

**AMENDMENT  
TO  
BYLAWS OF  
DEER VALLEY HOMEOWNERS ASSOCIATION**

The undersigned, being the Developer having controlling interest of the Deer Valley Homeowners Association, a Kansas non-profit corporation ("the Association"), do hereby consent to the adoption of, and do hereby adopt, the following resolution:

BE IT RESOLVED, that Article VI, Section 1 of the Bylaws of the Association be and hereby amended to read as follows:

Section 1. The affairs of the Association shall be managed by a Board of five Directors who must be members of the Association. The annual meeting shall be held on the last Tuesday of March of each and every year. At the annual meeting in March 2009, members shall elect five Directors, three of whom shall serve a three year term, and two of whom shall serve a two year term. Thereafter, beginning in March 2011, at each annual meeting in odd numbered years, members shall elect two Directors. In even numbered years, beginning in March 2012, members shall elect three Directors. After the March 2009 election future elected Directors shall serve a two year term.

The number and term of Directors for the Association may, from time to time, be changed by majority vote of not less than one half (1/2) of the members entitled to vote thereon, which change in number of Directors shall be reflected by amendment to the Articles of Incorporation and resultant amendment to these By-Laws; provided that the number of Directors as authorized by the Articles of Incorporation and these By-Laws shall always be an odd number.

The undersigned certify that the above amendment was approved on March 10, 2010.

Deer Valley Development LLC  
by [Signature] Member  
3-11-10