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COLONY HILL

Situate in the State of Ohio, County of Franklin, City of Columbus, Virginia Military Survey No. 1279, and being part of a 19.977 acre tract conveyed to Columbia Properties, Inc. by deed of record in Deed Book 3236, Page 218, Recorder's Office, Franklin County, Ohio, and being particularly described as follows:

Beginning at a point in the northerly line of said 19.977 acre tract, said point being S.66°15'25"W., 319.31 feet from the centerline of Hague Avenue;

Thence S.21°21'15"E., 314.61 feet to a point in the northerly line of La Vista Drive;

Thence with a curve to the right having a radius of 1970.00 feet, the chord of which bears S.72°51'00"W., a chord distance of 294.55 feet to a point of compound curve;

Thence continuing with a curve to the right having a radius of 770.00 feet, the chord of which bears S.83°17'20"W., a chord distance of 165.00 feet to a point;

Thence N.00°33'35"W., 30.00 feet to a point;

Thence S.89°26'25"W., 20.00 feet to a point;

Thence N.00°33'35"W., 45.00 feet to a point;

Thence N.89°26'25"E., 20.00 feet to a point;

Thence N.00°33'35"W., 31.00 feet to a point of curve;

Thence with a curve to the left having a radius of 10.00 feet, the chord of which bears N.45°33'35"W., a chord distance of 14.14 feet to a point of tangent;

Thence N.00°33'35"W., 132.32 feet to a point in the northerly line of said 19.977 acre tract;

Thence N.66°15'25"E., 374.86 feet to the place of beginning containing 2.796 acres.

P. E. MARTIN & ASSOCIATES, INC.

Robert M. Spencer

Robert M. Spencer
Registered Surveyor #4108

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BY-LAWS
OF
COLONY HILL ASSOCIATION SECTION TWO
(An Ohio Corporation Not For Profit)

ARTICLE I

PLAN OF CONDOMINIUM OWNERSHIP

Section 1. Condominium Ownership. The project, located in the City of Columbus, Franklin County, State of Ohio, known as "COLONY HILL SECTION TWO", is submitted to the provisions of Chapter 5311, Revised Code of Ohio.

Section 2. By-Laws Applicability. The provisions of these By-Laws are applicable to the project. (The term "project" as used herein shall include the land).

Section 3. Personal Application. All present or future owners, tenants, future tenants, or their employees, or any other person that might use the facilities of the project in any manner, are subject to these By-Laws and to the recorded Declaration Establishing A Plan of Condominium For Colony Hill Condominium Section Two (hereinafter called "Declaration").

The mere acquisition or rental of any of the residence units (hereinafter referred to as "units") of the project or the mere act of occupancy of any of said units will signify that these By-Laws are accepted, ratified, and will be complied with.

ARTICLE II

VOTING, MAJORITY OF OWNERS, QUORUM, PROXIES

Section 1. Membership and Voting. The membership and voting rights of members shall be as follows:

(a) Every person or entity who is a record owner of a condominium residence unit in Colony Hill Condominium Section Two shall be a member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of a residence unit.

(b) Each member of the Corporation, other than the Class B member as defined in paragraph (c) of this Article, shall be a Class A member and entitled to one vote for each residence unit owned. When more than one person or entity owns a residence unit, all such persons or entities shall be members and the vote for each residence unit shall be exercised as they among themselves determine provided that there shall be no more than one vote for each residence unit.

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(c) Columbia Properties, Inc., owner and developer of the real property submitted to condominium ownership in accordance with the Plan Of Condominium For Colony Hill Condominium Section Two, shall be a special Class B member of the Corporation until October 1, 1976, or until 27 residence units (75% of the total number of residence units built on the condominium property) are owned by Class A members, whichever event first occurs, and entitled to exercise three votes for each residence unit (of the total of 36 residence units) unsold to a Class A member. On October 1, 1976, or the earlier occurrence of the sale of 27 residence units to Class A members, the Class B membership shall cease and be converted to a Class A membership.

Section 2. Majority of Owners. As used in these By-Laws, the term "majority of owners" shall mean those owners holding 51% of the total votes of all members.

Section 3. Quorum. Except as otherwise provided in these By-Laws, the presence in person or by proxy of a "majority of owners", as defined in Section 2 of this Article, shall constitute a quorum.

Section 4. Proxies. Votes may be case in person or by proxy. Proxies must be filed with the Secretary before the appointed time of each meeting.

ARTICLE III

ADMINISTRATION

Section 1. Corporate Responsibilities. The owners of the units will constitute the Membership of the Corporation (herein referred to as "Membership"). The Membership, acting by and through its Board of Trustees, elected as hereinafter provided, will have the responsibility of administering the project, approving the annual budget, establishing and collecting monthly assessments and arranging for the management of the project.

