AMENDMENT TO BY-LAWS OF CINNAMON RIDGE II CONDOMINIUM ASSOCIATION

Amendment to the By-Laws of the CINNAMON RIDGE II Condominium Association ("Association") is entered into this 5th day of December, 2006, by the Officers of the Association at the direction of the Executive Board ("Board").

WITNESSETH:

WHEREAS, Article IV Section 1 of the By-Laws states that:

Number, Tenure and Qualifications. ... At the first annual meeting after the Declarant membership has terminated, the business and affairs of the Association shall be managed by a board of directors consisting of three directors each of whom shall be an individual member, or a partner, trustee, officer, director or 25% shareholder of an organizational member. Directors shall be elected annually by the members at the annual meeting. Each director shall hold office until the election and qualification of his successor. So long as Declarant is a member by reason of the Declarant membership, this Section 1 of Article IV shall not be amended unless Declarant consents in writing to such amendment.

IN EFFORTS to establish continuity of Board members and the history in which is successfully retained, the Board approved amendment to the Cinnamon Ridge II Bylaws Article IV Section 1 from its current reading to the following:

NOW, THEREFORE, the Board does hereby cause the By-Laws of the Association to be amended, as follows:

RESOLVED, that Article IV, Section 1, Number, Tenure and Qualifications, be amended to state "...At the first annual meeting after the Declarant membership has terminated, the business and affairs of the Association shall be managed by a board of directors consisting of up to four directors each of whom shall be an individual member, or a partner, trustee, officer, director or 25% shareholder of an organizational member. Directors shall be elected annually by the members at the annual meeting. Each director shall hold office until the election and qualification of his successor. So long as Declarant is a member by reason of the Declarant membership, this Section 1 of Article IV shall not be amended unless Declarant consents in writing to such amendment.

IN WITNESS WHEREOF, this Amendment was signed at Dillon, Colorado, on the day and year first above written by the duly authorized Officers of the Association.

By:__Mike Schulten_____
President

ATTEST:

CINNAMON RIDGE II CONDOMINIUM ASSOCIATION

By__Gene Ford_____ Secretary