

2/10 PB
Island Region
Mtg.

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**AMENDMENT TO THE BY-LAWS
OF NIGHT HERON PAVILION
OWNERS' ASSOCIATION, INC.**

THIS AMENDMENT (hereinafter, "First Amendment") is made this 19 day of MARCH, 2007, pursuant to a vote of more than three-fourths (¾) of the Membership of the POA present in person or by proxy at the Annual Meeting of the Night Heron Pavilion Owners' Association, Inc. in which a quorum was present.

WITNESSETH

WHEREAS, on 2/18, 2007, an Annual Meeting of the Membership of the POA representing 35 UNITS (66 %) percent of the total votes of the Association voted to amend Article V, Section 1 of the "Night Heron Property Owners' Association, Inc. Bylaws" for the purpose of changing the term of years for Directors to three (3) years; and

WHEREAS, Article V, Section 1 of the By-Laws currently stipulates that the term of years for Directors is two (2) years; and

WHEREAS, the Night Heron Pavilion Owners' Association, Inc. desires that the Board of Directors' term of years be consistently stated in the By-Laws;

NOW THEREFORE, the By-Laws of Night Heron Pavilion Owners' Association, Inc. are hereby amended such that Article V, Section 1, shall be replaced by the following language:

"The affairs of the Association shall be managed by a Board of Directors. The Board of Directors shall consist of five (5) Directors who shall hold office until the successor is duly elected and qualified. The members at each Annual Meeting shall elect Directors, each of whom shall serve a term of three (3) years or until his earlier resignation, death, removal, or other disqualification."

IN WITNESS WHEREOF, the undersigned has executed this First Amendment to the By-Laws of Night Heron Pavilion Owners' Association, Inc. this 19 day of MARCH, 2007.

I, the undersigned, do hereby certify: that I am the duly elected and acting Secretary of the Association; that the foregoing constitutes the First Amendment to the By-Laws of said Association, as duly adopted by the members of the Association.

