

AMENDMENT TO BYLAWS
OF CROSSWINDS HOMEOWNERS ASSOCIATION

Whereas the ASSOCIATION desires to amend the By-Laws of the ASSOCIATION, as hereinafter provided which amendments have been presented to the Homeowners Association at a meeting duly called for such purpose held in Wilmington NC, on the 17 day of Oct 1998 and

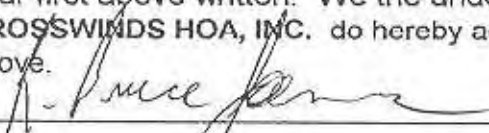
Whereas at said meeting of the Homeowners Association more than two thirds (2/3) of the lot owners in said subdivision were present in person or represented by proxy, and said amendments were approved by more than fifty per cent (50%) of the lot owners as required under Section XIII of the By-Laws

NOW, THEREFORE, in consideration of the premises, the Homeowners Association does hereby amend the By-Laws as follows:

ARTICLE III SECTION 5 IS HEREBY AMENDED TO READ AS FOLLOWS:

SECTION 5. QUORUM: Over twenty percent (20%) of the total number of votes entitled to be cast by the members, present in person, or represented by proxy, shall be requisite to and shall constitute a quorum at all meetings of the members for the transaction of business, except as otherwise required by statute, the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any such meeting of the members, the members entitled to vote there at, present or in person or represented by proxy, shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting originally called.

CROSSWINDS HOA, INC. has caused this amendment to be executed in its corporate name and its corporate seal affixed by its duly authorized officers, all as of the day and year first above written. We the undersigned, being all of the Directors of the CROSSWINDS HOA, INC. do hereby acknowledge the By-Laws to be amended as set forth above.

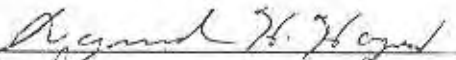


Mary Helen Orth

Earl H. Meaton

Alphonse Buzon

Jay Jant



Lisa Beatty

Guy Bonard

Miriam B. Pflieger

