

**AMENDMENT
TO
CODE of BY-LAWS of WILLIAMSON RUN HOMEOWNERS ASSOCIATION, INC.**

These Amendments to the Code of By-Laws of Williamson Run were made as of the date of the last signature hereto. By authority of the Code of By-Laws of Williamson Run Homeowners Association, Inc., Article VII, Amendments and Definitions, Section I. Amendments:

These By-Laws may be altered, amended or repealed from time to time by a majority vote of the whole Board at any regular or special meeting if the notice or waiver of notice of said meeting shall be stated that the By-Laws are to be amended, altered or repealed or if all members of the Board of Directors at the time are present at said meeting.

NOW, THEREFORE, the undersigned Board of Directors of Williamson Run collectively hereby amend the By-Laws pursuant to the amendments described below:

1. Article II, Members, Section 3, Annual Meetings. The annual meetings of members shall be changed from the third Thursday in March of each year to read as follows:
 - A. The Annual meetings of members shall be held as determined by the Board of Directors within the first six (6) months of each calendar year.
 - B. All other terms and conditions of this Section shall remain unchanged.
2. Article II, Members, Section 6, Voting at Meetings, Paragraph (c), Quorum and Adjournments shall be changed from 51% to read as follows:
 - A. The presence in person or by proxy of the Voting Members constituting the representation of 10% of the total votes shall constitute a quorum.
 - B. All other terms and conditions of this Section shall remain unchanged.
3. Article III, Directors, Section 1 of the By-Laws shall be change from three (3) members to read as follows:
 - A. The Board of Directors shall consist of seven (7) members
 - B. All other terms and conditions of this Section shall remain unchanged.
4. All other terms and conditions of the Code of By-Laws of Williamson Run shall remain unchanged.

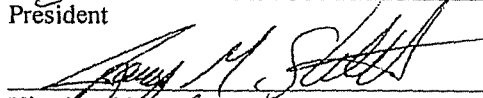
IN WITNESS WHEREOF, the Board of Directors of the Williamson Run Homeowners Association, Inc. has executed this Amendment to the Code of By-Laws of Williamson Run, H.O.A., Inc. on the 27 day of April, 2005.



President

4/27/05

Date



Vice President

4/27/05

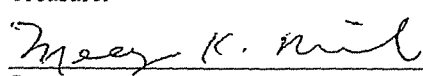
Date



Treasurer

4-27-05

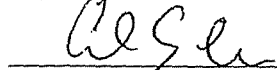
Date



Secretary

4/27/05


Date



Member at Large

4-27-05

Date



Member at Large

4/27/05

Date

Member at Large

Date