

**FIRST AMENDMENT TO THE BYLAWS OF
SIMBA RUN CONDOMINIUM ASSOCIATION**

THIS AMENDMENT is made on the 20th day of November 2017.

RECITALS

Simba Run Condominium Association, a Colorado nonprofit corporation (“Association”), certifies that it desires to amend its Bylaws currently in effect as follows:

The provision set forth below in this Amendment replaces the existing Article 4, Section 4.4 of the Bylaws.

Pursuant to Article 7, Section 7.1 of the existing Bylaws, the Bylaws may be amended by members representing at least fifty percent (50%) of the aggregate percentage of responsibility interest in the Project.

This amendment was approved by members representing at least fifty percent (50%) of the aggregate percentage of responsibility interest in the Project on November 20, 2017.

NOW THEREFORE, the Bylaws of the Association are hereby amended as follows:

I. Amendment. Article 4, Section 4.4 is amended as follows:

4.4 Election and Term of Office

Any vacancies existing in the Board at the time of the annual meeting of the members shall be filled by a vote of the members present in person or by proxy at the annual meeting. Terms of service of the Directors of the Board shall be staggered so that vacancies arising from the natural expiration of terms of office shall not exceed two in any year. If the expiration of the term of service of more than two Directors exist at the time of the annual meeting, (e.g., because of interim vacancies in the Board having been filled in the manner set forth in Section 4.5 of these Bylaws), the length of the terms of Directors elected at the annual meeting shall be determined in the following manner:

- a) If at the time of the annual meeting there is only one vacancy on the Board, the person receiving the highest number of votes shall serve a term of 3 years.
- b) If there are 2 vacancies on the Board, the two persons who receive the highest number of votes shall each serve a term of 3 years.
- c) If there are three vacancies on the Board, the two persons who receive the highest number of votes shall each serve terms of 3 years; and if there exist one or two Directors whose terms will expire at the next annual meeting, then the person receiving the third highest number of votes shall serve a term of 2 years; otherwise, the person receiving the third highest number of votes shall serve a term of one year.
- d) If there are four vacancies on the Board, the two persons receiving the highest number of votes shall each serve terms of 3 years; and if the remaining Director’s term will expire at the next annual meeting, then the persons receiving the third and fourth highest number of votes shall each serve a term of 2 years; otherwise the person receiving the third highest number of votes shall serve a term of 2 years and the person receiving the fourth highest number of votes shall serve a term of 1 year.

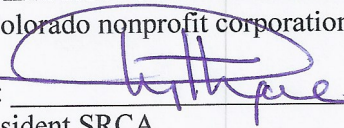
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e) If there are five vacancies on the Board, the two persons receiving the highest number of votes shall each serve a term of 3 years; the two persons receiving the third and fourth highest number of votes shall each serve a term of 2 years; and the person receiving the fifth highest number votes shall serve a term of 1 year.

II. No Other Amendments. Except as amended by the terms of this Amendment and previous amendments, the Bylaws shall remain in full force and effect.

IN WITNESS WHEREOF, this Amendment is executed by the undersigned.

SIMBA RUN CONDOMINIUM ASSOCIATION,
a Colorado nonprofit corporation

By:  _____
President SRCA