

EXHIBIT A

BYLAWS

OF

TROON RIDGE COMMUNITY ASSOCIATION

ARTICLE I

NAME AND LOCATION

The name of the corporation is TROON RIDGE COMMUNITY ASSOCIATION, hereinafter referred to as the "Association." The location of the principal office of the Association shall be as provided in the Association's Articles of Incorporation.

ARTICLE II

DEFINITIONS

The words and terms used herein shall be deemed to have the same meanings as are given those words and terms in that certain Declaration of Restrictions and Covenants for Troon Ridge, dated August 21, 1991 and recorded on August 23, 1991 as Instrument No. 91 394426, records of Maricopa County, Arizona (the "Declaration"), incorporated herein by this reference, as the same may from time to time be modified, amended, or supplemented. The term "Declarants" shall refer to TRA Limited Partnership and the successors and assigns of Declarants' rights and powers under the Declaration. The term "Articles" shall refer to the Articles of Incorporation of the Association and all amendments thereto as at any given time are on file with the Arizona Corporation Commission, together with any and all certificates filed by the corporation with the Arizona Corporation Commission (or any successor to its functions) pursuant to applicable law.

ARTICLE III

MEMBERS

Section 1. Voting. The Association shall have two classes of voting membership as follows:

(a) Class A. Class A members shall be all Owners with the exception of the Declarants (until such time as Declarants' Class B membership is converted to Class A membership), and each Class A member shall be entitled to one vote for each square foot of net usable property owned. For the purposes of these Bylaws, the term "square foot of net usable property" shall mean the area of each Lot in square feet included within dedicated rights-of-way.

(b) Class B. The Class B members shall be the Declarants and they shall be entitled to five (5) votes for each square foot of net usable property owned by Declarants. The total votes which the Declarants shall be entitled to cast may be cast in such proportion on any matter as Declarants may determine. Each Class B membership shall cease and be converted to Class A membership, without further act or deed, upon the happening of the first of the following events:

(i) Upon the expiration of One Hundred Twenty (120) days following the first date when the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership;
or

(ii) December 31, 2011.

If any lender to whom a Declarant has assigned or hereafter assigns, as security, all or substantially all of its rights under the Declaration succeeds to the interest of such Declarant by virtue of said assignment, the Class B membership shall not be terminated thereby, and such lender shall hold the Class B membership on the same terms as the membership was held by such Declarant pursuant to these Bylaws.

Section 2. Right to Vote. No change in the ownership of a membership shall be effective for voting purposes unless and until the Board of Directors is given actual written notice of such change and is provided satisfactory proof thereof. The voting rights for each Lot must be cast as a unit, and factional votes shall not be allowed. In the event that a Lot is owned by more than one person or entity and such owners are unable to agree among themselves as to how their vote or votes shall be cast, they shall lose their right to vote on the matter in question. If any member exercises the voting rights of a particular Lot, it will thereafter be conclusively presumed for all purposes that he was acting with the authority and consent of all other owners of the same Lot unless objection thereto is made at the time the vote is cast. If more than one person or entity exercises the voting rights of a particular Lot, their votes shall not be counted and all said votes shall be deemed void.

Section 3. Cumulative Voting for Board Members. In any election for the members of the Board, every owner of a membership entitled to vote at such an election shall have its number of votes, as determined under Article III, Section 1, multiplied by the number of directors to be elected. Each member shall have the right to cumulate these votes for one candidate or to divide such votes among any number of the candidates. The candidates receiving the highest number of votes, up to the number of the Board members to be elected, shall be deemed elected.

Section 4. Membership Rights. Each member shall have the rights, duties and obligations set forth in the Declaration and such other rights, duties and obligations as are set forth in the Articles and Bylaws, as the same may be amended from time to time.

Section 5. Transfer of Membership. The Association membership of each person or entity who owns, or owns an interest in, one or more Lots shall be appurtenant to each such Lot and shall not be assigned, transferred, pledged, hypothecated, conveyed or alienated in any way except upon transfer of title to such Lot and then only to the transferee of ownership to the Lot. A transfer of ownership to a Lot may be effected by deed, intestate succession, testamentary disposition, foreclosure of a mortgage of record, or such other legal process as now in effect or may hereafter be established under or pursuant to the laws of the State of Arizona. Any attempt to make a prohibited transfer shall be void. Any transfer of ownership to a Lot shall operate to automatically transfer the appurtenant membership rights in the Association to the new Owner.

