

**BYLAWS OF
PORTOLA SPRINGS COMMUNITY ASSOCIATION**

ARTICLE I

NAME AND LOCATION

Section 1. Name and Location. The name of the corporation is PORTOLA SPRINGS COMMUNITY ASSOCIATION (hereinafter referred to as the "Master Association"). The principal office of the Master Association shall be located at the Community in the City of Irvine, County of Orange, State of California.

ARTICLE II

DEFINITIONS

Section 1. Definitions. Various capitalized words and phrases used in these Bylaws are defined in that certain "Master Declaration of Covenants, Conditions and Restrictions, and Reservation of Easements for Portola Springs" recorded on June 26, 2006 as Instrument No. 2006 000425369 in the Official Records of Orange County, California, as the same may be restated and/or amended from time to time (hereinafter referred to as the "Master Declaration"), and unless otherwise indicated, such words and phrases shall have the same meaning herein as is ascribed to them in the Master Declaration. All of the terms and provisions of the Master Declaration are hereby incorporated herein by this reference.

ARTICLE III

MEMBERSHIP AND VOTING RIGHTS

IN THE MASTER ASSOCIATION

Section 1. Membership in the Master Association. Every Owner (including Declarant and each Merchant Builder) shall be a Member of the Master Association. Each Owner's membership in the Master Association shall be appurtenant to the Lot or Condominium owned by such Member and shall not be assignable, except to the person or entity to whom the title to such Lot or Condominium has been transferred. Membership in the Master Association