

**Certificate of Amendment to  
Amended and Restated Bylaws of  
Troon Village Association**

WHEREAS, Troon Village Association is governed by the Amended and Restated Bylaws of Troon Village Association ("Bylaws");

WHEREAS, the Bylaws only required the approval of the Board to amend;

WHEREAS, Section 10-11023 of the Arizona Nonprofit Corporation Act states that a bylaw that fixes a greater quorum or voting requirement cannot be adopted by the Board but must be adopted by the new quorum and voting requirement since it is higher than the present requirement;

WHEREAS, the Association proposed amending the Bylaws to require all future amendments to the Bylaws to be approved by a majority of the Members voting on the matter at a meeting held for such purpose;

WHEREAS, at a Special Meeting of the Members of Troon Village Association was held on Tuesday, January 16, 2007;

WHEREAS, at this Special Meeting at which a quorum was present in person or by absentee ballot, a majority of the Members voting in person or by absentee ballot approved the following amendment to the Bylaws;

NOW, THEREFORE, the Association hereby amends the Bylaws as follows:

1. Article 6, Section 6.1 as set forth in the Amended and Restated Bylaws of Troon Village Association is amended to read as follows:

Section 6.1 – Amendments. These Bylaws may be altered, amended or added to by the affirmative vote of fifty-one percent (51%) of the Members voting on the matter, in person or by absentee ballot at any duly called meeting of the Members, provided notice of the meeting shall contain a statement of the proposed amendment

The President of the Association hereby certifies that the above amendment has been adopted by the required percentage of the members.

DATED this 23 day of Jan, 2007.

Troon Village Association

By: 

Its: President