

**FIRST AMENDMENT TO THE
BYLAWS
OF
BLENHEIM WOODS COMMUNITY ASSOCIATION**

Upon a vote of the Board of Directors of the Blenheim Woods Community Association (the "Association") and upon approval of at least sixty-seven percent (67%) of the members of the Association, the Bylaws of the Association are hereby amended as follows:

1. Amendment to Article II

Article II is hereby amended by replacing Section 1 of Article II with the following:

Section 1. Annual Meeting

Beginning in 2014 the annual meeting of the Members shall be held on such date during January of each year as shall be fixed yearly by a resolution of the Board of Directors. Such annual meetings shall be held for the purpose of electing directors, ratification of the budget, and for transaction of such other business as may come before the meeting.

2. Amendment to Article III

Article III is hereby amended by adding the following language to Section 2(a) of Article III:

At the Annual Meeting of the Members in January 2014, the Members shall elect one (1) Director to serve a term of one year, one (1) Director to serve a term of two years, and one (1) Director to serve a term of three years.

At each annual meeting thereafter, the Members shall elect the number of Directors needed to fill the vacancy or vacancies created by the Director(s) whose term(s) is(are) expiring, to serve for a term of three years (except in the case of the initial election of a Director. in which case the term of that Director may be shortened or lengthened to provide for the staggering set forth in this Article, or in the case of the filling of a vacancy, in which case the Director elected to fill the vacancy shall be elected for the unexpired term of the Director whose vacancy is being filled).

The term of office of the Directors shall be staggered so that except for an election to fill a vacancy or to fill a newly-created directorship, the terms of not less than one (1) Director shall expire at each annual meeting. Each Director shall hold office until his death, resignation, retirement, removal or disqualification, or until his successor is elected and qualified. Beginning in 2014, no director shall serve more than three (3) consecutive years unless initially elected to fill a vacancy.

Approved on September 12, 2013.