AMENDMENT TO BYLAWS OF

DAYTON VALLEY COMMUNITY ASSOCIATION

Article VI Section 1 of the Bylaws of Dayton Valley Community Association, a non-stock, non-profit cooperation corporation, is hereby amended to read as follows:

ARTICLE VI

DIRECTORS

Section 1. Number, Qualifications, Term of Office. The affairs of the Association shall be managed by a Board of seven (7) Directors, a majority of whom must be Unit Owners within the Association or representatives of the Declarant if the Association has not yet been turned over by the Declarant. At any organizational meeting, the Members shall elect seven (7) Directors, four (4) of whom shall hold office for two (2) years; three (3) of whom shall hold office for a single year, with the exception of Board members appointed by the Declarant and members of the Board who are filling out unexpired terms of less than 1 year. At each annual meeting of the Members thereafter, the Members shall elect a new Director to fill each vacancy created by the expiration of a prior Director's term of office. Such new Directors shall serve for a term of two (2) years or until the later election of their successors. From and after the first election of the Board by the Members at least twenty percent (20%) of the members of the Board shall be elected solely by the votes of the Members other than Declarant, which election of Directors shall be subject to the following special election procedures:

(a) Notice of the meeting at which Directors are to be elected shall set forth the number of Directors to be elected by Members other than Declarant and shall call for nominations. Any Members entitled to vote at the meeting pursuant to the provisions of these Bylaws shall be eligible as a candidate for the position of Director. Nominations shall be made as set forth in Section 2 of this Article, which such Section is not amended by this provision.

(b) Members other than Declarant shall elect the number of Directors specified in the notice of the meeting pursuant to these special election procedures by secret ballot prior to the conduct of the regular election of remaining Directors by all Members. The remaining Directors shall then be elected pursuant to the regular election procedures established in these Bylaws. Prior to the organizational meeting, and thereafter until their successors are elected, the incorporator of the Association or the First Directors appointed by the incorporator shall serve as Directors of the Association. The number of Directors may be increased or decreased from time to time (but in no event shall be less than five (5) by an amendment to these Bylaws by the Members as hereinafter provided in these Bylaws).

Duly adopted this 19 day of April, 2005.

DAYTON VALLEY COMMUNITY ASSOCIATION