Section 2. Place of Meetings. Meetings of the Membership shall be held at the principal office of the project or such other suitable place convenient to the owners as may be designated by the Board of Trustees.

Section 3. Annual Meetings. The first annual meeting of the Membership shall be held on November 1, 1974. Thereafter, the annual meetings of the Membership shall be held on the 1st day of November each succeeding year. At such meetings there shall be elected by ballot of the owners a Board of Trustees in accordance with the requirements of Section 5 of Article IV of these By-Laws. The owners may also transact such other business of the Corporation as may properly come before them.

Section 4. Special Meetings. It shall be the duty of the President to call a special meeting of the owners as directed by resolution of the Board of Trustees or upon a petition signed by a majority of the owners and presented to the Secretary. The notice of any special meeting shall state the time and place of such meeting and the purpose

thereof. No business shall be transacted at a special meeting except as stated in the notice unless by consent of four-fifths of the owners persent, either in person or by proxy.

Section 5. Notice of Meetings. It shall be the duty of the Secretary to mail a notice of each annual or special meeting, stating the purpose thereof as well as the time and place where it is to be held, to each owner of record, at least 5 but not more than 10 days prior to such meeting. The mailing of a notice in the manner provided in this Section shall be considered notice served.

Section 6. Adjourned Meetings. If any meeting of owners cannot be organized because a quorum has not attended, the owners who are present, either in person or by proxy, may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called.

Section 7. Order of Business. The order of business at all meetings of the owners of units shall be as follows:

(a) Roll call.
(b) Proof of notice of meeting or waiver of notice.
(c) Reading of minutes of preceding meeting.
(d) Reports of officers.
(e) Report of committees.
(f) Election of inspectors of election.
(g) Election of Trustees.
(h) Unfinished business.
(i) New business.

ARTICLE IV

BOARD OF TRUSTEES

Section 1. Number and Qualification. The affairs of the Corporation shall be governed initially by a Board of Trustees composed of three persons whose names and addresses are as follows:

Sydney H. Levine	2690 Sherwood Road, Columbus, Ohio 43209
L. J. Phillips	2644 Tareytown Drive, Grove City, Ohio 43123
Roger W. Murphy	1915 Tamarack Circle South, Apt. 104, Columbus, Ohio 43229

Such initial trustees shall hold office until November 1, 1974 or until the earlier sale by Declarant of 27 residence units or until their earlier resignation, death or removal by Declarant. Any vacancy may be filled by Declarant.

On November 1, 1974, or the sale by Declarant of 27 residence units, the membership of the Board of Trustees shall be increased to nine members who shall be elected by the Members of the Association (which meeting shall constitute the first annual meeting) in accordance with and subject to the terms of Section 5 of this Article.

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Section 2. Powers and Duties. The Board of Trustees shall have the powers and duties necessary for the administration of the affairs of the Corporation and shall have the specific power to adopt rules and regulations governing the operation and use of the condominium property, or any part thereof, and to adopt and publish reasonable rules governing the actions and conduct of unit owners and guests of the condominium property and generally may do all such acts and things as are not by law or by these By-Laws directed to be exercised and done by the owners.

Section 3. Other Duties. In addition to duties imposed by these By-Laws or by resolution of the Membership, the Board of Trustees shall be responsible for the following:

(a) Care, upkeep and surveillance of the project and the common areas and facilities and the limited common areas and facilities.

(b) Collection of monthly assessments from the owners.

(c) Designation and dismissal of the personnel necessary for the maintenance and operation of the project, the common areas and facilities and the limited common areas and facilities.

Section 4. Management Agent. The Board of Trustees may employ a manager or may contract on behalf of the Corporation with any person, firm or corporation to conduct the day to day business of the Corporation and to perform such duties and services as the Board shall authorize, including, but not limited to, the duties listed in Section 3 of this Article.

Section 5. Election and Term of Office. At the first annual meeting of the Membership the term of office of three members of the Board shall be fixed at three (3) years.

The term of office of three members of the Board shall be fixed at two (2) years, and the term of office of three members of the Board shall be fixed at one (1) year. At the expiration of the initial term of office of each respective member of the Board, his successor shall be elected to serve a term of three (3) years. The members of the Board shall hold office until their successors have been elected and hold their first meeting.

Section 6. Vacancies. Vacancies in the Board of Trustees caused by any reason other than the removal of a member of the Board by a vote of the Membership shall be filled by vote of the majority of the remaining Board members, even though they may constitute less than a quorum; and each person so elected shall be a Board member until a successor is elected at the next annual meeting of the Membership.

