MEADOWWOOD GLEN HOMEOWNERS ASSOCIATION

Amendment of Bylaws

The Declarant, Sullivan Homes, Inc., hereby makes the following resolution:

RECITALS

WHEREAS, the Declarant has declared a Transition Date for MeadowWood Glen Homeowners Association (the "Association") as such term is defined in the Declaration and Covenants, Conditions, Restrictions, Easements and Reservations for MeadowWood Glen, as amended; and

WHEREAS, in order to facilitate the transition between the Declarant and the members of the Association, the Declarant has determined that it is in the best interest of the Association to amend the Bylaws of the Association dated November 6, 1997 as provided below (the "Bylaws").

WHEREFORE, the Declarant hereby makes the following resolution:

RESOLVED, that Section 3.2.2 Nomination is hereby modified to provide as follows:

3.2.2 <u>Nomination</u>. At the first meeting of the Members called by the Declarant following the Transition Date, nomination for election to the Board shall be made either by a nominating committee appointed by the Board or from the floor at such first meeting. The selection of the nominating committee and the rules under which it will function shall be determined from time to time by the Board. The nominating committee shall make as many nominations for election to the Board as it shall in its discretion determine, but not less than the number of vacancies to be filled. Nominations may also be made from the floor at any annual meeting of the members or special meeting called for the purpose of electing Directors.

RESOLVED, that Section 3.3.1 $\underline{\text{Organizational Meeting}}$ is hereby modified to provide as follows:

3.3.1 <u>Organizational Meeting</u>. The first meeting of a newly elected Board following the Transition Date shall be held immediately following the meeting of the Members called by Declarant following the Transition Date, and no notice shall be necessary to the newly elected Directors in order to legally constitute such meeting.

APPROVED AND RESOLVED this 10th day of September, 2003.

SULLIVAN HOMES, INC.

By:

BRETT T. SULLIVAN

Its Vice President