

*Wanda Simon
Pineville NC*

SECOND AMENDMENT TO THE BYLAWS OF
POINT EMERALD VILLAS ASSOCIATION, INC.

WHEREAS, Article VIII of the Bylaws of Point Emerald Villas Association, Inc. ("Bylaws") provides that the Bylaws may be amended; and,

WHEREAS, the amendment as hereinafter set forth was proposed by a majority of the Directors of the Association and such proposed amendment was transmitted to the President of the Association; and,

WHEREAS, the President designated the Annual Meeting of members to be a Special Joint Meeting of the members and the Board of Directors of the Association for the purposes of voting on the proposed amendment to the Bylaws as well as conducting the regular business as set forth in the agenda and as arose at the said meeting of members; and,

WHEREAS, notice of said meeting was provided to the members as set forth in Article VIII of the Bylaws; and,

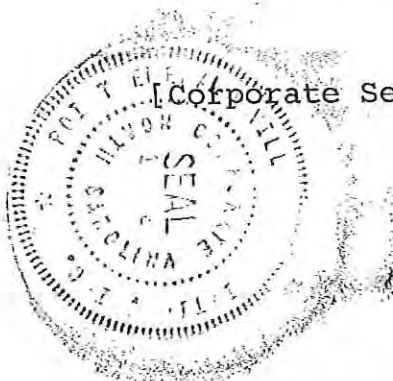
WHEREAS, at said meeting, the amendment was approved by an affirmative vote of a majority of the entire membership of the Board of Directors and by an affirmative vote of the members owning not less than three-fourths of the condominium units in the Condominium.

NOW, THEREFORE, Paragraph 4, Section B of Article IV of the Bylaws shall be amended to include the following new paragraph:

"Commencing with the Special Joint Meeting of the members and the Board of Directors of the Association held on April 8, 1989, the number of Directors of the Association shall be increased to seven (7). At said Special Joint Meeting of members and directors, a total of four (4) directors shall be elected, two (2) of which shall be elected by reason of the expiration of the terms of two (2) existing Directors and two (2) by reason of the increase in the number of Directors as stated herein. At said Special Joint Meeting, the two (2) candidates for the Board of Directors receiving the greatest number of votes shall be elected for a term of three (3) years and the two (2) candidates receiving the next highest number of votes shall be elected for a term of two (2) years. In the event that all candidates for the Board of Directors receive an equal number of votes, the President of the Board of Directors shall designate the two new Directors whose terms shall be for three (3) years and the two new

Directors whose terms shall be for two (2) years. At the expiration of the terms of each Director subsequent to the Special Joint Meeting of members in 1989, each new Director shall be elected for a term of three (3) years."

This amendment to the Bylaws of Point Emerald Villas Association, Inc. is hereby certified by the Secretary of the Association as a true copy of said amendment as was properly adopted pursuant to Article VIII of the Bylaws on the 8th day of April, 1989.



[Corporate Seal]

POINT EMERALD VILLAS ASSOCIATION, INC.

By: Hugh Douglas Helms
H. Douglas Helms, Secretary

STATE OF NORTH CAROLINA
COUNTY OF Onslow

I, Lana Carpenter, a Notary Public in and for said County and State, do hereby certify that H. DOUGLAS HELMS, Secretary of Point Emerald Villas Association, Inc. personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

WITNESS my hand and notarial seal, this the 31 day of May, 1989.

Lana Carpenter
Notary Public



My Commission expires:
4-26-93

NORTH CAROLINA, CARTERET COUNTY
The foregoing certificate(s) of Lana Carpenter
is (are) certified to be correct. This instrument was pre-
sented for registration and recorded in this office in
Book W086 Page 450.
This 8 day of June 1989 at 9:30 O'clock A.M.

82-0493
7SJS

Sharon Piner
Register of Deeds
By Melanie Cecil
Assistant, Deputy

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