

AMENDMENT TO BY-LAWS OF  
THE SAINT CHARLES GARDENS  
HOMEOWNERS ASSOCIATION, INC.

\* UNITED STATES OF AMERICA  
\* STATE OF LOUISIANA  
\* PARISH OF ORLEANS  
\* CITY OF NEW ORLEANS

\* \* \* \* \*

BE IT KNOWN, that on the 17<sup>th</sup> day of April, 2008,

BEFORE ME, the undersigned Notary Public, duly commissioned and qualified in and for the State and Parish hereinabove set forth, and in the presence of the undersigned competent witnesses, personally came and appeared:

THE SAINT CHARLES GARDENS HOMEOWNERS ASSOCIATION, INC., a Louisiana non-profit corporation domiciled in the Parish of Orleans, State of Louisiana, represented herein by its Secretary, William Goodwin

MAILING ADDRESS: 3915 ST. CHARLES AVENUE, NEW ORLEANS, LOUISIANA 70115

TAXPAYER ID No.: XX-XXX3356

(hereinafter referred to as the "Association")

who declared to me, Notary, that:

WHEREAS, the Declaration Creating and Establishing a Condominium Regime for The Saint Charles Gardens Condominium, dated October 19, 2004, was recorded on October 22, 2004, Notarial Archives No. 2004-53768, Conveyance Instrument No. 294178 of the conveyance records of Orleans Parish, Louisiana (hereinafter the "Condominium Declaration"); and

WHEREAS, a First Amendment to the Condominium Declaration, dated November 17, 2004 was recorded in Notarial Archives No. 2004-63583, Conveyance Instrument No. 297795; and

WHEREAS, capitalized terms not otherwise defined herein have the meanings assigned to them in the Declaration; and

WHEREAS, the By-Laws of the Association are attached as Exhibit "D" to the Declaration; and

WHEREAS, under and by virtue of Article XI of the Articles of Incorporation of the Association (the "Articles"), a copy of which is attached as Exhibit "C" to the Declaration, the By-Laws of the Association may be amended by the Board of Directors of the Association, subject to the approval of not less than sixty-six and sixty-six hundredths (66.66%) percent of the Owners as provided in Article V(E.) of the Articles; and

WHEREAS, an amendment to the By-Laws relative to the terms of office of Directors, the text of which is set forth below, was duly adopted in accordance with the procedures set forth in Article XI of the Articles, including the amendment's approval by the Board of Directors on February 7, 2008 and by more than sixty-six and sixty-six hundredths (66.66%) percent of the votes of Owners; and

WHEREAS, Exhibit "D" to the Declaration, which sets forth the By-Laws of the Association, should be amended to incorporate the amendment to the By-Laws:

NOW, THEREFORE, the Association hereby amends Exhibit "D" to the Declaration, which sets forth the By-Laws of the Association, in order to incorporate the following amendment to the By-Laws set forth below:

#### AMENDMENT

Article XII, Section 1 of the By-Laws is amended by adding the following paragraph after the last paragraph in Section 1:

The term of the First Board expired effective May 12, 2007. The initial terms of the Directors elected by the Owners on May 12, 2007, ends at the Owners' Annual Meeting in May, 2008. Thereafter, effective at the Owners' Annual Meeting in May, 2008, the election of Directors shall be for terms staggered in the following manner: one Director's term until April 30, 2009, two Directors' terms until April 30, 2010, and two Directors' terms until April 30, 2011. All terms succeeding those terms filled at the Owners' Annual Meeting in May, 2008, shall be for three years, and will be concurrent with the Condominium year defined as May 1 to April 30. Any mid-term vacancy occurring for any reason shall be filled by a majority vote of the remaining directors as described in Section 3 of this Article.

In all other respects the By-Laws remain unchanged and in full force and effect.

Thus Done and Passed in my office in the City of New Orleans, State of Louisiana, on the date hereinabove set forth, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

Dana A. Dallimore  
PRINT NAME → Dana A. Dallimore

Mary K. Payne  
PRINT NAME → MARY K. PAYNE

THE SAINT CHARLES GARDENS  
HOMEOWNERS ASSOCIATION, INC.

BY: William Goodwin  
WILLIAM GOODWIN, SECRETARY

Peter S. Title  
NOTARY PUBLIC

Peter S. Title  
Notary Public  
State of Louisiana  
Bar No. 12832  
My commission is for life.