Section 7. Removal of Board Members. At any regular or special meeting duly called, any one or more of the Board members may be removed with or without cause by a majority of the owners and a successor may then and there be elected to fill the vacancy thus created. Any Board member whose removal has been proposed by the owners shall

be given an opportunity to be heard at the meeting.

Section 8. Organization Meeting. The first meeting of a newly elected Board of Trustees shall be held within ten (10) days of election at such place as shall be fixed by the Board of Trustees at the meeting at which such Board was elected, and no notice shall be necessary to the newly elected Board members in order legally to constitute such meeting, providing a majority of the whole Board shall be present.

Section 9. Regular Meetings. Regular meetings of the Board of Trustees may be held at such time and place as shall be determined, from time to time, by a majority of the members of the Board, but at least two such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Trustees shall be given to each Board member, personally or by mail, telephone or telegraph, at least three (3) days prior to the day named for such meeting.

Section 10. Special Meetings. Special meetings of the Board of Trustees may be called by the President on three days notice to each Board member, given personally or by mail, telephone or telegraph, which notice shall state the time, place (as hereinabove provided) and purpose of the meeting. Special meetings of the Board of Trustees shall be called by the President or Secretary in like manner and on like notice on the written request of at least three Board members.

Section 11. Waiver of Notice. Before or at any meeting of the Board of Trustees, any Board member may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Board member at any meeting of the Board shall be a waiver of notice by him of the time and place thereof. If all Board members are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 12. Board of Trustees' Quorum. At all meetings of the Board of Trustees, a majority of Board members shall constitute a quorum for the transaction of business, and the acts of the majority of Board members present at a meeting at which a quorum is present shall be the acts of the Board of Trustees. If, at any meeting of the Board of Trustees, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

Section 13. Fidelity Bonds. The Board of Trustees shall require that all officers and employees of the Corporation handling or responsible for Corporation funds shall furnish adequate fidelity bonds. The premiums on such bonds shall be paid by the Corporation.

ARTICLE V

OFFICERS

Section 1. Designation. The principal officers of the Corporation shall be a President,

a Vice President, a Secretary and a Treasurer, all of whom shall be elected by and from the Board of Trustees. The Board of Trustees may appoint an assistant treasurer, and an assistant secretary, and such other officers as in their judgment may be necessary.

Section 2. Election of Officers. The officers of the Corporation shall be elected annually by the Board of Trustees at the organization meeting of each new Board and shall hold office at the pleasure of the Board.

Section 3. Removal of Officers. Upon an affirmative vote of a majority of the members of the Board of Trustees, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Trustees, or at any special meeting of the Board called for such purpose.

Section 4. President. The President shall be the chief executive officer of the Corporation. He shall preside at all meetings of the Membership and the Board of Trustees. He shall have all of the general powers and duties which are usually vested in the office of president of a Corporation, including but not limited to the power to appoint committees from among the owners from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the Corporation.

Section 5. Vice President. The Vice President shall take the place of the President and perform his duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Trustees shall appoint some other member of the Board to so do on an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Trustees.

Section 6. Secretary. The Secretary shall keep the minutes of all meetings of the Board of Trustees and the minutes of all meetings of the Membership he shall have charge of such books and papers as the Board of Trustees may direct; and he shall, in general, perform all the duties incident to the office of the Secretary.

Section 7. Treasurer. The Treasurer shall have responsibility for Corporation funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Corporation. He shall be responsible for the deposit of all moneys and other valuable effects in the name, and to the credit, of the Corporation in such depositories as may from time to time be designated by the Board of Trustees.

ARTICLE VI

OBLIGATIONS OF THE OWNERS

Section 1. Assessments.

(a) Each owner of a residence unit within the condominium property, and

the Declarant for each residence unit owned by it within the condominium property, shall pay an annual assessment, in the proration set forth in Schedule I to the Declaration, to provide for the repair, maintenance, operation, management and administration of the common properties and facilities including, but not by way of limitation, the payment of taxes and insurance for the common properties and facilities, a reserve fund for replacements, the cutting of grass, the repair and maintenance of streets and sidewalks and the removal of snow, and to provide for the operation, management and administration of the Corporation.

(b) In addition to the annual assessments, the Board of Trustees may levy in any assessment year special assessments, in the proration set forth in Schedule I of the Declaration, for capital improvements including, but not by way of limitation, the construction, reconstruction or replacement of any buildings, improvements, structures and personal property and fixtures related thereto which are a part of or will become a part of the common area and facilities.

