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STATE OF SOUTH CAROLINA)
)
 COUNTY OF CHARLESTON) AMENDMENT TO BYLAWS OF
 SOUTHAMPTON POINTE PROPERTY
 OWNERS ASSOCIATION, INC.

THIS AMENDMENT to the Bylaws of Southampton Pointe Property Owners Association, Inc. ("Association") made and entered into as of the 28 day of August, 2013.

WITNESSETH:

WHEREAS, the Master Deed of Southampton Pointe Horizontal Property Regime ("Master Deed") was recorded in the RMC Office for Charleston County, South Carolina on the 29th day of September, 2005, in Book V-555, at Page 464; and

WHEREAS, the Bylaws of the Association ("Bylaws") are attached as Exhibit "E" of the Master Deed; and

WHEREAS, at a Special Meeting of the Association held August 9, 2013, Members of the Association holding at least two-thirds (2/3) of the total votes in the Association voted to amend Article 3, Paragraph A, Section 3.1 of the Bylaws so as require that members of the Board of Directors reside in Charleston County, Berkeley County or Dorchester County, all as hereinafter more specifically set forth.

NOW, THEREFORE, Article 3, Paragraph A, Section 3.1 of the Bylaws is amended as follows:

Add the following sentence after the first (1st) sentence in such Section:

Only those members who reside in Charleston County, Berkeley County or Dorchester County are eligible to serve as a Director on the Board of Directors.

EXCEPT AS AMENDED HEREIN, all other terms and conditions of the Bylaws shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned Vice-President and Secretary of Southampton Pointe Property Owners Association, Inc. have set their hands and seals this 28 day of August, 2013.

WITNESSES:

SOUTHAMPTON POINTE PROPERTY
 OWNERS ASSOCIATION, INC.

Kim R. Wagner

BY: Andrew Evans
 Andrew Evans
 Its: Vice-President

Jerry Watson

Kim R. Wagner

BY: Greg Maciejewski
 Greg Maciejewski
 Its: Secretary

Jerry Watson

CISA & DODDS, LLP
 858 LOWCOUNTRY BLVD
 SUITE 101
 MOUNT PLEASANT, SC 29464

STATE OF SOUTH CAROLINA)
)
COUNTY OF CHARLESTON)

PERSONALLY appeared before me, the undersigned witness, and made oath that (s)he saw the within named SOUTHAMPTON POINTE PROPERTY OWNERS ASSOCIATION, INC. by Andrew Evans, its Vice-President, and Greg Maciejewski, its Secretary, sign, seal and as its act and deed, deliver the within in written instrument, and that (s)he, with the other witness, subscribed above, witnessed the execution thereof.

Kim R. Wagner

SWORN to before me this
28th day of August, 2013.

Jerry Watson
Notary Public for South Carolina
My Commission Expires: 03/12/23

STATE OF SOUTH CAROLINA)
) CERTIFICATION
COUNTY OF CHARLESTON)

We, the undersigned Andrew Evans, its Vice-President, and Greg Maciejewski, its Secretary of Southampton Pointe Property Owners Association, Inc., respectively, do hereby certify that at least two-thirds (2/3) of the total votes in the Association have approved the foregoing Amendment by voting in favor of the said Amendment to Bylaws at a Special Meeting of the Members held August 9, 2013.

WITNESSES:

SOUTHAMPTON POINTE PROPERTY OWNERS ASSOCIATION, INC.

Kim R. Wagner

BY: Andrew Evans
Andrew Evans
Its: Vice-President

Jerry Watson

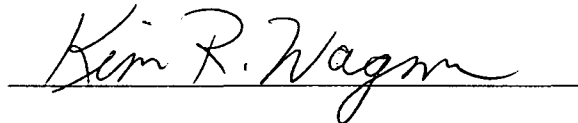
Kim R. Wagner

BY: Greg Maciejewski
Greg Maciejewski
Its: Secretary

Jerry Watson

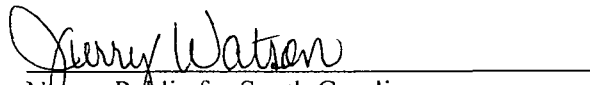
STATE OF SOUTH CAROLINA)
)
COUNTY OF CHARLESTON)

PERSONALLY appeared before me, the undersigned witness, and made oath that (s)he saw the within named SOUTHAMPTON POINTE PROPERTY OWNERS ASSOCIATION, INC. by and through Andrew Evans, its Vice-President, and Greg Maciejewski, its Secretary, sign, seal and as its act and deed, sign the within Certification; and that (s)he, with the other witness, subscribed above, witnessed the execution thereof.



Handwritten signature of Kim R. Wagner over a horizontal line.

SWORN to before me this
28th day of August, 2013.



Handwritten signature of Jerry Watson over a horizontal line.

Notary Public for South Carolina
My Commission Expires: 03/12/23

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RA

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