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STATE OF SOUTH CAROLINA)
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COUNTY OF BEAUFORT)
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**FIRST AMENDMENT
TO BYLAWS OF
OCEAN CLUB VILLAS I
HORIZONTAL PROPERTY REGIME**

WITNESSETH

THIS Amendment of the bylaws of Ocean Club Villas I Horizontal Property Regime is made this 12th, day of May, 2008.

WHEREAS, Ocean Club Villas, Inc., conveyed certain real property at Hilton Head Island, Beaufort County, on June 16, 1972 by master deed thereby establishing a condominium organized pursuant to laws of South Carolina; and

WHEREAS, Exhibit C to the aforesaid master deed contains bylaws by which the condominium is to be governed; and

WHEREAS, Article III, Section 3 of the bylaws provides for the call of the annual meetings of owners once a year on the first Saturday in July; and

WHEREAS, the owners now wish to amend the bylaw provisions regarding the call of the annual meeting.

NOW THEREFORE, at a Special Meeting held pursuant to notice on May 2, 2008 at which a quorum was present, the owners approved the amendment of the bylaws, 31 voting in favor out of 36, whereas approved by two-thirds would have been sufficient. Accordingly, Article III, Section 3 of the original bylaws is deleted in its entirety and the following is substituted therefore.

Article III, Section 3. Annual Meetings. The 2008 annual meeting of the Council shall be held at the call of the Regime President on October 11, 2008. Thereafter, the date for each subsequent annual meeting shall be determined and announced as a part of the regular business to come before the Council at each meeting.

NOW THEREFORE, intending the bylaws to be amended upon recording and distribution to owners I execute this amendment the date first above written.

Smia T. King
Witness

Ocean Club Villas I
Horizontal Property Regime

Robert A. Lopez
Its President

Kelly A. Ryden
Witness

ACKNOWLEDGEMENT

**STATE OF SOUTH CAROLINA
BEAUFORT COUNTY**

I, Kelly A. Ryden, do hereby certify that Robert Lopez, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal this the 12th day of May, 2008.

Kelly A. Ryden
Notary Public of South Carolina
My Commission Expires: 4/27/10