

AMENDMENT TO TILE BY-LAWS OF
HENDERSON VILLAGE PROPERTY OWNERS ASSOCIATION, INC.

WHEREAS, in accordance with Article VII, Section 7.04 of the By-Laws of Henderson Village Property Owners Association, Inc. ("By-Laws"), the By-Laws may be amended with the approval of Owners to which at least two-thirds (2/3) of the votes which Owners present in person or by proxy at a duly called meeting are entitled to cast; and

WHEREAS, Owners to which at least two-thirds (2/3) of the votes which Owners present in person or by proxy at a duly called meeting were entitled to cast have approved this amendment to the By-Laws;

NOW, THEREFORE, the Declaration is hereby amended as follows:

1.

Article III, Section 3.04 of the By-Laws Is hereby amended by deleting the third sentence thereof and substituting the following therefor:

As provided herein, notice shall be given or sent to each Owner not less than twenty-one (21) days nor more than sixty (60) days prior to each annual meeting of the Association.

IN WITNESS WHEREOF, the undersigned officers of Henderson Village Property Owners Association, Inc., hereby certify that the above amendment to the By-Laws was duly adopted by the required majority of the Association and its membership.

This 3 day of December, 2002

Sworn to and subscribed to before
me this 3 day of December,
2002.

[Signature]
Witness

[Signature]
Notary Public

HENDERSON VILLAGE PROPERTY
OWNERS ASSOCIATION, INC.

By: [Signature] (Seal)
President

Attest: [Signature] (Seal)
Secretary

JOHN T. LUEDER
Notary Public, Cobb County, Georgia
[Notary Seal] My Commission Expires Sept. 22, 2003

[CORPORATE SEAL]

