

## AMENDMENT TO BY-LAWS

WHEREAS, the Board of Covil Estates Amenities, Inc. is of the collective opinion that the existing By-Laws of Covil Estates Amenities, Inc. (the "By-Laws") need to be amended for two reasons: (1) To address the fact that the Covil Crossing community is not identified in the By-Laws; and (2) To put a process in place for assuring that the Board has an adequate number of directors to conduct business and, when possible, to allow a director from each community comprising Covil Estates Amenities to serve on the Board; and

WHEREAS, may be amended by the affirmative vote of two thirds (2/3) of the members at a meeting duly called for that purpose at which a quorum of more than fifty percent (50%) is present in person or by proxy; provided that the notice of such meeting shall contain a copy of the proposed amendment verbatim which has been approved by a majority of the directors; and

WHEREAS, a majority of the Directors has approved the proposed amendment set forth verbatim below; and

WHEREAS, at a meeting called for the purpose of amending the By-Laws, more than fifty percent (50%) of the members were in attendance in person or by proxy, more than two thirds (2/3) of the members present voted in favor of the amendment.

NOW, THEREFORE, LET IT BE RESOLVED THAT:

Article I, Section 3 of the By-Laws shall be replaced in its entirety by the following:

Section 3. Application: All present and future owners, mortgagees, lessees, and occupants of lots within the planned development generally known as "Covil Estates" that include but is not limited to the neighborhoods of Key Colony, Snug Harbour, Vantage Point, Wessex, Pepper Tree, and Covil Crossing and their employees and any other persons who may use the facilities in any manner are subject to these By-Laws, the Declaration and Rules and Regulations pertaining to the use and operation of the Association. The act of ownership or occupancy of a lot shall constitute an acceptance of the provisions of these instruments and an agreement to comply therewith.

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Article IV, Sections 1 and 2 shall be replaced in their entirety with the following:

Section 1. Number, Composition, and Term: The number of directors which shall constitute the Board of Directors (the "Board") shall not be less than four and not more than six. Within the limits above specified, the number of directors shall be determined by the members at the annual meeting. Each of the six communities comprising Covil Estates shall have one designated seat on the Board, with that seat to be filled by a resident of the corresponding community. Each director shall be elected for a term of two (2) years. The Key Colony, Peppertree, and Vantage Point seats shall be filled in even-numbered years. The Covil Crossing, Snug Harbour, and Wessex seats shall be filled in odd-numbered years.

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Section 2. Vacancy and Replacement: If the office of any director becomes vacant by reason of transfer of ownership, death, resignation, retirement, disqualification, removal from office, a community's failure to field a candidate for its designated seat, or otherwise, a majority of the remaining directors, though less than a quorum, shall choose a successor or successors, who shall hold office for the unexpired term. A vacancy shall be filled by a resident of the community to whom the designated seat corresponds. If the number of directors in office falls below four and the remaining directors are unable to fill the Board vacancies, the remaining Board members shall call a special meeting of the membership. At such special meeting, the membership shall elect directors from each of the communities not then represented on the Board. Should any of the communities fail to field a candidate at this special meeting, the membership may but shall not be required to elect representatives from other communities to fill the vacant slots for the remainder of the unexpired term(s). Notwithstanding the foregoing, those slots shall remain designated to their corresponding communities in future Board elections.

Certified to be correct, this the 06 day of May, 2017.

  
Secretary, Board of Directors  
COVIL ESTATES AMENITIES, INC.