Section 6. Annual Meetings. The first annual meeting of the Members shall be held at the date, time and place designated either by the Board or by a Mortgagee who shall have acquired title to any Lot by virtue of a Foreclosure or who shall have the right to exercise the rights of a Declarant under the Declaration, the Articles or these Bylaws by virtue of an assignment executed by such Declarant. Thereafter, annual meetings of the Association shall be held at a time and place specified by the Board of Directors, on the first Tuesday in October of each year. If the date of the annual meeting is a legal holiday, the meeting will be held on the first day following which is not a legal holiday. By resolution, the Board of Directors may choose a different date for the annual meeting.

Section 7. Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request presented to the Secretary of one-fourth (1/4th) of the members eligible to vote.

Section 8. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the Secretary or the person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, not less than fifteen (15) days nor more than fifty (50) days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association or supplied by such member to the Association for the purpose of notice. Meeting notices shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

Section 9. Quorum. The presence at a meeting of members entitled to cast, or of proxies entitled to cast fifty-one percent (51%) of the total votes of the members eligible to vote, shall constitute a quorum for any action except as otherwise provided in

the Declaration, the Articles or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 10. Membership Action. Except as otherwise provided in the Declaration, all matters requiring approval of the members shall be deemed approved if members holding a majority of the total voting rights consent to the matter in writing, or if approved by a majority vote of a quorum of members at any regular or special meeting.

Section 11. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot. No proxy may be valid after twenty-five (25) months from the date of its execution. The person who seeks to exercise a proxy bears the burden of proving its validity. A telegram or cablegram, appearing to have been transmitted by a member or by his duly-authorized attorney-in-fact, may be accepted as a sufficiently written and executed proxy.

Section 12. Irregularities. All informalities and irregularities in calls, notices, voting methods or credentials and methods of ascertaining those present shall be waived, if no one objects to them at the meeting in which the irregularities occur.

ARTICLE IV

BOARD OF DIRECTORS; SELECTION; TERM OF OFFICE

Section 1. Management; Size. The affairs of this Association shall be managed by a Board of Directors. The Board shall consist of not less than three (3) nor more than five (5) directors. Each member of the Board shall either be a member of the Association, a partner in a partnership which is a member of the Association, or an officer, director, shareholder, beneficiary, or trustee of a member of the Association or of a partner in a partnership which is a member of the Association. The Board initially shall consist of the three (3) directors designated in the Articles.

Section 2. Term of Office. The directors designated in the Articles shall hold office until the first annual election of directors, which shall take place at the first annual meeting of members, or until their successors are elected and qualified. At the first annual meeting, the members shall elect three (3) directors for a term of two (2) years. At each annual meeting thereafter, the members shall elect directors to replace those directors whose terms have expired. The length of terms may be modified by the members.

Section 3. Removal and Vacancies. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association eligible to vote. In the event of the death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and such successor shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association in such capacity. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties as a director and may receive a salary or wages if he is employed by the Association in a capacity in addition to serving as a director.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by any member in writing, to the Board.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cumulate their votes under the provisions of the Declaration and Article III, Section 3 of these Bylaws. The persons receiving the largest number of votes shall be elected.

ARTICLE VI

MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors may be held quarterly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors may be held whenever and wherever called for by the President of the Association, or by written demand of any two directors. Any written demand by Directors shall state the purpose or purposes of the proposed meeting, and business to be transacted at any such meeting shall be confined to the purpose or purposes stated in the notice thereof, and to such additional matters as the

chairman of the meeting may rule to be germane to such purpose or purposes.

Section 3. Notices. Notice of regular and special meetings of the Directors shall be given to each Director, orally or in writing, at least three (3) days before the time fixed for the meeting, and such notice shall advise each Director as to the time, place and general purpose or purposes of the meeting, and shall be delivered personally, or by telephone or telegram, or mailed, postage prepaid, to each Director at his or her last post office address as it appears on the books of the corporation. Any Director may waive call or notice of any annual, deferred annual or special meeting (and any adjournment thereof) at any time before, during or after it is held. Attendance of a Director at any such meeting in person shall automatically evidence his or her waiver of call and notice of such meeting (and any adjournment thereof) unless their reason for attending the meeting is for the express purpose of objection to the transaction of business because the meeting was not properly called or noticed.

Section 4 Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board of Directors.

Section 5. Voting. Any matter submitted to a meeting of the Board of Directors shall be resolved by a majority of the votes cast thereon. In case of an equality of votes, the chairman of the meeting shall have a second or deciding vote.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to take any action necessary for the administration of the affairs of the Association as long as such action is not by law, these Bylaws, the Articles, or the Declaration reserved to the members. Such powers shall include but not be limited to, the power to:

(a) suspend the voting rights of a member during any period in which such member shall be in arrears in the payment of any amounts due under any of the provisions of the Declaration for a period of thirty (30) days, or shall be in default in the performance of any of the terms of the Declaration for a period of thirty (30) days;

(b) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors;

(c) to estimate the amount of the annual budget; to establish and collect as provided in the Declaration; and to provide for the opening of bank accounts and the establishment of other depositories;

(d) to promulgate such rules and regulations pertaining to the use and occupancy of Troon Ridge as may be deemed proper and which are consistent with the Declaration, Articles of Incorporation and these Bylaws;

(e) to engage, at its discretion, the services of a manager or managing agent who shall manage and operate Troon Ridge for all of the members upon such terms, for such compensation and with such authority as the Board may approve; and

(f) to exercise all of the rights, powers and duties granted to it and/or the Association by the Declaration, the Articles, these Bylaws and the rules and regulations promulgated by the Board.

Section 2. Duties. It shall be the duty of the Board of Directors to:

(a) administer and manage the affairs of the Association to the extent permitted by applicable law;

(b) cause to be kept a complete record of all of its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing prior to such meeting by one-fourth (1/4) of the members who are entitled to vote;

(c) as more fully provided in the Declaration, to:

(1) fix the amount of any regular or, once authorized, any special assessment against each Lot not more than sixty (60) days nor less than thirty (30) days in advance of each assessment period; and

(2) take such action as provided for in the Declaration, as and when the Board deems such action appropriate, to enforce the payment of any assessment and/or assessment lien;

(d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance these certificates. If a certificate states an assessment has been paid, such certificate shall be

conclusive evidence of such payment, as against any bona fide purchaser of, or lender on, the Lot in question;

(e) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(f) cause the operation and maintenance responsibilities of the Association set forth in the Declaration to be performed; and

(g) insure that all other responsibilities of the Association as set forth in the Declaration are fulfilled.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time by resolution appoint.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board of Directors and each shall hold office for one (1) year unless such person shall be removed or otherwise disqualified to serve.

Section 4. Special Appointments. The Board of Directors may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board of Directors may from time to time determine.

Section 5. Resignation and Removal. Any officer may be removed or have his or her power temporarily delegated to any other officer or to any Director from office with or without cause by the Board of Directors whenever in its judgement and sole discretion, the best interests of the corporation shall be served thereby. Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any officer may be filled by appointment by the Board. The officer appointed to such

vacancy shall serve for the remainder of the term of the officer replaced.

Section 7. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

(a) President. The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all necessary written instruments; and shall co-sign all checks and promissory notes.

(b) Vice Presidents. The Vice Presidents shall act in the place and stead of the President in the event of his absence or inability or refusal to act and shall exercise and discharge such other duties as may be required of them by the Board of Directors.

(c) Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses; and perform such other duties as required by the Board.

(d) Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; shall keep proper books of account; shall cause an annual audit of the Association books to be made by a certified public accountant at the completion of each fiscal year; and shall prepare an annual budget and statement of income and expenditures to be presented to the membership at each annual meeting.

(e) Other. The Board of Directors may engage the services of such other employees, including, but not limited to, an Executive Secretary and/or Managing Director, as may from time to time be deemed necessary or advisable for the objects and purposes of the corporation.

ARTICLE IX

COMMITTEES

The Board of Directors may appoint such committees from time to time as it deems appropriate to carry out the purposes of the Association.

ARTICLE X

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles and the Bylaws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declaration, each Owner is obligated to pay to the Association regular assessments and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If an installment payment for an assessment is not paid on the due date, there shall accrue a late charge of twenty-five dollars (\$25.00) together with interest at the rate of five (5) percentage points above the Prime Rate as provided in the Declaration. The Association may also bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, as provided in the Declaration. Interest, costs, and reasonable attorneys' fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by abandonment of his Lot.

ARTICLE XII

CORPORATE SEAL

The Association may have a seal in circular form having within its circumference the words: TROON RIDGE COMMUNITY ASSOCIATION.

ARTICLE XIII

AMENDMENTS

Section 1. Amendments. These Bylaws may be amended in a manner not inconsistent with the Declaration or Articles, at a

regular or special meeting of the members, by a vote of a majority of a quorum of members eligible to vote present in person or by proxy; provided that, so long as any Declarant owns at least five percent (5%) of Troon Ridge no such amendment shall be effective without (i) the written consent thereto of such Declarant, and (ii) the written approval of each Mortgagee as provided in Section 9.03 of the Declaration.

ARTICLE XIV

INTERPRETATION

In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control and these Bylaws are deemed to be automatically amended from time to time to eliminate any inconsistency which may then exist; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XV

FISCAL YEAR

The fiscal year of the Association shall begin on the 1st day of January and end on the 31st day of December of each year, except that the first fiscal year shall begin on the date of incorporation of the Association and shall end on the 31st day of December of that year.

CERTIFICATE OF ADOPTION

This is to certify that the foregoing Bylaws were duly adopted by the Board of Directors of Troon Ridge Community Association pursuant to an Action by Unanimous Written Consent of the Board of Directors in Lieu of First meeting dated September 26, 1991.

DATED this 26th day of September, 1991.

TROON RIDGE COMMUNITY
ASSOCIATION, an Arizona
nonprofit corporation

By

_____

092591:AM574

EXHIBIT A
FIRST AMENDMENT TO BYLAWS
OF
TROON RIDGE COMMUNITY ASSOCIATION

RECITALS:

A. Troon Ridge Community Association, an Arizona nonprofit corporation, was formed pursuant to those certain Articles of Incorporation of Troon Ridge Community Association filed September 27, 1991 in File No. 236043, records of the Arizona Secretary of State and Bylaws pertaining thereto were adopted.

B. Pursuant to authority granted in Article VII of the Bylaws of the Association, the undersigned Board of Directors desire to amend the Bylaws.


NOW, THEREFORE, the Bylaws are hereby amended as follows:

1. Article II, Section 1 of the Bylaws is hereby deleted in its entirety and Exhibit "1" attached hereto is substituted therefor.
2. Except as expressly amended herein, all terms and conditions of the Bylaws shall remain in full force and effect.

IN WITNESS WHEREOF, this First Amendment has been executed to be effective as of this 12th day of February, 1995.



Daniel S. Smith



Douglas G. Simonson



Gary L. Jones

DIRECTORS

EXHIBIT 1

ARTICLE III

MEMBERSHIP AND VOTING RIGHTS

3.1 Votes of Owners of Lots and Parcels. Every Owner of a Lot or Parcel automatically shall be a Member of the Association and shall remain a Member for so long as such ownership continues. Each Owner's membership in the Association shall be appurtenant to and may not be separated from ownership of the Lot or Parcel to which the membership is attributable. If any Lot or Parcel is owned by two or more Persons, whether by joint tenancy, tenancy in common, community property or otherwise, each such Person shall be considered a Member but the membership as to such Lot or Parcel shall be joint, and such Persons shall jointly designate to the Association in writing one of their number who shall have the power to vote said membership, and, in the absence of such designation and until such designation is made, the Board shall either (a) make such designation, in which event such designation shall be binding for all purposes; or (b) declare that until all Persons who together hold such membership jointly make such written designation, the vote(s) attributable to such membership under this Declaration shall not be cast or counted on any questions before the Members. So long as the Class B membership is in existence, no Class B Member shall at the same time be a Class A Member nor shall a Class B Member have any Class A votes, and the membership and number of votes of the Class B Member shall be determined in accordance with Subsection 3.3.2.

3.1.1 Number of Votes. Subject to Section 3.3 below, each Owner (other than Declarant, so long as the Class B membership is in existence) shall have the following applicable number of votes in the Association:

(a) One vote for each Lot owned by such Owner;

(b) In the case of the Owner of a Single Family Parcel or Condominium Parcel which has not been divided into Lots by a Recorded subdivision plat or other Recorded instrument, one vote for each Dwelling Unit permitted upon the Parcel under the applicable Tract Declaration, or if no Tract Declaration has been Recorded with respect to such Parcel, then one vote for each Dwelling Unit permitted upon such Parcel under the then current Master Development Plan. If a subdivision plat or other

instrument creating Lots is Recorded covering all or part of such Parcel, then the votes attributable to the Lots shall be determined pursuant to Subsection 3.1.1 (a) above, and the number of votes held by the Owner of such Parcel as Owner of the portion of such Parcel not so divided into Lots (if any) shall be equal to the number of Dwelling Units permitted on such Parcel pursuant hereto less the number of votes determined pursuant to Subsection 3.1.1 (a) above. If a Tract Declaration or subdivision plat for such Parcel is thereafter Recorded for a different number of Dwelling Units, the number of votes shall be adjusted to reflect the actual number of Dwelling Units as set forth in such Tract Declaration or Recorded subdivision plat. All votes attributable to such Parcel (as opposed to votes attributable to Lots created from such Parcel) shall cease when the property ceases to be a Parcel because all of the area therein is platted (or otherwise divided into Lots) or dedicated to the public.

**UNANIMOUS CONSENT OF DIRECTORS
IN LIEU OF SPECIAL MEETING OF DIRECTORS OF
TROON RIDGE HOMEOWNERS ASSOCIATION**

The undersigned Directors of Troon Ridge Homeowners Association , an Arizona non-profit corporation (the "Corporation"), hereby consent to the following action taken without a meeting as permitted by A.R.S. 10-1095 and the By-Laws of the Corporation:

WHEREAS the Association has a Declaration and By-Laws, and,

WHEREAS of the By-Laws and Article V, Section 3 of the Declaration empower the Board of Directors to enforce the Declaration and Rules and Regulations,

NOW, THEREFORE, BE IT RESOLVED THAT the Association will enforce said Declaration, By-Laws, and Rules and Regulations with the following procedure:

SCHEDULE OF NOTICES AND FINES:

1. **First Notice of Violation** - Letter sent to Owner describing the violation and requesting correction within fourteen days. Letter states that violations not corrected are subject to fines.
2. **Second Notice of Violation** - Letter sent to Owner describing violation and stating that a \$25.00 fine will be imposed if the violation is not corrected within fourteen days. Owner has a right to request a hearing.

Should a fine be imposed on the violator, standard collection action will be pursued which includes filing a lien for nonpayment of the fine.

3. **Third Notice of Violation** - Letter sent to Owner advising that a \$50.00 fine has been imposed as a result of the violation and stating that further fines or legal action will result if violation is not corrected within fourteen days. Letter further states that after fourteen days a \$100.00 fine will be imposed and that the Association will refer the matter for legal action.

This consent shall be deemed effective as of April 1, 1999 and shall be filed with the minutes of the proceedings of the Corporation.

Dan Smith

Gary Jones

Dan Hammons

Bob Suzenski

*never
acted on.*

**CERTIFICATE OF AMENDMENT
TO THE BYLAWS OF
TROON RIDGE COMMUNITY ASSOCIATION**

Troon Ridge Community Association ("Association") hereby amends the Bylaws of Troon Ridge Community Association, along with any amendments that may exist thereto ("Bylaws"), as set forth below:

Article III, Section 9 of the Bylaws is hereby amended in its entirety to state as follows:

The presence, in person or by absentee ballot, of members holding thirty percent (30%) of the eligible votes in the Association shall constitute quorum for any meeting and action of the members unless the Declaration, the Articles of Incorporation or these Bylaws provide otherwise.

The President of the Association hereby certifies that these Amendments were approved by the required percentage of Members and adopted in accordance with the Bylaws.

DATED this 22nd day of May, 2012.

Troon Ridge Community Association, an Arizona non-profit corporation

Signature: Sonia Levy

Printed Name: SONIA LEAVY