

FOR REGISTRATION REGISTER OF DEEDS
Karen S. Hardesty
Carteret County, NC
February 22, 2021 11:36 AM
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Clemmons & Chevrolet
PO Box 550
New Bern, NC 28563

**AMENDMENTS TO BY-LAWS OF
A PLACE AT THE BEACH - ATLANTIC BEACH III**

THIS AMENDMENT OF BY-LAWS, made this 21st day of January, 2021, by "A PLACE AT THE BEACH-ATLANTIC BEACH III, INC.", a North Carolina non-profit corporation, party of the first part, and the Unit and Interval Owners of "A PLACE AT THE BEACH-ATLANTIC BEACH III, INC.", parties of the second part.

WITNESSETH:

WHEREAS, a Declaration of Unit Ownership was heretofore filed in the Office of the Register of Deeds of Carteret County, North Carolina, which Declaration appears of record in Book UB-10, Page 203, et. seq., including any and all exhibits and recorded amendments thereto; and

WHEREAS, pursuant to the original Declaration of Unit Ownership, the BY-LAWS of "A PLACE AT THE BEACH-ATLANTIC BEACH III, INC.", were adopted and became effective and also appear of record at Book UO-10, Page 203, et. seq., with subsequent amendments thereto; and

WHEREAS, the Unit and Interval Owners of "A PLACE AT THE BEACH - ATLANTIC BEACH, INC.", desire to amend: (1) ARTICLE III, entitled "MEMBERSHIP AND VOTING RIGHTS", paragraph 1c; (2) ARTICLE IV, entitled "ANNUAL AND SPECIAL MEETINGS OF MEMBERSHIP", paragraphs 1 and 3; (3) ARTICLE V, entitled "BOARD OF DIRECTORS", paragraphs 4, 5, and 10a; (4) ARTICLE VIII, entitled "FISCAL MANAGEMENT", paragraph 5; and ARTICLE X entitled "AMENDMENTS TO BY-LAWS", paragraph 3, line 1; and after a duly noticed and held Special Meeting of the Unit and Interval Owners to vote on said amendments to the aforementioned AMENDMENTS to the BY-LAWS; and the Board of Directors of "A PLACE AT THE BEACH - ATLANTIC BEACH, III, INC.", having approved by majority vote, the Amendments set forth below; and

WHEREAS, after proper and timely notice, "A PLACE AT THE BEACH - ATLANTIC BEACH III, INC.", by and through the Unit Owners and Interval Owners, having acquired a quorum and the required majority vote to amend the BY-LAWS with said vote having been properly conducted and recorded; and

WHEREAS, the Board of Directors, the Unit Owners and Interval Unit Owners have approved the execution and recordation of the following AMENDMENTS to the BY-LAWS, said BY-LAWS are hereby AMENDED as follows:

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ARTICLE III, entitled "MEMBERSHIP AND VOTING RIGHTS", paragraph 1c, is hereby deleted in its entirety and amended as follows:

A quorum at members' meetings shall consist of persons entitled to cast One-Third (33 1/3%) of the votes of the entire membership. The joinder of a member and the action of a meeting by signing and concurring in the minutes thereof shall constitute the presence of such person for the purposes of determining a quorum.

ARTICLE IV, entitled "ANNUAL AND SPECIAL MEETINGS OF MEMBERSHIP", paragraph 1, is hereby deleted in its entirety and amended as follows:

The Annual Members' Meeting shall be held in the Fall of each year at a location, time, and date to be determined by a majority of the Board of Directors for the purpose of electing Directors and of transacting any other business authorized to be transacted by the members. The date, time and location of the Annual Meeting shall be published at least ninety (90) days in advance. In the event of extenuating circumstances that require rescheduling of the annual meeting, notice of the rescheduled meeting location, date and time shall be provided at least ten (10) and not more than sixty (60) days in advance.

