

FIRST AMENDED BY-LAWS

OF

**WALK UP AT THE PARK
HOMEOWNERS ASSOCIATION, INC.**

ARTICLE I

OFFICES

The corporation shall continuously maintain in the State of Illinois a registered office and a registered agent whose business office is identical with such registered office and may have other offices within or without the state.

ARTICLE II

MEMBERS

SECTION 1. CLASSES OF MEMBERS. The corporation shall have two (2) classes of members: Class A are the record title owners of each lot; Class B is Declarant. The designation of each class and the qualifications of the members of each class shall be as follows: the owners of each lot are considered as one member entitled to one vote per lot.

SECTION 2. MEMBERSHIP. Each record title holder of each lot shall be a member of the Corporation..

SECTION 3. VOTING RIGHTS. Each Class A member shall be entitled to one vote, and each Class B member shall be entitled to three votes, on each matter submitting to a vote of the members according to rights outlined in the covenants, conditions and restrictions recorded in the recorder's office of McHenry County, Illinois as Document # 1999R0075301.

SECTION 4. TERMINATION OF MEMBERSHIP. Each members' interest in the corporation shall be terminated upon the member conveying title of his or her lot, by proper instrumentality, with said conveyance being recorded in the recorder's office of McHenry County, Illinois.

SECTION 5. TRANSFER OF MEMBERSHIP. Membership in this corporation is transferable and assignable only through proper conveyance of title of the member's lot.

SECTION 6. NO MEMBERSHIP CERTIFICATES. No membership certificates of the corporation shall be required.