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HORRY COUNTY

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STATE OF SOUTH CAROLINA)
COUNTY OF HORRY)

ELLE C. RICHARDSON
CLERK OF COURT
AMENDMENT TO BY-LAWS OF
WATER POINTE I HORIZONTAL
PROPERTY REGIME RECORDED IN
DEED BOOK 869, PAGE 803

Deed 869 p. 803

At a meeting of the owners of Water Pointe I Horizontal Property Regime held on March 8, 1985, and by an affirmative vote of the owners of not less than sixty-six (66%) percentage interest in the property based on the percentage interest set forth in Exhibit C attached to the Master Deed, it was decided to amend the original By-Laws of Water Pointe I as follows:

ARTICLE II, MEMBERS MEETINGS, Paragraph D, is hereby deleted in its entirety and substituted in lieu is the following:

ARTICLE II
MEMBERS MEETINGS
PARAGRAPH D

A quorum at members' meetings shall consist of persons entitled to cast fifty-one (51%) percent of the votes of the association. The acts approved by a two-thirds (2/3) majority of the fifty-one (51%) percent of the votes of the association at a meeting in which a quorum is present shall constitute the acts of the members.

ARTICLE III, BOARD OF DIRECTORS, Paragraph E, is hereby deleted in its entirety and substituted in lieu is the following:

ARTICLE III
BOARD OF DIRECTORS
PARAGRAPH E

At the second annual meeting of the membership, the term of each director's service shall be determined by the number of votes he/she receives. The three (3) individuals

HORRY COUNTY ASSESSOR
156-06-21-067 thru 130
Map . Blk Parcel 3/20/85

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receiving the largest plurality of votes shall serve two (2) year terms and the remaining two (2) individuals shall serve one (1) year terms unless he/she is removed in the manner provided elsewhere. Thereafter, as many directors of the association shall be elected at the annual meeting as there are regular terms of office of directors expiring. The terms of each director shall be two (2) years and shall expire at the second annual meeting following their election. The intent being to stagger the term of the directors.

IN WITNESS WHEREOF, the officers of Water Pointe I Property Owners Association, Inc. have hereunto set our hands and seals this 18th day of March, 1985.

WATER POINTE I PROPERTY OWNERS ASSOCIATION, INC.

John D. [Signature]
Frank E. Coley
Dorota A. Swigg
Frank M. Blackburn

BY: *Patti Wilkins*
Patti Wilkins, President

ATTEST: *Sandy Huggins*
Sandy Huggins, Secretary

STATE OF SOUTH CAROLINA)

COUNTY OF HORRY)

I, THE UNDERSIGNED, do hereby certify

THAT I am the duly elected and acting Secretary of
Water Pointe I Property Owners Association, Inc., a South
Carolina corporation; and

THAT the foregoing First Amendment to the By-Laws of
Water Pointe I Horizontal Property Regime was duly passed
at a meeting of the owners by a vote of the owners in
person or by proxy representing sixty-six (66%) percentage
interest in the property base on the percentage interest
set forth in Exhibit "C" attached to the Master Deed.

IN WITNESS WHEREOF, I have hereunto subscribed my
name and seal of said association this 18th day of March,
1985.

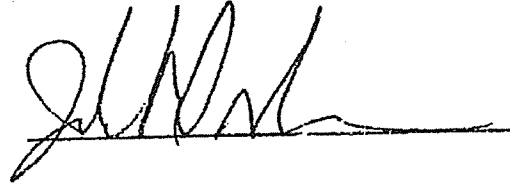
WATER POINTE I PROPERTY
OWNERS ASSOCIATION, INC.

BY: Sandy Huggins
Secretary, Sandy Huggins

STATE OF SOUTH CAROLINA)
COUNTY OF HORRY)

PERSONALLY appeared before me the undersigned witness who, after being duly sworn, deposes and states that she/he saw the within named Water Pointe I Property Owners Association, Inc., by its President, Patti Wilkie, and by its Secretary, Sandy Huggins, Sign, Seal, and as its Act and Deed deliver the within First Amendment to By-Laws of Water Pointe I Horizontal Property Regime and she/he with the above witness subscribed witnessed the execution thereof.

SWORN to before me this
18th day of March, 1985



Peggy G. Sorenson
NOTARY PUBLIC FOR SOUTH CAROLINA

MY COMMISSION EXPIRES
NOVEMBER 29, 1994

Commission Expires: _____



4/9/85