

representatives, does hereby declare that the By-Laws are hereby amended as follows:

1. The third full sentence of Section 1 of Article VII of the By-Laws is hereby deleted and the following sentence is substituted:

Beginning with the next annual meeting to be held at a date in January to be determined by the Board, the members at each annual meeting shall elect five (5) directors each for a term of one (1) year.

2. Section 1 of Article X of the By-Laws is hereby deleted and the following sentence is substituted:

Director's Meetings.

Section 1. The annual meeting of the Board of Directors shall be held at a date in January to be determined by the Board.

3. The following sentence shall be added to Section 3 of Article X of the By-Laws:

An Officer or Director is permitted to attend the special meetings of the Board of Directors by participation in a telephone or video conference call during the meetings. Conference call participation during the meetings constitutes attendance and will satisfy all attendance requirements under the Declaration and the By-Laws.

4. The following sentence shall be added to Section 6 of Article XI of the By-Laws:

The Association is permitted to assign all of the various tasks described in this section to a manager and the authority to perform the various tasks can be held by a manager in accordance with the Association's delegation of this authority.

5. The following sentence shall be added to the end of Section 7 of Article XI of the By-Laws:

The Association is permitted to assign all of this section's tasks of the treasurer, vice-president, and president to a manager and the authority to perform the various tasks can be held by a manager in accordance with the Association's delegation of this authority.

6. The first sentence shall be deleted from Section 1 of Article XII of the By-Laws and the following language substituted:

The regular annual meeting of the members shall be held at a date in January to be determined by the Board.

IN WITNESS WHEREOF, the undersigned directors/officers of Ocean Course Villas Owners' Association, Inc., hereby certify that the above amendments to the By-Laws were duly adopted by the required vote of the Association and its membership.

WITNESSES:

Melissa J. Sensternick
Susan S. Carlson

OCEAN COURSE VILLAS OWNERS' ASSOCIATION, INC.

By: [Signature]
Its: President

Attest: [Signature]
(Director/Officer of the Association)

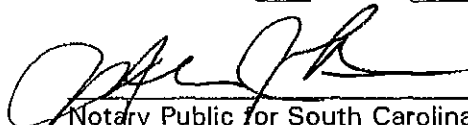
Its: [Signature]
(Title)

STATE OF SOUTH CAROLINA)
)
COUNTY OF BEAUFORT)

ACKNOWLEDGMENT

I the undersigned Notary Public, do hereby certify that the President and Director/Officer named above personally appeared before me this day and acknowledged before me the due execution of the foregoing instrument on behalf of the corporation named above.

SWORN TO AND SUBSCRIBED
before me this 11 day of February, 2010.



(L.S.)
Notary Public for South Carolina
My commission expires: _____

My Commission Expires
October 29, 2014