(c) A special individual residence unit assessment may be levied by the Board of Trustees to pay for the repair and maintenance by the Corporation of the limited common area or facility reserved for the use of such residence unit or the exterior portion of the residence unit (in the event that such repair or maintenance of the exterior portion of a residence unit is necessitated by the willful or negligent act of the owner, his family, or invitees) to prevent said limited common area or facility or said exterior portion from having a detrimental effect upon other residence units, the common areas, or the full comfort and enjoyment of other residence unit owners.

(d) Assessments may be collected on a monthly basis.

Section 2. Maintenance and Repair.

(a) Every owner must perform promptly all maintenance and repair work within his own unit, which if omitted would affect the project in its entirety or in a part belonging to other owners, being expressly responsible for the damages and liabilities that his failure to do so may engender.

(b) All maintenance and repair within a unit and all maintenance and repair of internal installations such as water, light, gas, power, sewage, telephones, air conditioners, sanitary installations, and all other accessories belonging to the unit, and the maintenance and repair of the limited common area or facility reserved for the use of a residence unit shall be at the owner's expense.

(c) An owner shall reimburse the Corporation for any expenditures incurred

in repairing ... replacing ... common ... and facility damaged through his fault.

Section 3. Use of Residence Units - Internal Changes.

(a) All units shall be utilized for ... purposes only.

(b) An owner shall not make ... or permit ... alterations in his unit or installations located therein, without previously notifying the Corporation in writing, through the Management Agent, if any, or through the President of the Board of Trustees, if no management agent is employed or hired. The Corporation shall have the obligation to answer within fifteen days and failure to do so within the stipulated time shall mean that there is no objection to the proposed modification or alteration.

Section 4. Use of Common Areas and Facilities and Limited Common Areas and Facilities. An owner shall not place or cause to be placed in the lobbies, vestibules, stairways and other project areas and facilities of a similar nature both common and limited, any furniture, packages or objects of any kind. Such areas shall be used for no other purpose than for normal transit through them.

Section 5. Right of Entry.

(a) An owner shall grant the right of entry to the management agent or to any other person authorized by the Board of Trustees or the Membership in case of any emergency originating in or threatening his unit, whether the owner is present at the time or not.

(b) An owner shall permit other owners, or their representatives, when so required, to enter his unit for the purpose of performing installations, alterations or repairs to the mechanical or electrical services, provided that requests for entry are made in advance and that such entry is at a time convenient to the owner. In case of an emergency, such right of entry shall be immediate.

Section 6. Rules of Conduct.

(a) No resident of the project shall post any advertisements, or posters of any kind, in or on the project except as authorized by the Corporation.

(b) Residents shall exercise extreme care about making noises or the use of musical instruments, radios, television and amplifiers that may disturb other residents. Keeping domestic animals will abide by the Municipal Sanitary Regulations.

(c) It is prohibited to hang garments, rugs, etc., from the windows or from any of the facades of the project.

(d) It is prohibited to dust rages, etc. from the windows, or to clean rugs, etc., by beating on the exterior part of the project.

(e) It is prohibited to throw garbage or trash outside the disposal installations provided for such purposes in the service areas.

(f) No owner, resident or lessee shall install wiring for electrical or telephone installation, television antennae, machines or air conditioning units, etc., on the exterior of the project or that protrude through the walls or the roof of the project except as authorized by the Corporation.

ARTICLE VII

AMENDMENTS

Section 1. By-Laws. These By-Laws may be amended by the Membership in a duly constituted meeting for such purpose and no amendment shall take effect unless approved by the owners representing at least 75% of the total vote of the membership.

ARTICLE VIII

MORTGAGEES

Section 1. Notice to Corporation. An owner who mortgages his unit, shall notify the Corporation through the Management Agent, if any, or the President of the Board of Trustees in the event there is no Management Agent, the name and address of his mortgagee; and the Corporation shall maintain such information in a book entitled "Mortgagees of Units".

Section 2. Notice of Unpaid Assessments. The Corporation shall, at the request of a mortgagee of a unit, report any unpaid assessments due from the owner of such unit.

ARTICLE IX

COMPLIANCE

These By-Laws are set forth to comply with the requirements of Chapter 5311, Revised Code of Ohio. In case any of these By-Laws conflict with the provisions of said statutes, it is hereby agreed and accepted that the provisions of the statutes will apply.

COLUMBIA PROPERTIES, INC. -
SOLE INCORPORATOR

Dated: September 20, 1973

By: _____
Jack L. Wallick, President
(Pursuant to Section 1702.10, Revised Code of Ohio)