AMENDMENT TO THE BY-LAWS OF EDGEMERE HOMEOWNERS ASSOCIATION, INC.

WHEREAS, on March 3, 1993, Edgemere Properties, Inc., a Georgia Corporation, filed for record that certain Declaration of Covenants, Conditions, Restrictions and Easements for Edgemere (hereinafter referred to as the "Declaration"), in Deed Book 7181, Page 472, et seq., Cobb County, Georgia records, and the Declaration provides that the Edgemere Homeowners Association, Inc. to be governed by the By-Laws of Edgemere Homeowners Association, Inc. ("By-Laws"); and

WHEREAS, Article VIII of the By-Laws provides that they may be amended by a majority vote of the Board of Directors, subject to the rights of the Owners to later rescind or alter the amendment by a vote of at least 2/3 of the members of the Association; and

WHEREAS, a majority of the Board of Directors have approved these amendments after receiving proper notice of the amendment; and

WHEREAS, the defined terms herein shall have the same terms as provided in the Declaration; and

NOW, THEREFORE, and the By-Laws are hereby amended as follows:

1.

Article II, Section 2.3 of the By-Laws is hereby amended by deleting the last two sentences of Section 2.3 and replacing them thereto with the following:

The Secretary shall mail or deliver to each Lot a notice of each annual meeting of the Association at least twenty-one (21) days prior to each annual meeting. The notice shall state the time and place where it is to be held.

2.

Article II, Section 2.9 of the By-Laws is hereby deleted in its entirety and the following new Section 2.9 is substituted, as follows:

Section 2.9. Quorum. The presence, in person or by proxy at the beginning of the meeting, of Owners entitled to cast twenty-five percent (25%) of the eligible votes of the Association shall constitute a quorum. Once a quorum is established for a meeting, it shall conclusively be presumed to exist until the meeting is adjourned and shall not need to be reestablished. In establishing the total number of eligible votes required for a quorum, if a Lot is shown on the books and records of the Association to be more than thirty (30) days past due in any assessment or charge or, if the voting rights for a Lot have been suspended for any violation, that Lot shall not be counted as an eligible vote. Unless otherwise provided in the Articles of Incorporation of the Association, or in the Declaration, or in the By-Laws, a majority of the votes entitled to be cast by the membership present in person or by proxy at a meeting shall be necessary and sufficient to decide and act upon any question which shall come before the meeting.

3.

Article VII, Section 7.2 of the By-Laws is hereby deleted in its entirety. and the following new Section 7.2 is substituted, as follows:

7.2 Fining and Suspension Procedure. The Board shall not impose a fine or suspend the right to vote unless and until the Association has sent or delivered written notice to the violator as provided in subsection (a) below. However, compliance with this Section 7.2 shall not be required for the following: (i) late charges on delinquent assessments, or (ii) suspension of voting rights if an Owner is shown on the Association's records to be more than thirty (30) days delinquent in any payment due to the Association, in which case suspension of the right to vote shall be automatic.

(a) Notice. If any provision of the Declaration or By-Laws or any Association rule is violated, the Board shall send the violator written notice identifying the violation and fine(s) and/or suspension(s) being

imposed and advising the violator of the right to request a hearing before the Board to contest the violation or the fine(s) and/or suspension(s) or to request reconsideration of the fine(s) and/or suspensions. Fines and suspensions may be effective or commence upon the sending of such notice or such later date specified in such notice, notwithstanding the violator's right to request a hearing before the Board to challenge the fine(s) and/or suspension(s). In the event of a continuing violation, each day the violation continues or occurs again constitutes a separate offense, and fines may be imposed on a per diem basis without further notice to the violator. The written notice must include information regarding the hearing, including who to contact for the hearing, where to contact that person and how long they have to request the hearing (which 10 days as stated below). The notice should state that failure to request a timely hearing as provided in the notice will result in the loss of the right to challenge and request reconsideration of the fines.

(b) Hearing. If a written request for hearing is received from the violator within ten (10) days of the date of the violation notice provided above, then the Board shall schedule and hold in executive session a hearing affording the violator a reasonable opportunity to be heard. The minutes of the meeting shall contain a written statement of the results of the hearing. The Board may establish rules of conduct for such hearing, which may include limits on time and on the number of participants who may be present at one time. Failure to request a timely hearing as provided herein shall result in loss of the right to challenge and request reconsideration of the fines.

4.

Article VII of the By-Laws is hereby amended by adding a new Section 7.3, as follows:

7.3 Additional Enforcement Rights. Notwithstanding anything to the contrary herein contained, the Association, acting through the Board, may elect to enforce any provision of the Declaration, the By-Laws, or the rules and regulations by self-help (specifically including, but not limited to, performing maintenance on any Lot upon a failure by the Lot Owner to do so) or by suit at law or in equity to enjoin any violation or to recover monetary damages or both without the necessity for compliance with the procedure set forth in Section 7.2 of this Article. In any such action, to the maximum extent permissible, the Owner or occupant responsible for the violation for which abatement is sought shall pay all costs, including reasonable attorney's fees actually incurred.

The Association or its duly authorized agent shall have the authority to enter onto any Lot to abate or remove, using such force as may be reasonably necessary, any structure, thing or condition which violates the Declaration, the By-Laws, or the rules and regulations. Except in emergency situations or situations involving repeat violations for which notice hereunder already has been given, or as otherwise specified in the Declaration, entry onto a Lot to abate, alter, or remove a violation shall be made only after ten (10) days written notice to the violating Lot Owner. All costs of self-help or of otherwise enforcing the Declaration, By-laws or Association rules, including reasonable attorney's fees, shall be assessed against the violating Lot Owner. Additionally, the Association shall have the authority to record in the Cobb County land records a notice of violation identifying an uncured violation of the Declaration, By-Laws or rules and regulations regarding the Lot.

IN WITNESS WHEREOF, the undersigned officers of the Edgemere Homeowners Association, Inc. hereby certify that the foregoing amendment was approved by the Board of Directors.

This 24 day of March, 2013.

Sworn to and subscribed before me
this 24th day of March,
2013.

Judith M Etheridge
Witness

Judith M Etheridge
Notary Public
[Notary Seal]

JUDITH M ETHERIDGE
NOTARY PUBLIC
COBB COUNTY, GEORGIA
MY COMM. EXPIRES SEPTEMBER 2, 2015

ASSOCIATION: **EDGEMERE HOMEOWNERS ASSOCIATION, INC.**

By: _____

Attest: _____

[CORPORATE SEAL]