

STATE OF ALABAMA
COUNTY OF BALDWIN

FIRST AMENDMENT TO THE
BY-LAWS OF ROMAR TOWERS CONDOMINIUM, INC.

THIS INSTRUMENT executed on this the 5th day of December, 1986 by Romar Towers Condominium, Inc., for itself and for its successors and assigns.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that pursuant to the By-Laws of Romar Towers Condominium, Inc., as the same appears of record in Miscellaneous Book 47, Page 1357 thru 1371 inclusive, in the Office of the Judge of Probate of Baldwin County, Alabama, Romar Towers Condominium, Inc. does hereby amend and modify the aforesaid By-Laws as follows:

SECTION 36. FISCAL MANAGEMENT.

B. BUDGET

- (1) Current expenses, the amount for which shall not exceed one hundred fifty percent (150%) of the budget for this account for the prior year.
- (2) Reserve for deferred maintenance, the amount for which shall not exceed one hundred fifty percent (150%) of the budget for this account for the prior year.
- (3) Reserve for replacement, the amount for which shall not exceed one hundred fifty percent (150%) of the budget for this account for the prior year.
- (5) Operations, the amount of which may be to provide a working fund or to meet losses, but which shall not exceed one hundred fifty percent (150%) of the budget for this account for the prior year.

IN WITNESS WHEREOF, Romar Towers Condominium, Inc. has caused this instrument to be executed on its behalf by Joseph G. Wheeler, Jr. its President on the day and year first set forth above.

ROMAR TOWERS CONDOMINIUM, INC.

BY: Joseph G. Wheeler, Jr.
President

ATTEST:

Malik S. Green
Its Secretary

Brenda D. Henry
NOTARY PUBLIC

Sworn to and subscribed before
me this 5th day of December, 1986.

MY COMMISSION EXPIRES MAY 8, 1990

CERTIFICATION OF
AMENDMENT TO BY-LAWS
OF
ROMAR TOWERS CONDOMINIUM, INC.

I, Bruce Andrews, as President of Romar Towers Condominium, Inc., hereby certify that the following was duly adopted as an Amendment to the By-Laws of Romar Towers Condominium, Inc.

Pursuant to the By-Laws of Romar Towers Condominium, Inc., an amendment to the By-Laws was duly adopted as follows:

1. Delete Paragraph 9 and substitute in lieu thereof the following:

"9. MEMBERS' VOTE. At any meeting of the members, the owner of each unit shall be entitled to cast a vote corresponding approximately with each unit owner's interest in the common elements, which shall not be cumulative."

Done this _____ day of August, 1984.

ROMAR TOWERS CONDOMINIUM, INC.

By Bruce Andrews
Bruce Andrews, Its President

STATE OF ALABAMA)
)
BALDWIN COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Bruce Andrews, whose name as President of Romar Towers Condominium, Inc. is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 9th day of August, 1984.

Lusan O. Andrews
Notary Public

This instrument was prepared by:

William A. Jackson, Attorney
2204 Lakeshore Drive, Suite 320
Birmingham, Alabama 35209

STATE OF ALABAMA
BALDWIN COUNTY

AMENDMENT TO THE BY-LAWS
OF ROMAR TOWERS CONDOMINIUM, INC.

WHEREAS, this is an Amendment to the By-Laws of Romar Towers Condominium, Inc. ("By-Laws") filed for record on December 14, 1983, in the Office of the Judge of Probate, Baldwin County, Alabama in Miscellaneous Book 47, pages 1357, et seq.; and in accordance with Sections 45 - 47 of the By-Laws a duly authorized meeting was held on January 18, 1997, at 11:15 A.M. at the Office of Meyer Real Estate, Gulf Shores Parkway, Gulf Shores, Alabama, with 28 (28) units present, either in person or by proxy, which represented seventy-five percent of the total percentage of ownership in the condominium and 28 units present, (which represented seventy five percent of the total percentage of ownership in the condominium) voted in favor of amending the By-Laws as following; (i) amending the said By-Laws to limit the number of Directors to no less than 3 nor no more than 5; (ii) amending the said By-Laws so nominations for Directors can be made by the nominating committee and from the floor; (iii) amending the said By-Laws to require a minimum of two scheduled Board meetings per year; (iv) amending the said By-Laws to require 51% or more of the Directors to be present at meeting before a quorum can be established; (v) amending the said By-Laws to allow the Board to assess for common expense emergencies without having to obtain the approval of 50% of the units concerned.

