

VISTA DEL LAGO RESORT PROPERTY OWNERS ASSOCIATION

Resolution of the Members

June 5th, 2021

WHEREAS, the Bylaws of Vista Del Lago Resort Property Owners Association (the "Association") were last amended on June 2, 2018;

WHEREAS, the Board conducted a review of the Bylaws to determine whether any existing provisions should be updated or revised;

WHEREAS, upon reviewing the results of its review, the Board duly considered, voted on and approved a resolution to approve an amendment to the Bylaws and to present the amendment to the Bylaws to the members of the Association on Saturday, August 1, 2020, and;

WHEREAS, the Board has presented to the members a copy of the proposed amendment to the Bylaws and has made available a copy of the duly enacted resolutions that adopt the amendment to the Bylaws;

WHEREAS, the members of the Association now, after consideration of the modification to the Bylaws as recommended and adopted by the Board, do hereby adopt the following resolutions, in accordance with Section 10.B. of the Bylaws:

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

RESOLVED, that Paragraph II.B. (Board of Directors - Number, Term and Qualifications) of the Bylaws shall be and is hereby restated in its entirety as provided below:

The Board of Directors shall consist of three Directors and a maximum of five Directors, and all Directors shall be Members. The Directors shall be elected by a majority vote of the Members present in person or by proxy at the annual meeting. Beginning at the annual meeting to be held in June of 2021, or as soon thereafter as such annual meeting shall be held, with two Directors to serve one (1) year terms each (a "Position 1 Member"), and three Directors to serve two (2) year terms each (a "Position 2 Member"). Prior to conducting the vote to elect new Directors, the Secretary shall designate to the members which position (either a Position 1 Member or Position 2 Member) that the members shall thereafter vote upon. Thereafter, beginning with the annual meeting to be conducted in June of 2022, or as soon thereafter as such annual meeting shall be held, and in each subsequent annual election, the Board of Directors positions that are up for election in a particular year shall be elected to serve two (2) year terms each, such that Position 1 Members elected in 2022 shall serve until 2024, and Position 2 Members elected in 2023 shall serve until 2025, and so on. The reference to "years" does not require that the term of service be equal to a calendar year, but rather to the period of time between annual meetings of Association.

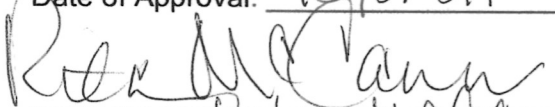
FURTHER RESOLVED, that the "Forward and Revision History" shall be and is hereby restated in its entirety as provided below:

The original Bylaws of the Vista Del Lago Resort Property Owners Association were adopted on November 15, 1997. The first revision, Revision A, incorporates amendments approved by the Association's Board of Directors on May 18, 2002 and adopted by the Association Members at their annual meeting on June 1, 2002. Revision B incorporates amendments approved by the Association's Board of Directors on April 22, 2006 and adopted by the Association members at a special meeting on September 9, 2006. Revision C incorporates amendments approved by the Association's Board of Directors on April 24, 2018 and adopted by the Association members at a General Meeting on June 2, 2018. Revision D incorporates amendments approved by the Associations' Board of Directors on August 1, 2020 and adopted by the Association members at a General Meeting held in June of 2021.

FURTHER RESOLVED, that the Secretary of the Association is hereby directed to prepare or cause to be prepared a new version of the Bylaws that includes only the amendments and restatements described in this Resolution and to execute the same as the duly adopted and effective Bylaws of the Association.

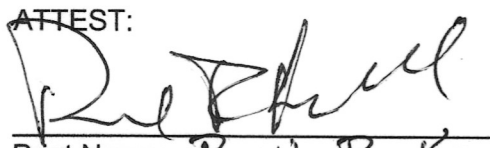
APPROVED BY THE MEMBERS OF VISTA DEL LAGO RESORT PROPERTY OWNERS ASSOCIATION

Date of Approval: 4/5/2021


Print Name: Rita McCann

Title: Secretary

ATTEST:


Print Name: Rick R. Kretz

Title: Pres.