

529-86-3257

FIRST AMENDMENT TO THE BY-LAWS OF SHADOWBRIAR COMMUNITY ASSOCIATION, INC.

The By-Laws of Shadowbriar Community Association, Inc. originally dated the 7th day of May, 1979, are hereby amended as follows:

I.

Article VIII, Section 1 of the original By-Laws of SHADOWBRIAR COMMUNITY ASSOCIATION, INC. is withdrawn and an amended Section 1 is substituted and shall read as follows:

Section 1. An election to the Board of Directors shall be by majority vote of members represented in person or by proxy of a meeting duly called for that purpose and consistent with the requirements of written ballot as required by these By-Laws. At such election, the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The names receiving a majority of the votes cast for that position shall be elected.

II.

Article VIII, Section 6 of the original By-Laws of SHADOWBRIAR COMMUNITY ASSOCIATION, INC. is withdrawn and the following amended Section 6 is substituted in its place and shall read as follows:

Section 6. Each member shall receive as many ballots as he has votes. Notwithstanding that a member may be entitled to several votes, he shall exercise on any one ballot only one vote for each vacancy shown thereon. The completed ballots shall be returned to the Secretary of the Corporation in person at the time of the meeting.

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III.

Article VIII, Section 7 of the original By-Laws of SHADOWBRIAR COMMUNITY ASSOCIATION, INC. is deleted in its entirety and Sections 8, 9 and 10 of Article VIII of the original By-Laws are respectively renumbered as Sections 7, 8 and 9 of Article VIII.

IV.

Article XII, Section 6 of the original By-Laws of SHADOWBRIAR COMMUNITY ASSOCIATION, INC. is withdrawn and the following amended Section 6 is substituted in its place and shall read as follows:

"Members holding one-tenth (1/10) of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum at meetings of members, except as may be otherwise provided in the Declaration or in the Articles of Incorporation. If, however, a quorum shall not be present or represented at any meeting of the members, the members present in person or represented by proxy, shall have the power to adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present, or represented, any business may be transacted which may have been transacted at the meeting as originally notified."

IN WITNESS WHEREOF, the undersigned, constituting at least a quorum of the Directors of SHADOWBRIAR COMMUNITY ASSOCIATION, INC., have amended the original By-Laws of SHADOWBRIAR COMMUNITY ASSOCIATION, INC. and hereunto set our hands effective the 8th day of August, 1984.

JAN LITTLE, Director

JOHN SILVEY, Director

ROBERT BOSWELL, Director