram to each Director at his address as shown on the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may, in a writing signed by him, before or after the time of meeting stated therein, waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law, by the Articles of Incorporation of the Corporation, or by these By-laws.

Section 6. Quorum:

Except as otherwise provided by law or by the Articles of Incorporation of the Corporation, or by these By-laws, a majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the

Directors present may adjourn the meeting from time to time without further notice.

Section 7. Manner of Action:

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 law, or by the Articles of Incorporation of the Corporation or by these By-laws.

Section 8. Compensation:

Directors shall not receive from the Corporation any salaries, loans, gifts or anything of value for their services as Directors or in any other capacity.

Section 9. Informal Action by Directors:

Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the Directors.

Article V. Officers:

Section 1. Officers:

The officers of the Corporation shall be President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, and a Treasurer. The Board of Directors may elect such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time by the Board of Directors. Any two or more offices may be held by the same person, excepting the offices of President and Secretary. The President shall be a Director of the Corporation. Other officers may be, but need not be, Directors of the Corporation.

Section 2. Election, Term of Office and Vacancies:

The officers of the Corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected. A vacancy in any office arising because of death, resignation, removal, or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

Section 3. Removal:

Any officer may be temporarily removed by the Board of Directors whenever, in its judgment, the best interests of the Corporation will be served thereby. Such removal shall become final only upon an affirmative vote by a majority of the members present at a special meeting or annual meeting, in accordance with Article III, Section 6 of the By-laws.

Section 4. Powers and Duties:

The officers of the Corporation shall, except as otherwise provided by law, by the Articles of Incorporation of the Corporation, by these By-laws, or by the Board of Directors, each have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may from time to time be specifically conferred or imposed by the Board of Directors. The President shall be the Chief Executive Officer of the Corporation.

Article VI. Committees:

Section 1. Committees of Directors:

The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more committees, each of which shall consist of two or more Directors, which committees, to the extent provided in the resolution, shall have and exercise the authority of the Board of Directors in the management of the affairs of the Corporation, provided, however, that no such committee shall have the authority of the Board of Directors to approve an amendment to the Articles of Incorporation of the Corporation.

Section 2. Other Committees:

Other committees not having and exercising the authority of the Board of Directors in the management of the affairs of the Corporation may be designated by a resolution adopted by the Board of Directors, to perform such duties and to have such powers as may be provided in the resolution.

Section 3. Rules:

Each committee may adopt rules for its own government not inconsistent with the terms of the resolution of the Board of Directors designating the committee or with rules adopted by the Board of Directors.

Article VII. Certificates of Membership:

Section 1. Certificates of Membership:

The Board of Directors may provide for the issuance of certificates evidencing

membership in the Corporation, which shall be in such form as may be determined by the Board. Such certificates shall be signed by the President or a Vice President and by the Secretary or an Assistant Secretary and shall be sealed with the Seal of the Corporation. All certificates evidencing membership shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefor upon such terms and conditions as the Board of Directors may determine.

Article VIII. Seal:

The Board of Directors shall provide a corporate Seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation, the year of its incorporation, and the words, "Corporate Seal - Virginia".

Article IX. Amendments:

These By-laws may be altered, amended, or repealed and new By-laws may be adopted by the affirmative vote of a two-thirds majority of the members present at a special meeting or annual meeting, as long as a quorum is present. (The notice and quorum of such meeting shall be as set forth in Article IV, Section 1, above.)

Article X. Animal Control:

In accordance with the Fairfax County Leash Law, the Corporation authorizes the Fairfax County Animal Control personnel to enter, either on call or by patrol, any Cluster property to enforce the County ordinances on animal control. The following are excerpts of the Fairfax County Leash Law. "It is against the law to allow animals to run at large on public property or private property of others. Dogs must be restrained by a dependable leash and controlled by a responsible person when off the property of the owner." (Code section 41-2-5) "It is against the law to allow animals to trespass on, destroy or damage another persons' property. Animals must not make loud and objectionable noises, or be kept in such a manner as to cause unsanitary conditions." (Code sections 41-1, 41-2-7, 41-2-8)

Article XI. Vehicle Parking:

Section 1. Prohibited Vehicles:

The following types of vehicles are prohibited from parking on Cluster property.

(A) Vehicles failing to display any of the following: current Virginia state licence tags, current Fairfax County stickers, and current Virginia inspection stickers. Active duty military personnel may display current license tags from their home state of record instead of Virginia tags.

- (B) Vehicles which are not operable, or are leaking gasoline, oil, or other fluids.
- (C) Commercial or other oversized vehicles such as tractor trailers, dump trucks, and construction equipment.
- (D) Recreational vehicles (RV's), except those used daily, and do not require more than one auto-sized parking space.
- (E) Trailers (e.g., u-haul, camping, horse, boat), boats, mobile homes and campers except on a single-night basis before or after a trip on which it is used.
- (F) Any vehicle of 10,000 pounds, or more, Gross Vehicle Weight (GVW) as stated in the vehicle manufacturer's information material or the NADA used car and truck guide and pricing book.
- (G) Any vehicle that does not qualify for a Virginia passenger vehicle license plate.
- (H) Any vehicle not registered to the occupants of a cluster dwelling unit. Parking is limited to two (2) vehicles per dwelling unit when the dwelling unit is occupied by persons other than the owner or his or her relatives.

By unanimous vote, the Board of Directors can authorize a single-case exception to the provisions of this Section.

Section 2. Location:

Vehicles must be parked in paved areas designated for parking, and cannot be parked on the sidewalks or on unpaved areas of the common ground. In those areas where the curbs are marked, vehicles must be parked perpendicular to the curb and evenly as possible between two adjacent curb markers.

Section 3. Enforcement:

A vehicle in violation of this Article shall be subject to being towed. The Board shall give written notice, posted on the vehicle, that if said vehicle is not brought into compliance or removed from the Cluster within six (6) days of the posting of the notice, the vehicle will be towed from the Cluster at the owner's expense. Exception to this section may be made for short-term guests or overnight emergencies, subject to approval of the Board of Directors.