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BOOK 22964	PAGE 254
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JUDITH A. GIBSON REGISTER OF DEEDS MECKLENBURG COUNTY, NC	

Prepared by and return to: Sellers, Hinshaw, Ayers, Dortch & Lyons, P.A. (Box 91) KG

**CERTIFICATION OF AMENDMENT TO THE BY-LAWS
OF
HIGHLAND CREEK COMMUNITY ASSOCIATION, INC.**

This **CERTIFICATION OF AMENDMENT TO THE BY-LAWS OF HIGHLAND CREEK COMMUNITY ASSOCIATION, INC.** is made pursuant to Article VI, Section 6 of the By-Laws of Highland Creek Community Association, Inc. and is effective upon recordation in the Mecklenburg County Public Registry.

Statement of Purpose

The By-Laws of Highland Creek Community Association, Inc. provides in Article VI, Section 6 for by the affirmative vote or written consent, or any combination thereof, of Voting Members representing 75% of the total Class AA@ votes in the Association, including 75% of the Class AA@ votes held by Members other than Declarant; and the consent of the Class AB@ Member, so long as such membership exists. In accordance with the requirements of the By-Laws, as well as N.C.G.S. ' 55A-7-08, consent and approval was obtained from the requisite percentage of Members. Accordingly, the Amendment of the By-Laws as set forth herein is hereby certified by the Secretary of the Association for recordation in the Mecklenburg County Public Registry.

NOW, THEREFORE, with the affirmative vote of Voting Members representing at least 75% of the total Class AA@ votes in the Association, including 75% of the Class AA@ votes held by Members, the By-Laws of Highland Creek Community Association, Inc. are amended as follows:

Article III, Section 6 of the Bylaws is deleted in its entirety and substituted as follows:

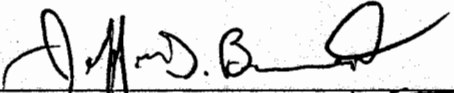
The Board shall consist of nine (9) Directors. Commencing with the first annual meeting following January 1, 2007, Members shall elect four (4) Directors, one of which shall serve a term of two (2) years, until his or her death, retirement, removal, disqualification or until his successor is elected and qualified. The remaining three (3) elected Directors will serve a term three (3) years or until his or her death, retirement, removal, disqualification, or until his or her successor is elected and qualified. At the first annual meeting following January 1, 2008, Members shall elect five (5) Directors, two (2) of which will serve a term of one (1) year. The remaining three (3) elected Directors will serve a term of (3) years or until his or her death,

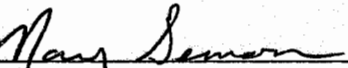
retirement, removal, disqualification, or until his or her successor is elected and qualified. At each subsequent Annual Meeting, Directors will be elected to three (3) year terms.

The Board may increase or decrease the number of Directors within the limitations set forth in Article III, Section 4 with the approval of a majority of the Members, in person or by proxy, at a meeting duly called for that purpose; provided that, such increase or decrease of the number of Directors shall be done in such a manner so as to maintain the staggered terms set forth herein.

The undersigned, as President and Secretary of the Highland Creek Community Association, Inc., do hereby certify that approval of this Amendment was obtained as required by the By-Laws and in accordance with North Carolina law and that this Amendment to the By-Laws have been duly adopted to be effective upon the recordation thereof.

HIGHLAND CREEK COMMUNITY ASSOCIATION, INC.,

By: 
Name: JEFF BENNETT
President

By: 
Name: Nancy Semon
Secretary

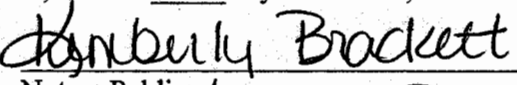
STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

I, Kimberly Brackett, a Notary Public of the aforesaid County and State, do hereby certify that Jeff Bennett and Nancy Semon ("Signatory") personally appeared before me this day and acknowledged that he is the **President and Secretary** of the **Highland Creek Community Association, Inc.**, a North Carolina corporation, and that s/he, as **President and Secretary**, being authorized to do so, executed the foregoing on behalf of the corporation.

I certify that the Signatory personally appeared before me this day, and (check one of the following) I have personal knowledge of the identify of the Signatory; or I have seen satisfactory evidence of the Signatory's identity, by a current state or federal identification with the Signatory's photograph in the form of: (check one of the following) a driver's license or _____; or a credible witness has sworn to the identity of the Signatory

Witness my hand and official stamp or seal, this the 18 day of October, 2007


Notary Public
Print Name: Kimberly Brackett
My commission expires: June 19, 2011

NOTARY SEAL

(Must be fully legible- do not go below this line)