

**AMENDMENT TO THE BYLAWS OF
SHALLOWBAG BAY CLUB OWNERS ASSOCIATION, INC.**

THIS AMENDMENT TO THE BYLAWS OF SHALLOWBAG BAY CLUB OWNERS ASSOCIATION, INC. (the "*Amendment*"), is made this 24th day of October, 2015 by the Members of SHALLOWBAG BAY CLUB OWNERS ASSOCIATION, INC. (the "*Association*"). Capitalized terms not defined herein shall have the meanings set forth in the Bylaws of the Association (the "*Bylaws*"). The Bylaws are hereby amended as follows:

1. Article III, Section 3.8 of the Bylaws shall be amended by deleting this section in its entirety and inserting in lieu thereof the following (new language appears in bold type):

3.8 Notices. Notice of all meetings of the members, stating the time and place, and accompanied by a complete agenda thereof including the general nature of any proposed amendment to the Declaration or Bylaws, any budget changes and any proposal to remove a Director or officer, shall be given by the President or Secretary to each member. Such notice shall be in writing, and shall be hand delivered, **or sent via email to such email address as any member may have designated beforehand to the President or Secretary**, or sent by United States mail to the members at the addresses of their respective Units and to other addresses as any member may have designated to the President or Secretary, at least **thirty (30)** days in advance of any annual or regularly scheduled meeting and at least **thirty (30)** days in advance of any other meeting and not more than sixty (60) days in advance of any meeting.

2. This Amendment shall be effective as of the date it has been duly approved by the requisite number of Members of the Association.

3. Except as amended hereinabove, the remaining portions of the Bylaws as originally existed are hereby restated and re-acknowledged.

WHEREFORE, the Secretary has hereunto affixed the corporate certification for the purpose of enacting the foregoing Amendment.

[Signature page follows]

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting Secretary of the Shallowbag Bay Club Owners Association, Inc., a North Carolina non-profit corporation, and,

THAT the foregoing Amendment constitutes a valid amendment to the Bylaws of the Association, as duly adopted at a meeting of the Members thereof, held on _____, 2015.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 24th day of October, 2015.

**SHALLOWBAG BAY CLUB OWNERS
ASSOCIATION, INC.,**
a North Carolina non-profit corporation

By: Denise S. Carter
Its: Secretary