THE POINTE AT LAKE DILLON HOMEOWNERS ASSOCIATION, INC.

AMENDMENT TO BY-LAWS

(Prepared 11/22/10)

The By-laws for The Pointe at Lake Dillon are hereby amended as follows:

ARTICLE V - BOARD OF DIRECTORS - SELECTION - TERM OF OFFICE

Section 2 - Term of Office

Currently reads:

At the first annual meeting of the Association, the Members shall elect one director for a term of one year, one director for a term of two years, and one director for a term of three years, and at each annual meeting thereafter the Members shall elect the same number of directors as there are directors whose terms are expiring at the time of each Declaration for a term of three years. At the first annual meeting of the Association, the candidate for the Board of Directors who receives the largest number of votes shall be elected for a three-year term, the candidate who receives the next largest number of votes shall be elected for a two-year term, and the candidate who receives the next largest number of votes shall be elected for a one-year term. In the event that one or more successful Director-candidates receive an equal number of votes, then the president of the Association shall determine the terms of those members of the Board of Directors receiving an equal number of votes.

Change to read:

At the first annual meeting of the Association, the Members shall elect one director for a term of one year, one director for a term of two years, and one director for a term of three years, and at each annual meeting thereafter the Members shall elect the same number of directors as there are directors whose terms are expiring at the time of each Declaration for a term of up to three years. Normal terms shall be three years unless it is necessary to adjust terms to ensure that a minimum of one term expires each year. At the first annual meeting of the Association, the candidate for the Board of Directors who receives the largest number of votes shall be elected for a three-year term, the candidate who receives the next largest number of votes shall be elected for a two-year term, and the candidate who receives the next largest number of votes shall be elected for a one-year term. In the event that one or more successful Director-candidates receive an equal number of votes, then the president of the Association shall determine the terms of those members of the Board of Directors receiving an equal number of votes.

This amendment approved by a majority of the members at the 12/18/10 HOA meeting.

Signed:

Mike Gradass President

The Pointe at Lake Dillon HOA

8 DEC 2010

Date