

**AMENDMENT # 2**

Article I, DEFINITIONS, of The By-Laws of Eagle Springs Association, Inc., is hereby amended to add as sub-paragraph 1.24.

1.24 "Advisory Panel" shall mean and refer to a committee of former Boards of Directors members whose purpose is to advise, guide, and mentor the current Board of Directors."

AND

Article VII, COMMITTEES, of The By-Laws of Eagle Springs Association, Inc., is hereby amended to add as sub-paragraph 7.02, and to re-number subsequent sub-paragraphs as 7.03 through 7.08.

*7.02 Advisory Panel.* The Association shall have an Advisory Panel consisting of volunteer past board members. This committee shall function in an advisory capacity only and shall not have the power to direct or commit funding of the association.

Richard B Beladino, President  
Eagle Springs Association Inc.

Rita Blair, Secretary  
Eagle Springs Association Inc.

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Notarized by \_\_\_\_\_ dated \_\_\_\_\_

This amendment was approved by a 144 to 20 margin of the vote of the total eligible votes of the membership of the Association as defined in Section 3.02 of these bylaws voting in person or by proxy at a meeting duly called for such purpose held on October 16, 2008, written notice of which was given to all members at least thirty (30) days in advance which did set forth the purpose of the meeting.