

Prepared by:
Carl Shakarian

Return to:
The Continental Group
6401 Time Square Avenue, A-1
Orlando, FL 32835



**FIRST AMENDMENT TO BY-LAWS OF
METROWEST MASTER ASSOCIATION, INC.**

THIS AMENDMENT is made this 18TH day of MARCH, 2011, by HIAWASSEE ORLANDO, LLC., a Florida limited liability company (the "Developer").

WHEREAS, the By-Laws of the Association have been recorded in the Public Records of Orange County, Florida, at OR Book 3759, Pages 2840-2862 (the "Bylaws"); and

WHEREAS, the Developer wishes to amend certain provisions in the Bylaws; and

WHEREAS, the written approval of Hiawassee Orlando, LLC, the successor of DEVELOPER of the METROWEST MASTER ASSOCIATION ("Association"), may be required to effectively amend the Bylaws, under paragraph 9.3.1 of the Bylaws; and

WHEREAS, the present amendment has been unilaterally approved, under paragraph 9.3.1 of the Bylaws by the Successor.

NOW, THEREFORE, the Bylaws are amended as follows:

1. The language of Section 5.3 of the Bylaws, entitled "Term of Office ", is hereby amended as follows:

- (a) In the first paragraph the second and third sentence of Section 5.3 shall be deleted in its entirety and replaced by the following sentence: "The term of any newly elected member will be one (1) year and such member cannot be reelected for another term."
- (b) In the first paragraph the current fourth sentence will remain unchanged and will become the new third sentence.
- (c) In the first paragraph the fifth sentence will be partially amended so that the end of the sentence which states, "shall be two (2) years," will be replaced with "shall be one (1) year." This will be the new fourth sentence.
- (d) In the second paragraph before the first sentence the following sentence will be inserted: "This paragraph is exclusively relates to the occasion that the Developer no longer has the right to appoint directors."

2. Bylaws to remain in Full Force and Effect. Except as specifically amended herein, the Bylaws shall remain in full force and effect.

Signature page follows

IN WITNESS WHEREOF, this instrument has been executed as of the date first above written.

Witnesses: [Signature]
Printed Name: Faisal Ansari

HIAWASSEE ORLANDO, LLC,
a Florida LLC

[Signature]
Printed Name: Milagros Graciani

By: [Signature]
Printed Name: CARL SHAKARIAN
Title: Managing Member

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 18th day of March, 2011, by CARL J. SHAKARIAN, as managing member of HIAWASSEE ORLANDO, LLC, a Florida LLC, as the successor of DEVELOPER of METROWEST MASTER ASSOCIATION, INC. He/she [] is personally known to me or [] has produced FIDC as identification.

[Signature]
Notary Public (signature)
Rafael Rios
Typed/Printed name of Notary Public
Commission No. 10/02/2011
My Commission Expires:

