

**REVISED BY-LAWS  
OF  
HILLCREST BAY, INC.  
As amended**

**2011-04471**

**Originally recorded 10-26-2011**

**2024-00394**

**2nd Amendment to the Revised  
By-laws recorded 02-05-2024**

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2  
3 **REVISED BY-LAWS**  
4 **OF**  
5 **HILLCREST BAY, INC.**  
6 **As amended**

7  
8 **ARTICLE I**  
9 **NAME**

10  
11 The name of the corporation is HILLCREST BAY, INC., hereinafter referred to as the Association.  
12

13 **ARTICLE II**  
14 **PRINCIPAL OFFICE**

15  
16 The principal office of the corporation shall be located at Hillcrest Bay, a duly recorded sub-division in  
17 the County of La Paz, State of Arizona, but meetings of members and directors may be held at such  
18 places within the State of Arizona as may be designated by the Board of Directors.  
19

20 **ARTICLE III**  
21 **DEFINITIONS**

- 22  
23 a) "Association" shall mean and refer to HILLCREST BAY, INC. a non-profit  
24 Corporation, organized and existing under the laws of the State of Arizona.  
25 b) The "properties" shall mean and refer to that certain real property described  
26 in the Declaration of Restrictions, Lots 2-273 inclusive, Hillcrest Bay Mobile  
27 Manor, according to the Plat of Record in the Office of the County Recorder  
28 of, La Paz County, Arizona in Book 5 of Plats, Page 106 thereof.  
29 c) "Common properties" shall mean and refer to parks, playgrounds, swimming  
30 pools, golf courses, commons, streets, footways including buildings,  
31 structures, personal properties incident thereto, and any other properties  
32 owned and maintained by the Association for the common benefit and  
33 enjoyment of the residents within the properties.  
34 d) "Lot" shall mean and refer to any plot shown upon any recorded sub-division  
35 map of the properties with the exception of the common properties.  
36 e) "Member" shall mean and refer to all those owners who are members of the  
37 Association.  
38 f) "Owner" shall mean and refer to the contract purchaser or the record owner,  
39 whether one or more persons of any Lot in the properties.  
40 g) "Declaration of Restrictions" shall mean and refer to the Declaration of  
41 Covenants, Conditions and Restrictions applicable to the properties recorded  
42 in the office of the County Recorder, of La Paz County, Arizona.  
43

44 **ARTICLE IV**  
45 **MEMBERSHIP**

46  
47 A Member of the Association is every person or entity including the declarant who is a record owner of  
48 a fee or undivided fee interest in or a contract purchaser of any Lot which is subject to covenants of

49 record and to assessment by the Association. Ownership of a Lot in the properties shall be the sole  
50 qualification for membership.

51

52 **ASSESSMENT**

53

54 The rights of Membership are subject to the payment of monthly and special assessments levied by the  
55 Association, the obligation of which assessment(s) is imposed against each owner of and becomes a  
56 lien upon the property against which such assessment(s) are made and provided by the By-Laws, and  
57 the Declaration of Restrictions as recorded in the Office of the Recorder of La Paz County, Arizona.  
58 After one (1) year of non-payment of dues and assessments, a letter will be sent to the owner and  
59 foreclosure proceedings will be instituted. Any special assessment(s) above annual dues for major  
60 programs are to be approved by fifty-one percent (51%) of general members present at a general  
61 membership meeting.

62 Sixty (60) days after the dues and assessment billing date, interest will begin being charged and accrue,  
63 as determined by the board at the then legal rate. After 180 days a lien will be filed for all past due  
64 assessment(s), dues, interest and costs. After one (1) year and every year thereafter on non-payment of  
65 dues and assessment(s), a letter shall be sent to the property owner notifying him/her that a lien has  
66 been placed upon his/her Lot(s).

67 Foreclosure or other legal proceedings may then be instituted for unpaid balances and costs after one  
68 year or when the past due assessment amount exceeds \$1200.00 per ARS 33-1807A. When two or  
69 more contiguous Lots are utilized for one domicile, even though a Lot-tie affidavit may have been  
70 executed and recorded, the Lots will remain separate Lots in accordance with the Hillcrest Bay Mobile  
71 Manor plat for the purpose of levying any amount due the Homeowners Association. Should one (1) lot  
72 be divided to enlarge side Lots on either side, each property owner(s) of the divided Lot will be  
73 charged his proportionate percentage of dues and assessments in addition to that levied for each full  
74 Lot.

75

76 **SUSPENSION**

77

78 The membership rights of any person whose interest in the properties is subject to assessment(s) will be  
79 suspended by action of the Directors during the period when the assessment(s) remains unpaid. A  
80 Thirty (30) day notification must be mailed to the member prior to suspension. The Member is to be  
81 informed that he/she has a right to be heard at the next scheduled meeting of the Board of Directors or  
82 respond in writing up to Five (5) days before suspension takes effect. Once suspended, upon payment  
83 of such assessment(s), his/her rights and privileges shall be automatically restored.

84

85 The Board of Directors may set forth additional rules and regulations as they deem necessary. Violation  
86 of such rules and regulations shall be grounds for suspension, provided a written notice and opportunity  
87 to be heard is first provided. When the violation of said rules and regulations has ceased, membership  
88 rights shall be automatically reinstated.

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**ARTICLE V**  
**VOTING RIGHTS**

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Members shall be entitled to one (1) vote for each Lot in which they hold the interest required for  
membership. When more than one person holds such interest in any Lot, all such persons shall be  
members, but the vote for each Lot shall be exercised by one (1) member. If a Member owns a portion

98 of a lot, then that fraction (fractional voting) will be counted as a partial (fractional) vote.  
99

100  
101 **ARTICLE VI**  
102 **ASSOCIATION PURPOSES AND POWERS**  
103 **RIGHTS AND DUTIES OF**  
104 **ASSOCIATION AND ITS MEMBERS**  
105

106 The purposes for which the Association has been organized are set forth in its Articles of Incorporation.  
107 The Association and its members shall have all the powers, rights, duties and obligations set forth in  
108 the Articles of Incorporation by these By-Laws and rules and regulations pursuant thereto, including  
109 recorded restrictions of the properties and as any of the same may be duly adopted or amended, and in  
110 accordance with the laws of the State of Arizona. It is the Member's responsibility to notify the  
111 Association of a change of ownership, name, billing or mailing address, e-mail address (if available)  
112 and an emergency phone number.  
113

114 **ARTICLE VII**  
115 **DIRECTORS**  
116

117 The authorized number of Directors of the corporation shall not be less than three (3) nor more than  
118 nine (9), pursuant to the Articles of Incorporation. ~~\*Directors may serve for the term of two~~  
119 ~~(2) consecutive two (2) year terms unless he/she resigns or is removed, Any board Member who~~  
120 ~~resigns, is removed or completes his second term cannot be considered for re-election to a new term~~  
121 ~~for two (2) years. Directors seeking a second two (2) year term must be voted on by the general~~  
122 ~~Membership. \* Directors shall serve a term of two (2) consecutive years unless he/she resigns or is~~  
123 ~~removed. NO TERM LIMITS AS AMENDED 02-05-2024~~  
124

125 Elections for Directors to replace Board members who have completed their term shall be held each  
126 year at the general Membership meeting. To the extent possible elections are to be staggered by the  
127 board with at least Three (3) or Four (4) Directors being elected each year.  
128

129 The term of office for any Director may be changed prior to the upcoming election by the Board  
130 of Directors provided, however, that any Director shall serve for the duration of the term for which he/  
131 she is elected, and no action of the Board of Directors nor modification of these By-Laws shall be  
132 deemed to shorten nor modify that term of office.  
133

134 Directors shall, unless otherwise provided for, be elected at the annual meeting of the membership. In  
135 the event of the resignation, death or inability of a Director to act, the vacancy so created may be filled  
136 by a majority vote of the Board of Directors and the Director so appointed shall serve until the next  
137 annual meeting of the membership.  
138

139 Any Director may be removed from the Board with or without cause by a majority vote of the  
140 Members of the Association present and entitled to vote at a meeting of the Members. The  
141 Membership must be notified. In the event a meeting is called for the purpose of removing a Member  
142 of the Board of Directors, a notice calling for said meeting shall specifically state the purpose of the  
143 meeting, the name of the Director to be removed and the reason. A petition signed by at least 25%  
144 of the voting members is required.  
145

146 No Directors shall receive compensation for any service he/she may render to the Association however;  
any Director may be reimbursed for his/her actual expenses incurred in the performance of his/her duty,  
including out-of-pocket expenses for travel, supplies, etc. upon approval of the board. A credit equal to

147 one year's dues for one lot will be issued for each elected or appointed year he/she serves or a portion  
148 thereof.

149 The credit will be issued after the annual billing date. When a Director does not serve a complete term,  
150 at the discretion of the Board of Directors, a portion of the credit may be deducted.

151  
152 The Director shall have the right to take any action in the absence of a meeting which they could take  
153 at a meeting by obtaining the written approval of all Directors. Any action so approved shall have the  
154 same effect as though taken at a meeting of the Directors and said written approval shall be deemed to  
155 be a waiver of notice thereof, and shall be binding upon the Association.

156  
157 The private property of each and every Officer, Director or Shareholder of the corporation or member  
158 of the corporation shall at all times be exempt from all debts and liabilities of the corporation.

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160

**ARTICLE VIII**  
**NOMINATION AND ELECTION**  
**OF DIRECTORS**

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164 Nomination for election to the Board of Directors shall be made by a Nominating Committee from the  
165 General Membership. Nominations may also be made from the floor at the annual (General) meeting  
166 and those nominations will be added to the ballot as a write in candidate. The Nominating Committee  
167 shall make as many nominations for election to the Board of Directors as it deems necessary, but not  
168 less than the number of vacancies that are to be filled. Such nominations may be made from among  
169 members only. Ninety days prior to the annual meeting, letters will be sent to all members asking for  
170 nominations. These letters of nominations must be returned within twenty days. Candidate's letters of  
171 nomination will be sent to all members and will also be read at the annual general meeting prior to  
172 voting.

173

174 Election to the Board of Directors shall be by secret written ballot. At such election each member  
175 entitled to vote shall have the right to vote in person or by absentee ballot one (1) vote may be cast for  
176 each Lot owned by him/her for as many persons as there are Directors to be elected. Cumulative voting  
177 shall be permitted whereby each voter may cast as many votes as there are Directors to be elected or for  
178 any one (1) Director. When cumulative voting is applied, the members may cast one (1) vote for each  
179 person nominated or cast all of the votes for one or more persons or split their votes among all persons  
180 nominated. In no event may he/she cast more than the total number of votes permitted by cumulative  
181 voting, to wit: The number of votes he/she is entitled to cast multiplied by the total number of Directors  
182 to be elected. The person or persons receiving the largest number of votes shall be elected and shall  
183 take office at the conclusion of the Annual Meeting.

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**ARTICLE IX**  
**POWER AND DUTIES OF**  
**THE BOARD OF DIRECTORS**

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**The Board of Directors shall have the following powers:**

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(a) To call special meetings of its Members whenever it is deemed necessary and it shall call a  
191 meeting at any time upon the written request of one-fourth (1/4) of the voting Membership.

192

(b) To appoint and remove at pleasure all Officers, agents and employees of the Association, to  
193 prescribe their duties, fix their compensation, and require of them such security or fidelity  
194 bond as it may in its discretion deem necessary.

195

(c) To establish, levy, assess and collect the assessment(s) or charges referred to herein, and

- 196 those that my hereinafter be approved by the Board of Directors of its Membership.  
197 (d) To adopt and publish rules and regulations governing the use of the Common Properties and  
198 the personal conduct of the Members and their guests thereon.  
199 (e) To exercise for the Association all powers, duties, and authority vested in or delegated to  
200 this Association, except those reserved to the Membership.  
201 (f) In the event any member of the Board of Directors shall be absent from three (3)  
202 consecutive or four (4) regular Board meetings, in a given elected-term year, of the Board of  
203 Directors, the Board shall by action taken at that regular scheduled Board meeting for which  
204 notice has been fully given at which said third consecutive or fourth absence occurs, declare  
205 the office of said Director to be vacant. The Board members by majority vote will then take  
206 appropriate action to appoint and fill the vacancy. The office may be offered to the next  
207 highest vote nominee at the last Annual Meeting.  
208 (g) To perfect and foreclose a lien against any property for which annual or special assessments  
209 imposed by the Board are not paid, as described in the Declarations of Restrictions.  
210 (h) To restrict street parking of vehicles larger than passenger cars and suvs in order :  
211 1) To keep the narrow streets open in the interest of safety.  
212 2) To protect the streets from damage.  
213 3) To require larger vehicles to park in the mail box area for a limited time.  
214

215 **It shall be the duty of the Board of Directors:**

- 216 a) To cause to be kept a complete record of all its acts and corporate affairs and to present a  
217 statement thereof to the Members at the annual meeting, and to call a special meeting of the  
218 Membership when requested in writing to do so by one-fourth (1/4) of the voting  
219 Membership.  
220 b) To supervise all officers, agents and employees of the Association and enforce the  
221 performance of their duties.  
222 c) To fix the amount of the assessment(s) against each Lot for each assessment period at least  
223 thirty (30) days in advance of such date or period, and to prepare a roster of the Properties  
224 and assessment(s) applicable thereto The Board of Directors shall send written notice of each  
225 assessment(s)  
226  
227 d) To issue or cause to be issued upon demand by any member a certificate setting forth  
228 whether any assessment(s) has been paid. Such certificate shall be conclusive evidence of  
229 any assessment(s) therein stated to have been paid.  
230 e) To procure and maintain adequate liability and hazard insurance on the property owned by  
231 the Association, provided however that the members of the Board of Directors shall not be  
232 personally liable for failure to do so.  
233 f) To cause all Officers contractors or sub-contractors having fiscal responsibility to be bonded  
234 as it may deem appropriate and necessary.  
235 g) To obtain and hold homeowner construction and remodel security monies when approving  
236 any project to insure that:  
237 1) The street in front of the property under construction is kept clean and free of  
238 damage during and after construction is completed.  
239 2) The landscaping is such that dirt, rocks and other materials are retained on the  
240 property and not allowed to slide or wash into the streets.  
241 3) Then return the security monies to the property owner provided there is a Review of  
242 the completed project by the Building Permit Board Member and approved by the  
243 Board of Directors.  
244

245 **ARTICLE X**  
246 **MEETING OF DIRECTORS**

247  
248 The first Board of Directors shall meet annually and thereafter regular meetings of the Board of  
249 Directors shall be held not less than \*~~nine (9)~~ times per elected year. Notice of Board meetings will  
250 be posted at least ten (10) days in advance at such place and hour as may be fixed from time to time  
251 by resolution of the Board. **\*four (4) AMENDED 02-05-2024**

252  
253  
254 Special meetings of the Board of Directors shall be held when called by the President of the  
255 Association or by any two (2) Directors after not less than three (3) days' notice to each Director in  
256 writing, in person, by telephone, by e-mail or other means of communication. Notice of Special  
257 Meetings must be posted forty-eight hours in advance at such place and hour as may be fixed from time  
258 to time by resolution of the board.

259  
260 The Transaction of any business of the Board of Directors however called and noticed or wherever held  
261 shall be valid as though made at a meeting duly held after regular call and notice of a quorum is present  
262 and if either before or after the meeting each of the Directors not present signs a written waiver of  
263 notice or consent to the holding of such meeting or an approval of the Minutes thereof. All waivers,  
264 consents or approvals shall be filed with the corporate records and made a part of the Minutes of the  
265 meeting.

266  
267 The majority of the Members of the Directors shall constitute a quorum for the transaction of business.  
268 Every act or decision done or made by a majority of the Directors present at a meeting duly held at  
269 which a quorum is present shall be regarded as an act of the Board.

270  
271 Board Members may vote by e-mail on an urgent need as determined by the President or Vice  
272 President. When done, that vote is to be ratified at the next board meeting and recorded in the minutes.

273  
274 **ARTICLE XI**  
275 **OFFICERS AND THEIR DUTIES**

276  
277 The Officers of the Association shall be a President and Vice President who shall at all times be  
278 members of the Board of Directors, a Secretary and a Treasurer and such other officers as the Board  
279 may from time to time by resolution authorize and appoint.

280  
281 These Officers shall be elected during the first meeting of the Board of Directors and following each  
282 annual meeting thereafter, except as to filling vacancies that may occur.

283  
284 The Officers of the Association shall hold office for two (2) years unless he/she shall sooner resign or  
285 shall be removed, die or is otherwise disqualified to serve. This election is conducted directly after the  
286 Annual General Membership meeting.

287  
288 The Board may elect such other Officers as the affairs of the Association may require, each of whom  
289 should hold office for such a period, have such authority to perform such duties as the Board may from  
290 time to time determine and prescribe.

291  
292 Any Officer may be removed from office with or without cause by the Board after due consideration.  
293 Any Officer may resign at any time by giving a written notice to the Board, the President or the

294 Secretary. Such resignation shall take effect on the date of receipt of such notice, or at any later time  
295 specified thereon.

296

297 A vacancy in any office may be filled in the manner prescribed for regular election. The new Officer  
298 elected to such vacancy shall serve the remainder of the term of the officer he/she replaces. At the end  
299 of this term the new Officer will be required to stand for election to remain on the Board at the next  
300 annual general meeting by the general membership.

301

302 The offices of Secretary and Treasurer may be held by the same person provided, however, that no  
303 person shall simultaneously hold more than one (1) of any other offices herein created.

304

305 **The duties of the officers are as follows:**

306

307

#### **PRESIDENT**

308

309 (a) The President shall preside at all meetings of the Board of Directors, shall see that the orders  
310 and resolutions of the Board are carried out, shall sign all leases, mortgages, deeds and other written  
311 instruments and promissory notes and all other documents necessary to carry out the business of the  
312 Corporation.

313

314

#### **VICE-PRESIDENT**

315

316 (b) The Vice-President shall act in the place and stead of the President in the event of his/her  
317 absence, inability or refusal to act and shall exercise and discharge such other duties as may be required  
318 of him by the Board.

319

320

#### **SECRETARY**

321

322 (c) The Secretary shall record the votes and keep the Minutes of all meetings and proceedings of  
323 the Board of Directors and of the Membership, keep the corporate seal of the Association and affix it to  
324 all papers as required, serve notice of meetings of the Board and of the Membership and keep  
325 appropriate current records showing the Members of the Association, together with their addresses and  
326 shall perform such other duties as the Board may from time to time require.

327

328

#### **TREASURER**

329

330 (d) The Treasurer shall receive and deposit in the appropriate bank accounts all monies of the  
331 Association and shall disburse such funds as directed by the Board of Directors. He/she shall sign  
332 checks and co-sign promissory notes of the Association, keep proper books of account, cause an annual  
333 audit, review or compilation of the Association books to be made by a Certified Public Accountant or  
334 an independent agent or committee at the completion of each fiscal year, and shall prepare an annual  
335 statement of income and expenditures and present same at the regular meeting of the membership, and  
336 deliver a copy of same to each member present. When banking is done electronically, the Treasurer is  
337 to provide to the board a paper copy each month of the current statement showing payee, amount and  
338 day in sequence.

339

340

#### **ARTICLE XII**

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#### **MEETINGS OF MEMBERS**

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343 An annual meeting of the Membership shall be held each year at a time and place to be determined by  
344 the Board of Directors and notice thereof shall be given at least ten (10) days prior to in writing to the  
345 last known address of the Member.

**\*\$20,000 AMENDED ON 02-05-2024**

346  
347 The Board of Directors shall not incur over ~~\$9,000.00~~ in expenditures on a specific project without  
348 fifty-one percent (51%) approval of the quorum at the General Membership or special meetings.

349  
350 Special meetings of the Membership may be called at any time by the President, by the Board of  
351 Directors, or upon written request of the Members who are entitled to vote, one-fourth (¼) of all the  
352 votes of the entire Membership.

353  
354 The presence of one-fifth (20%) of the Members entitled to cast votes, shall constitute a quorum for  
355 any act governed by these By-Laws. Any action governed by the Articles of Incorporation or by the  
356 Declaration of Restriction applicable to the property shall require a quorum as provided therein. Votes  
357 cast by absentee ballot or other forms of delivery are valid for the purpose of establishing a quorum.

358  
359  
360 Property held by the Association shall not have any voting powers.

361  
362 At all corporate meetings of members each member may vote in person or by absentee ballot.

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368 **ARTICLE XIII**  
369 **BOOKS AND RECORDS**

370  
371 The books, records and papers of the Association shall be subject to the inspection by any Member by  
372 appointment with the Secretary of the Association.

373  
374 **ARTICLE XIV**  
375 **AMENDMENTS**

376  
377 These By-Laws may be amended at a regular or special meeting of the Members by a vote of a  
378 majority of a quorum of the Members present in person and by absentee ballot provided that those  
379 provisions of these By-Laws which are governed by the Articles of Incorporation may not be amended  
380 except as provided for in the Articles of Incorporation or the applicable state law.


381  
382 In the event of a conflict between the Article of Incorporation, Declarations of Restrictions and these  
383 By-Laws, then in that event the Articles of Incorporation and the Declaration of Restrictions shall  
384 prevail.

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IN WITNESS WHEREOF, we being the Directors of HILLCREST BAY HOMEOWNER ASSOCIATION have hereunto set our hands this 23 day of October, 2011


  
President John Sears

  
Vice-President Robyn Stein

CERTIFICATION

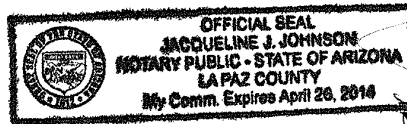
I, the undersigned, do hereby certify: That, I am the duly elected and acting Secretary of HILLCREST BAY INC. an Arizona non-profit corporation, and that the foregoing By-Laws constitute the original amended By-Laws of said Association as adopted at a meeting of the Board of Directors thereof held on the 24<sup>h</sup> day of September, 2011

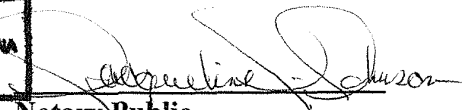
IN WITNESS WHEREOF, I have hereunto subscribed my name on this 23 day of October, 2011

  
Secretary Joy Muzic

On this 23 day of October, 2011, before me, the undersigned Notary Public, personally appeared Joy Muzic, who acknowledged him/herself to be the Secretary of HILLCREST BAY INC, an Arizona Corporation and that he/she being authorized to do so, executed the foregoing instrument.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



  
Notary Public

**WHEN RECORDED RETURN TO:**

Hillcrest Bay, Inc. Homeowners Association  
c/o Amy Telnes Management Services  
2563 N Kiowa Blvd.  
Lake Havasu City, AZ 86403

**AMENDMENT TO THE  
REVISED BY-LAWS OF  
HILLCREST BAY, INC.**

**AMENDMENT TO THE  
REVISED BY-LAWS  
OF  
HILLCREST BAY, INC.**

This Amendment to the Revised By-Laws of Hillcrest Bay, Inc. (the “Amendment”) is made as of this 23rd day of September 2023 by Hillcrest Bay, Inc., an Arizona nonprofit corporation (the “Association”).

**RECITALS**

A. The Revised By-Laws of Hillcrest Bay, Inc. were adopted as amended at a meeting of the Board of Directors of the Association on September 24, 2011 and recorded as Fee No. 2011-0447, official records of the La Paz County Recorder, State of Arizona (the “Bylaws”).

B. Pursuant to Article XIV of the Bylaws, the Bylaws may be amended at a regular meeting of the Members by a vote of a majority of a quorum of the members present in person and by absentee ballot.

C. This Amendment has been approved as required by Article XIV above.

**AMENDMENT**

NOW, THEREFORE, the Bylaws are amended as follows:

1. Article XII of the Bylaws is amended to increase the expenditure limit for the Board from \$9,000 to \$20,000, as follows:

The Board of Directors shall not incur over \$20,000.00 in expenditures on a specific project without fifty-one percent (51%) approval of the quorum at the General Membership or special meetings.

All other provisions of Article XII shall remain the same.

2. Article VII of the Bylaws is amended to remove term limits for Board members, as follows:

The authorized number of Directors of the corporation shall not be less than three (3) nor more than nine (9), pursuant to the Articles of

Incorporation. Directors shall serve a term of two (2) consecutive years unless he/she resigns or is removed.

All other provisions of Article VII shall remain the same.

3. Article X of the Bylaws is amended to reduce the number of required Board meetings per year from nine to four, as follows:

The Board of Directors shall meet annually and thereafter regular meetings of the Board of Directors shall be held not less than four (4) times per elected year. Notice of Board meetings will be posted at least ten (10) days in advance at such place and hour as may be fixed from time to time by resolution of the Board.

All other provisions of Article X shall remain the same.

Except as expressly amended by this Amendment, the Bylaws shall remain in full force and effect. In the event of any conflict or inconsistency between this Amendment and the Bylaws, this Amendment shall prevail. Unless otherwise expressly defined herein, each capitalized term used in this Amendment shall have the meaning given to such term in the Bylaws and the Revised Declaration of Restrictions for Hillcrest Bay Mobile Manor, recorded as Fee No. 2004-05453, official records of the La Paz County Recorder, State of Arizona.

IN WITNESS WHEREOF, Hillcrest Bay, Inc. an Arizona nonprofit corporation, has executed this Amendment to the Bylaws as of the date first written above.

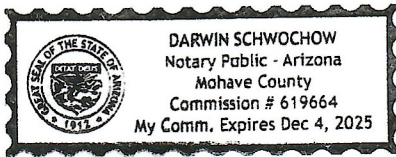
*(Signature pages follow.)*

HILLCREST BAY, INC.,  
an Arizona nonprofit corporation

By: [Signature]  
Todd Jasper, President

State of AZ )  
 ) ss.  
County of Mohave )

SUBSCRIBED, SWORN TO AND ACKNOWLEDGED before me this 20<sup>th</sup> day of January, 2024, by Todd Jasper, President of Hillcrest Bay, Inc., an Arizona nonprofit corporation, for and on behalf of the corporation.



[Signature]  
Notary Public

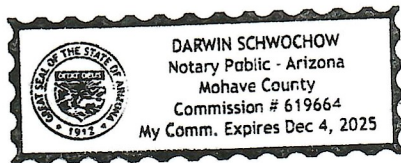
CERTIFICATION

I, Julie Jasper, being the duly elected Secretary of Hillcrest Bay, Inc., hereby certify that the foregoing Amendment to the Bylaws has been approved as required by Article XIV of the Bylaws.

By: [Signature]  
Julie Jasper, Secretary

State of AZ )  
 ) ss.  
County of Mohave )

SUBSCRIBED, SWORN TO AND ACKNOWLEDGED before me this 20<sup>th</sup> day of January, 2024, by Julie Jasper, Secretary of Hillcrest Bay, Inc., an Arizona nonprofit corporation, for and on behalf of the corporation.



[Signature]  
Notary Public