

STATE OF NORTH CAROLINA

AMENDMENT TO BYLAWS OF
SUNSET OAKS ASSOCIATION, INC.

WAKE COUNTY

THIS AMENDMENT to the Bylaws of Sunset Oaks Association, Inc. made this ____ day of _____, 2007 by the members of the Sunset Oaks Association, Inc.,

W I T N E S S E T H:

THAT WHEREAS, the members of Sunset Oaks Association, Inc. desire to make certain changes in the operation and administration of the affairs of the corporation;

THAT WHEREAS, the Bylaws of Sunset Oaks Association, Inc. may be amended at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy; and

THAT WHEREAS, a majority of a quorum of members desire to amend the Bylaws of Sunset Oaks Association, Inc.; thus, the Bylaws are hereby amended as follows:

1. Article IV, Sections 1 and 2 of the Bylaws of the Sunset Oaks Association, Inc is amended hereby by deleting this section in its entirety and inserting in lieu thereof the following:

“Section 1. Number. The affairs of this Association shall be managed by a Board of Directors who need not be Members of the Association. The Board of Directors shall consist of not less than three (3) nor more than five (5) persons.

Section 2. Term of Office. The terms of the Directors shall be established at three (3) years with staggered terms. At the first annual meeting the members shall elect one (1) director for a term of one year, two (2) directors for a term of two years, and , two (2) directors for a term of three years. At each Annual Meeting thereafter, as many Directors shall be elected as there are regular terms of office of Directors expiring at such time, and the term of office of the Directors so elected at the Annual Meeting of the members each year shall be for three (3) years.

2. The remaining provisions of the Bylaws remain unchanged and in full force and effect.

CERTIFICATION OF VALIDITY OF AMENDMENT TO BYLAWS OF
SUNSET OAKS ASSOCIATION, INC.

By authority of its Board of Directors, Sunset Oaks Association, Inc. hereby certifies that the foregoing instrument has been duly authorized by the vote of at least majority of a quorum of members present in person or by proxy at a lawfully convened meeting of the membership and is, therefore, a valid amendment to the existing Bylaws for Sunset Oaks Association, Inc.

SUNSET OAKS ASSOCIATION, INC.

By: _____
President

STATE OF NORTH CAROLINA

ACKNOWLEDGMENT

COUNTY OF WAKE

I, _____, a Notary Public of the County and State aforesaid, certify that _____, of whose identity I have personal knowledge, personally appeared before me and acknowledged that the signature on the record presented is his/her signature and that s/he voluntarily executed the foregoing instrument for the purpose stated therein and in the capacity indicated.

Witness my hand and official stamp or seal, this ____ day of _____, 2007.

Notary Public

My commission expires: