FIRST AMENDMENT TO THE BYLAWS OF EDINBURGH HOMEOWNERS ASSOCIATION, INC.

THIS FIRST AMENDMENT TO THE BYLAWS OF EDINBURGH HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as "First Amendment") is made this 1st day of November, 2008 by **EDINBURGH HOMEOWNERS ASSOCIATION, INC.**, a Georgia nonprofit corporation (hereinafter referred to as "Association").

WITNESSETH

WHEREAS, Pulte Home Corporation, a Michigan corporation, as "Declarant", executed that certain Declaration of Covenants, Restrictions and Easements for Edinburgh, which was recorded August 23, 2000 at Deed Book 21152, Page 91, *et seq.*, Gwinnett County, Georgia records (hereinafter as supplemented and/or amended from time to time referred to as the "Declaration"); and

WHEREAS, the Association is a nonprofit corporation organized under the Georgia Nonprofit Corporation Code to be the Association named in the Declaration to have the power and authority set forth therein; and

WHEREAS, pursuant to Article VII of the Bylaws of Edinburgh Homeowners Association, Inc. ("Bylaws"), the Bylaws may be amended only in accordance with the following procedure: (i) the Board of Directors shall first adopt a resolution proposing the amendment and recommending its adoption by the members; (ii) the proposed amendment shall be presented to the members at the meeting thereof duly called and held for the purpose of considering such proposed amendment; and (iii) the proposed amendment is approved by at least two-thirds (2/3) of the votes cast at such meeting; and

WHEREAS, the Board of Directors adopted a resolution proposing the First Amendment and presented said First Amendment to the members at a meeting duly called for such purpose; and

WHEREAS, this First Amendment was approved by at least two-thirds (2/3) of the votes cast at such meeting; and

WHEREAS, attached hereto as Exhibit "A" and incorporated herein by reference is the sworn statement of the Secretary of the Association, which sworn statement states that the required number of votes was lawfully obtained; and

WHEREAS, the Association and the members thereof desire to amend the Bylaws as set forth herein and intend for this First Amendment to be prospective only;

NOW THEREFORE, the Association and the members thereof hereby adopt this First Amendment to the Bylaws of Edinburgh Homeowners Association, Inc., hereby declaring that all

the property now or hereafter subject to the Bylaws shall be held, conveyed, encumbered, used, occupied and improved subject of the Bylaws, amended as follows:

1.

The Bylaws are hereby amended by deleting Article IV, Section 4.2 of the Bylaws, entitled "Appointment and Election," in its entirety and replacing it with a new Section 4.2 to read as follows:

> Section 4.2 Appointment and Election. At the first annual meeting after the adoption of this First Amendment by the members, the members shall elect five (5) directors as follows: the three (3) directors receiving the most votes shall serve for an initial term of two (2) years and the remaining two (2) directors shall serve for an initial term of one (1) year. At each subsequent annual meeting of the membership, directors shall be elected to succeed those directors whose terms are expiring and elected directors shall serve for a term of two (2) years. The candidates receiving the largest number of votes shall be elected. Notwithstanding anything herein to the contrary, the members of the Board of Directors shall continue in office until their respective successors shall have been elected and take office.
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> Elected directors shall be nominated from the floor at a meeting of the members. All candidates shall have a reasonable opportunity to communicate their qualifications to the members and to solicit votes.
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> Each member entitled to vote shall be entitled to cast one (1) vote for each Lot owned by such member for each directororship to be filled on the Board of Directors. Cumulative voting shall not be permitted.

2.

The Bylaws are hereby amended by adding to Article VI a new Section 6.4, entitled "Electronic Records, Signatures and Documents", to read as follows:

> Section 6.4. Electronic Records, Signatures and Documents. To the extent permitted by Georgia law, the Declaration and these Bylaws, the Association and its officers, directors and members, owners and occupants may perform any obligation or exercise any right by use of any technological means providing sufficient security, reliability, identification and verifiability, which technological means have been approved by the Board in its sole discretion. Acceptable technological means of creating an electronic transmission may include, without limitation, electronic communication over the internet, the community or other network, whether by direct connection, internet, telecopier or e-mail. An electronic transmission which is transmitted by a member that evidences a member's consent or approval on a ballot, requests or demands an action to be taken by the Association, or provides notice to the Association under these Bylaws or the

Declaration shall be deemed to be written, signed, and dated for the purposes of these Bylaws and the Declaration, provided that any such electronic transmission sets forth or is delivered with information from which the Association can determine: (1) that the electronic transmission was transmitted by the member and (2) the date on which such member transmitted such electronic transmission. The date on which such electronic transmission is transmitted shall be deemed to be the date on which such consent, request, demand, or notice was signed. Except as may be otherwise provided in the Declaration or these Bylaws, records, signatures and notices which are accepted, created or given by the Board shall not be denied validity or effectiveness hereunder solely on the grounds that they are transmitted, stored, made or presented electronically.

(a) Use of Electronic Signatures. Whenever the Declaration or these Bylaws permit an action to be taken by electronic communication, the Board may accept an electronic signature as valid if:

(1) the signature is easily capable of verification, under the sole control of the signatory, and attached to the electronic document in such a way that the document cannot be modified without invalidating the signature; or

(2) the Board reasonably believes that the signatory affixed the signature with the intent to sign the electronic document, and that the electronic document has not been modified since the signature was affixed.

(b) Verification and Liability for Falsification. The Board may require reasonable verification of any electronic signature, document, record or instrument. Pending verification, the Board may refuse to accept any electronic signature, document, record or instrument which, in the sole discretion of the Board, is not clearly authentic. Neither the Board nor the Association shall be liable to any member or any other person for accepting or acting in reliance upon an electronic signature or electronic document which the Board reasonably believes to be authentic. Any member or person who negligently, recklessly or intentionally submits any falsified electronic document or unauthorized electronic signature shall fully indemnify the Association for actual damages and reasonable attorneys' fees and other expenses incurred as a result of such act(s).

(c) Non-technology Alternatives. If any owner, occupant or third party does not have the capability or desire to conduct business using electronic or other technological means, the Association shall make reasonable accommodation, at its expense, for such person to conduct business with the Association without use of such electronic or other means until such means has become generally (if not universally) accepted in similar projects in the area.

3.

Unless otherwise defined herein, the words used in this First Amendment shall have the same meaning as set forth in the Declaration.

4.

This First Amendment shall be effective only upon being recorded in the minutes of the Association and shall be enforceable against current owners of a Lot subject to the Declaration.

5.

Except as herein modified, the Declaration and Bylaws shall remain in full force and effect.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the Association has caused this First Amendment to be executed under seal the day and year first above written.

ASSOCIATION: **EDINBURGH HOMEOWNERS ASSOCIATION, INC.**, a Georgia nonprofit corporation

By: _____

Name: PAT LAFARGUE

President

Attest: _____

Name: Joy E. Dodson

Secretary

[AFFIX CORPORATE SEAL]

CORPORATE SEAL

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EXHIBIT "A"

Sworn Statement of Secretary of
Edinburgh Homeowners Association, Inc.

STATE OF GEORGIA

COUNTY OF GWINNETT

Re: Edinburgh Homeowners Association, Inc.

Personally appeared before me, the undersigned deponent who, being duly sworn, deposed and said on oath that:

1. Deponent is the Secretary of Edinburgh Homeowners Association, Inc.

2. Deponent is duly qualified and authorized to make this Affidavit and knows the facts contained herein are of his or her own personal knowledge.

3. The foregoing First Amendment to Bylaws of Edinburgh Homeowners Association, Inc. was approved by two-thirds of the votes cast at a meeting duly called for the purpose of amending the Bylaws of Edinburgh Homeowners Association, Inc.

4. Deponent makes this Affidavit pursuant to Official Code of Georgia Annotated Section 44-2-20.

This the 6th day of November, 2008.

By: Joy L Dodson
Name: Joy C. Dodson