

Prepared by:  
Carl Shakarian

DOCH 20110167949 B: 10193 P: 5113  
04/01/2011 08:59:48 AM Page 1 of 2  
Rec Fee: \$18.50  
Martha O. Haynie, Comptroller  
Orange County, FL  
MB - Ret To: THE CONTINENTAL GROUP

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



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

THIS AMENDMENT is made this 31 day of MARCH, 2011, by HIA WASSEE 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 "By-Laws"); 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 Board members elected after March 18<sup>th</sup>, 2011 shall be for a period of one (1) year running from the date of the member's election until the following annual meeting and election of such member's successor. No elected member of the BOARD, whether serving as a member as of March 18<sup>th</sup>, 2011 or thereafter, shall be eligible for reelection and holding membership on the BOARD."
  - (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 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.

State of FLORIDA, County of ORANGE  
I hereby certify that this is a true copy of  
the document as reflected in the Official Records.  
MARTHA O. HAYNIE, COUNTY COMPTROLLER

By: Carl Shakarian  
Deputy Comptroller

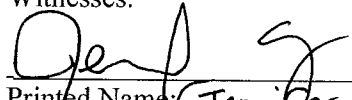
Dated: 4-1-11

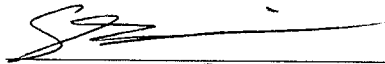


*Signature page follows*

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

Witnesses:

  
Printed Name: Jennifer Eng

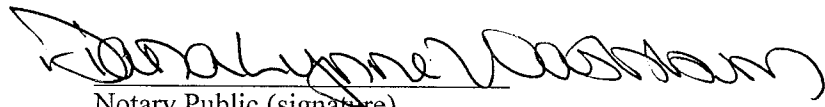
  
Printed Name: Sable Shakarian

HIAWASSEE ORLANDO, LLC,  
a Florida LLC

  
By: \_\_\_\_\_  
Printed Name: CARL SHAKARIAN  
Title: Managing Member

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 31 day of March, 2011,  
by Carl 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 \_\_\_\_\_ as identification.

  
Notary Public (signature)

Diana Lynne Washburn  
Typed? Printed name of Notary Public  
Commission No. DD981986  
My Commission Expires: 4-13-2014

