

Exhibit "C" – Amended and Restated By-Laws

Table of Contents:

Article I - Identity	1
Article II – Purposes and Powers	1
Article III – Membership and Voting Provisions	2
Article IV – Meeting of the Membership	2
Article V – Directors	3
Article VI – Officers	7
Article VII – Finances and Assessments	8
Article VIII - Compliance and Default	10
Article IX – Design Control Board	11
Article X – Amendments to the By-Laws	12
Article XI – Notices	13
Article XII – Liability Survives Termination of Membership	13
Article XIII – Parliamentary Rules.	13
Article XIV – Rules and Regulations	13
Article XV - Conflicts	13