

STATE OF SOUTH CAROLINA ) FIFTH AMENDMENT TO
ANDOVER AT PARK WEST
ASSOCIATION, INC. A PARK WEST
NEIGHBORHOOD DECLARATION OF
COVENANTS, CONDITIONS, AND
RESTRICTIONS

THIS Fifth Amendment to Andover at Park West Association, Inc. a Park West Neighborhood Declaration of Covenants, Conditions, and Restrictions is made this 30<sup>th</sup> day of June, 2014.

## **WITNESSETH THAT:**

WHEREAS, Park West Development, Inc, original Declarant, by Andover at Park West Association, Inc. a Park West Neighborhood Declaration of Covenants, Conditions, and Restrictions dated November 30, 1999, and recorded December 3, 1999, in the RMC Office for Charleston County in Book T-338 at Page 303, as supplemented by First Supplemental Declaration to Andover at Park West Association, Inc. A Park West Neighborhood Declaration of Covenants, Conditions, and Restrictions dated September 16, 2004, and recorded September 23, 2004, in the RMC Office for Charleston County in Book K510 at Page 549, and by Second Supplemental Declaration to Andover at Park West Association, Inc. A Park West Neighborhood Declaration of Covenants, Conditions, and Restrictions dated May 22, 2006, and recorded May 23, 2006, in the RMC Office for Charleston County in Book M584 at Page 703 (herein the "Declaration") made certain properties described therein subject to the Declaration; and

WHEREAS, Declarant no longer has a Controlling Interest in the Andover at Park West Association, Inc. ("Association") and the Association is governed by a Board of Directors ("Board") elected by the Members; and

WHEREAS, Section 8.1 of the Declaration provides that the Declaration may be amended by a vote of not less than seventy-five percent (75%) of the existing Board of Directors, after notice of the proposed amendment is given to the Board in writing by a director proposing the amendment, which notice shall contain a description of the proposed amendment and the general purpose thereof; and

WHEREAS, one of the existing directors has given the Board notice of a proposed amendment providing to amend the number, tenure, and filling of vacancies; and

WHEREAS, after due consideration, the Board of Directors, by the affirmative vote of not less than seventy-five percent (75%) of the existing directors, has adopted the proposed amendment and desires to amend the Declaration, together with the Bylaws attached thereto as Exhibit "B", as set forth herein.

NOW, THEREFORE, the Board of Directors of the Association hereby declares that the Declaration, and Bylaws attached thereto as Exhibit "B", shall be amended as follows:

- 1. Section 4.2.2(A) of the Bylaws is hereby deleted in its entirety and replaced with the following provision:
- A. The successor Board shall consist of not less than three (3) nor more than five (5) individuals. Each Director shall be elected to serve for not less than a one (1) year staggered term nor more than a three (3) year staggered term. Term duration will be determined by the discretion of the Board. The intent to staggered Board members terms will be to prevent all Board members terms from expiring at the same time. It is imperative for Board membership to overlap and insure the continuity of management duties will not be interrupted.
- 2. Section 4.2.2(B) of the Bylaws is hereby deleted in its entirety and replaced with the following provision:
- B. Thereafter, in the absence of the resignation or replacement of a Director(s), Director(s) shall be elected upon expiration of respective term. Term duration will be at the discretion of the Board. It is not necessary that a Director be an Owner and there is no limit on the number of terms that a Director may serve.
- 3. Section 4.8 of the Bylaws is hereby amended by deleting the existing provisions in their entirety and replacing them with the following:

## 4.8. Vacancies.

A. If a vacancy shall occur in the Board by reason of death or resignation of a Director then such vacancy may be filled at the discretion of the Board by (i) not filling the vacancy, (ii) be filled by vote of remaining Directors, (iii) filled by vote of Person(s) then having the right to designate or elect Directors as set forth in Sections 4.2.1 and 4.2.2. If a vacancy shall occur in the Board by reason of removal, then such vacancy shall be solely by vote of Person(s) then having the right to designate or elect Directors. Any Director filled by vote of remaining Directors shall serve for the unexpired term of his predecessor.

IN WITNESS WHEREOF, the undersigned has set its hand and seal the date first written above.

SIGNED, SEALED, AND DELIVERED IN THE PRESENCE OF:	ANDOVER AT PARK WEST ASSOCIATION, INC.
Muselle Wern	By: Jan Muditar Name: Grany Neiderberger Its: President
STATE OF SOUTH CAROLINA )  COUNTY OF CHARLESTON )	ACKNOWLEDGMENT
I, Michael Tecaval , Notary Publido hereby certify that Andover at Park West Association its President, personally appeared before me this day execution of the foregoing instrument.	On, Inc., by <u> </u>
Subscribed to and sworn before me the 30 day of _	June , 2014.
Notary Public, State of South Carolina	
MICHAEL PERCIVAL  NOTARY PUBLIC  SOUTH CAROLINA  My Commission Expires July 17, 2018	

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Extra Reference Cost \$ 
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