ARTICLE IV, entitled "ANNUAL AND SPECIAL MEETINGS OF MEMBERSHIP", paragraph 3, is hereby deleted in its entirety and amended as follows:

Such notice shall be given to each member not less than ten (10) days nor more than sixty (60) days prior to the date for such meeting, which notice shall be provided to the preferred owner address (including the electronic mail address) on record with the ASSOCIATION. A member must consent in writing to receive notification by electronic transmission. If mailed, such notice shall be deemed to be properly given when deposited in the United States mails addressed to the member at their post office address as it appears on the records of the ASSOCIATION, the postage thereon prepaid. Proof of such mailing shall be given by the Affidavit of the person giving the notice. Proof of mailing by electronic mail shall be deemed properly given when such electronic communication is sent to the electronic mail address on record with the ASSOCIATION.

ARTICLE V, entitled "BOARD OF DIRECTORS", paragraph 4, is hereby deleted in its entirety and amended as follows:

Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the Board of Directors. Notice of regular meetings shall be given to each Director, personally, by first class mail, telephonically, or by electronic mail, at least three (3) days prior to the day named for such meeting, unless notice is waived.

ARTICLE V, entitled "BOARD OF DIRECTORS", paragraph 4, is hereby deleted in its entirety and amended as follows:

Special meetings of the Board of Directors may be called by the President, and must be called by the Secretary at the written request of one-third (1/3) of the votes of the Board of Directors. Not less than three (3) days' notice of a meeting shall be given to each Director, personally, by first class mail, telephonically, or electronic mail, which notice shall state the date, time, location and purpose of the meeting.

ARTICLE V, entitled "BOARD OF DIRECTORS", paragraph 10a, is hereby deleted in its entirety and amended as follows:

a. To make, levy and collect single or multi-year assessments against members and members' UNIT and/or INTERVAL to defray the costs of the ASSOCIATION and to use the proceeds of said assessments in the exercise of the powers and duties granted unto the ASSOCIATION.

ARTICLE VIII, entitled "FISCAL MANAGEMENT", paragraph 5, is hereby deleted in its entirety and amended as follows:

An audit of the accounts of the ASSOCIATION shall be made annually by a Certified Public Accountant (CPA) and a copy of said audit shall be furnished to the Board of Directors no later than SEPTEMBER 1 of the year following the year for which the audit is made available for inspection by the membership at the Annual Members' Meeting.

ARTICLE X, entitled "AMENDMENTS TO BY-LAWS", paragraph 3, line 1, is hereby deleted in its entirety and amended as follows:

3. In order for such amendment or amendments to become effective, the same must be approved by an affirmative vote of the members not having less than fifty-one percent (51%) of the total votes.

Except as to the aforementioned amendment to ARTICLE X, paragraph 3, line 1, above, all other provisions of said paragraph remain in full force and effect.

Except for the aforementioned AMENDMENTS, all other provisions of the BY-LAWS, as previously amended, remain in full and force effect.

IN WITNESS WHEREOF, "A PLACE AT THE BEACH-ATLANTIC BEACH III, INC." has caused these AMENDMENTS to the BY-LAWS to be duly executed, recorded and certified by its duly authorized officers, pursuant to N.C. Gen. Stat. § 47C-2-8(e), and its corporate seal to be hereby affixed the date and year first above written.

A PLACE AT THE BEACH-ATLANTIC BEACH III, INC.

BY: *Patrick T. Shahan*
PRESIDENT

ATTEST: *[Signature]*
SECRETARY

(CORPORATE SEAL)

STATE OF NORTH CAROLINA
COUNTY OF CARTERET

I, LINDSAY M GARDNER, a Notary Public, certify that BRIAN MINSKEL personally appeared before me this 29th day of JANUARY, 2021, and acknowledged that he/she is the CURRENT Secretary of A PLACE AT THE BEACH-ATLANTIC BEACH III, INC., a corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its CURRENT President, sealed with its corporate seal, and attested by himself/herself as its CURRENT Secretary.

WITNESS my hand and official seal, this the 29th day of JANUARY, 2021.

[Signature]
NOTARY PUBLIC

My Commission Expires:

Sept. 12, 2024

