

AMENDMENT TO BYLAWS

OF

BAYOU CLUB COMMUNITY ASSOCIATION, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION


As passed by an affirmative vote of 75% of the Members at a properly noticed Annual Meeting at which a quorum was present, effective November 5, 1998, Article IV, Section 1 and Article III, Section 1 of the Bylaws of Bayou Club Community Association, Inc., a Florida not-for-profit corporation, read as follows:

Article IV, Section 1

Number and term: The number of Directors, which shall constitute the whole Board, also known as the Board of Administration, shall be not less than 3 nor more than 11. The first Board shall consist of 3 persons appointed by the Developer, who shall hold office until control of the Association is turned over to Members other than the Developer. Until succeeded by Directors elected by the Members after the Turnover Date, Directors need not be Members; thereafter, all Directors shall be Members. Within the limits above specified, the number of Directors shall be determined by the Members at the annual meeting. Initially, the Directors to be elected by the Members shall be elected in the following manner: three (3) Directors to serve for the term of one (1) year and four (4) Directors to serve for the term of two (2) years. Thereafter, all elected Directors will serve for the term of two (2) years or until his or her successor shall be elected and shall qualify.

Article III, Section 1 of the Bylaws

Annual Meetings. The Board of Administration, as hereinafter defined, shall set the time and place of the annual meeting of the Members as the Board, from time to time, deems necessary. The annual meeting of the Members shall be held at least one (1) time during each twelve (12) month period.


Arlene M. Elmore,
As its Secretary