

FIRST AMENDMENT TO BYLAWS
OF
CAÑADA VISTAS COMMUNITY ASSOCIATION

WHEREAS, the Bylaws of Cañada Vistas Community Association, adopted on June 19, 1995; and

WHEREAS, Pursuant to Article VIII of the Bylaws, the Bylaws may be amended by a majority vote of the Members then eligible to vote who are present at any duly called regular or special meeting of the Members; and

WHEREAS, whereas the Bylaws were amended by a majority vote of the Members then eligible to vote who were present at a duly called meeting of the Members held on July 24, 2012.

NOW THEREFORE, the Bylaws are amended as follows:

Article IV, Section 4.1 is amended as follows:

Section 4.1 Number and Qualification of Directors. The affairs of the Association shall be governed by the Board and such officers as the Board may elect or appoint in accordance with these Bylaws. The number of directors shall be five (5), unless increased to a greater number as set forth herein. Upon approval by a majority of the Members, the number of directors may be increased at any time, provided, however, that the number of directors shall not exceed nine (9).

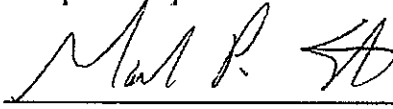
Article IV, Section 4.2 is amended as follows:

Section 4.2 Term and Organization. At each annual meeting the number of directors provided for in Section 4.1 of these Bylaws shall be elected in the procedures set forth in these Bylaws. The Directors shall each serve staggered two (2) year terms. Directors shall take office following the close of the annual meeting at which they are elected and shall hold office until their successors have been duly elected and the first meeting of the new Board has been held. The organizational meeting of the newly elected Board shall be held within thirty (30) days after the annual meeting at which the Board was elected.

The above amendments to the Bylaws were approved by a majority vote of the Members then eligible to vote who were present at a duly called meeting of the Members held on July 24, 2012.

CAÑADA VISTAS COMMUNITY ASSOCIATION, an
Arizona nonprofit corporation

By:



Its: President