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PAGE 0316

W I T N E S S E T H:

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS THAT:

the By-Laws described above and recorded in Miscellaneous Book 47, pages 1357, et seq., Baldwin County, Alabama Probate Records, is HEREBY AMENDED as follows:

(1.) Section 15 is deleted in its entirety and the following is substituted therein:

15. NUMBER OF DIRECTORS. The affairs of the Association shall be managed by a Board of not less than three (3) directors nor more than five (5) directors. The number of directors shall be determined by a vote of the members at the annual members' meeting and shall serve in accordance with the provisions of these by-laws.

(2.) Section 16. B. is deleted in its entirety and the following is substituted therein:

16. ELECTION OF DIRECTORS.

B. A nominating committee of three (3) members shall be appointed by the Board of Directors not less than thirty (30) days prior to the annual meeting. The committee shall nominate one (1) person for each directorship then serving at the annual meeting.

Nominations shall also be allowed from the floor for each directorship then serving. Should the number of directorships be increased at said annual meeting, then nominations for the additional directors created at the meeting shall be made from the floor.

(3.) Section 19 is hereby amended to add the following sentence to the end of the first and only paragraph in said section, to-wit:

The Board of Directors shall schedule a minimum of two regular meetings between each annual meeting of the members.

(4.) Section 23 is hereby amended by the deletion of the word "fifty" and the number "50" in the first sentence of said Section and the word "fifty-one" and the number "51" is hereby substituted therein.

(5.) Section 38. (ASSESSMENT OF EMERGENCIES.) is hereby deleted in its entirety and the following is substituted therein:

38. ASSESSMENT OF EMERGENCIES. Assessments for common expenses for emergencies that cannot be paid from the annual assessment for common expenses shall be made only after it has been approved by a majority of the Board of Directors and notice of the need for such assessment is given to the unit owners. After it has been approved by the Board of Directors and notice is given, the assessment shall become effective and shall be paid in such manner as the Board of Directors may require in the notice of assessment.

(6.) In all other respects the Declaration of Condominium Ownership of Romar Towers, a condominium, as amended, and the By-Laws are hereby reaffirmed and ratified. In the event of conflict between this amendment and any part of the By-Laws of Romar Towers Condominium, Inc. which relate to the above, this amendment shall be controlling.

IN WITNESS WHEREOF, ROMAR TOWERS CONDOMINIUM INC., an Alabama Non-Profit corporation, has caused this Amendment to the By-Laws to be executed, under seal, by its duly authorized officers, this the 5th day of February, 1997.

ATTEST:

ROMAR TOWERS CONDOMINIUM, INC.,
an Alabama Non-Profit corporation.

BY: Herbert Blagg (SEAL)
ITS: Secretary

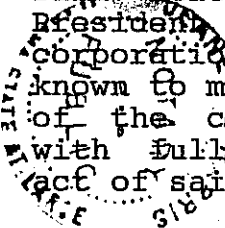
BY: William J. Newark (SEAL)
ITS: President

FILED 735 PAGE 0317

STATE OF Alabama
Baldwin COUNTY

CORPORATE ACKNOWLEDGEMENT

I, the undersigned authority, in and for said county, in said State, hereby certify that William J. Heacock, whose name as President of ROMAR TOWERS CONDOMINIUM, INC., an Alabama Non-Profit corporation, is signed to the foregoing instrument and who is known to me, acknowledge before me on this day that being informed of the contents of the instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.



Given under my hand and official seal, this the 5th day of February, 1997.

Jeanette Harris
NOTARY PUBLIC

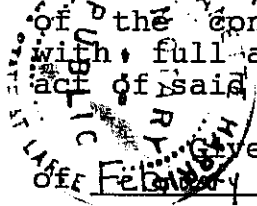
My commission expires: 5/28/97

FILE 735 PAGE 0318

STATE OF Alabama
Baldwin COUNTY

CORPORATE ACKNOWLEDGEMENT

I, the undersigned authority, in and for said county, in said State, hereby certify that Herbert Dagg, whose name as Secretary of ROMAR TOWERS CONDOMINIUM, INC., an Alabama Non-Profit corporation, is signed to the foregoing instrument and who is known to me, acknowledge before me on this day that being informed of the contents of the instrument, he/she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.



Given under my hand and official seal, this the 5th day of February, 1997.

Jeanette Harris
NOTARY PUBLIC

My commission expires: 5/28/97

This instrument prepared by:

Thomas W. Klyce, P. C.
Attorney at Law
Post Office Box 2301
Gulf Shores, Alabama 36547

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BOOK 735 PAGE 18
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JURSE OF PROBATE

RECORD FILE
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