

AMENDMENT TO BY-LAWS OF  
MEADOW RIDGE RECREATIONAL CORPORATION

Book 1180 Page 491

THIS AMENDMENT TO BY-LAWS is made and entered into this 22 day of Sept. 1987 by the Board of Directors of MEADOW RIDGE RECREATIONAL CORPORATION, a Missouri not-for-profit corporation ("Board").

## RECITALS:

1. The By-Laws of Meadow Ridge Recreational Corporation (the "By-Laws") have been previously recorded as Exhibit A to that certain Declaration of Covenants, Conditions and Restrictions for Meadow Ridge Commons in Book 1061 at pages 1663 through 1693 of the Office of the Recorder of Deeds for the County of St. Charles, Missouri (the "Declaration").
2. The Declaration benefits and encumbers certain property, including that residential subdivision known as Meadow Ridge Subdivision, that certain condominium development known as Meadow Ridge Condominiums and the property which is or will be developed as Meadow Ridge Villas, a residential subdivision created pursuant to that certain plat recorded in Plat Book 27, pages 112 & 113 of the records of the Recorder of Deeds for the County of St. Charles, Missouri and that certain Indenture of Covenants and Restrictions for Meadow Ridge Villas recorded in Book 1180, page 471 of said Recorder of Deeds' records (the "Villas").
3. The Board desires to amend the By-Laws to provide for participation in Meadow Ridge Recreational Corporation (the "Corporation") by the owners and trustees of the Villas.
4. The Board has authority to so amend the By-Laws.

NOW, THEREFORE, in consideration of the premises and pursuant to their powers under the By-Laws, Meadow Ridge Recreational Corporation hereby amends its By-Laws as follows:

1. Paragraph 3.5 shall be amended to read as follows:

3.5. "Lot": means a portion of the Meadow Ridge Subdivision or of Meadow Ridge Villas that is designed and intended for use and occupancy by a single family.

2. The following definitions shall be added to Article III:

"Meadow Ridge Villas" means the real estate, together with all improvements thereon and

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appurtenances thereto subject to the Indenture of <sup>BOOK-1180 PAGE</sup> 492  
Covenants and Restrictions for Meadow Ridge  
Villas that has been or will be recorded at the  
Office of the Recorder of Deeds for the County of  
St. Charles, Missouri.

"Meadow Ridge Villas Association" means that  
certain voluntary association of which each owner  
within Meadow Ridge Villas is a member.

3. Paragraph 3.11 shall be amended to read as follows:

3.11. "Owner": means the record owner,  
whether one or more persons or entities, of the  
fee simple title to any Lot which is part of the  
Meadow Ridge Subdivision or part of Meadow Ridge  
Villas or to any Unit that is part of the Meadow  
Ridge Condominium, as the case may be, including  
Contract Sellers, but excluding (a) those having  
such interest merely as security for the  
performance of an obligation, and (b) Developer.

4. Paragraph 5.4 shall be amended to read as follows:

5.4. Number, Qualification, Election and  
Terms of Office and Vacancies. Each Director  
named in the Articles of Incorporation of the  
Corporation shall hold office, unless sooner  
removed or disqualified, until the Meadow Ridge  
Condominium is formed. At such time and  
thereafter, the number of Directors of the  
Corporation shall be increased to nine (9) with  
three (3) Directors being appointed by the Board  
of Trustees of the Meadow Ridge Subdivision,  
three (3) Directors being appointed by the Board  
of Managers of the Meadow Ridge Condominium  
Association, and three (3) Directors being  
appointed by the Board of Trustees of Meadow  
Ridge Villas. All such Directors shall serve  
until the expiration or earlier termination of  
his or her term as a member of the Board of  
Trustees of the Meadow Ridge Subdivision or  
Meadow Ridge Villas or of the Board of Managers  
of the Meadow Ridge Condominium Association, as  
the case may be. Directors representing Meadow  
Ridge Condominium shall choose Directors to fill  
vacancies among such Directors from members of  
the Board of Trustees of the Meadow Ridge  
Subdivision. Directors representing Meadow Ridge  
Condominium shall choose Directors to fill  
vacancies among such Directors from members of

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STATE OF MISSOURI  
COUNTY OF ST. CHARLES  
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*Barbara J. Hall*  
RECORDER OF DEEDS

the Board of Managers of Meadow Ridge Condominium Association. Directors representing Meadow Ridge Villas shall choose Directors to fill vacancies among such Directors from members of the Board of Trustees of Meadow Ridge Villas.

5. Paragraph 7.1 shall be amended to read as follows:

7.1 Executive Committee. The Board of Directors shall have the power to designate an Executive Committee, by resolution adopted by a majority of the Directors in office. The Executive Committee, to the extent provided in a resolution of the Board of Directors, shall have and exercise the authority of the Board of Directors in the management of the Corporation; provided, however, that the Executive Committee be comprised of an equal number of representatives from the Meadow Ridge Subdivision, Meadow Ridge Condominium, and Meadow Ridge Villas; that no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the By-Laws; electing, appointing or removing any member of any such committee or any Director or officer of the Corporation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another Corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the Corporation or revoking proceedings therefor; adopting a plan for the distribution of the assets of the Corporation; or amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee. The Executive Committee shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

6. Paragraph 9.2 shall be amended to read as follows:

9.2. Assessments. The estimated annual budget for each fiscal year shall be approved by a majority of the Board, and copies thereof shall be furnished by the Board to the trustees of the Meadow Ridge Subdivision Association, to the Board of Managers of the Meadow Ridge Condominium Association, and to the trustees of Meadow Ridge Villas, not later than thirty (30) days prior to the beginning of the year covered by the annual

budget. On or before the first day of the first month and of each succeeding month of the year covered by the annual budget, the Board of Managers of Meadow Ridge Condominium Association and the Board of Trustees of Meadow Ridge Villas shall collect from each Owner one-twelfth (1/12th) of such Owner's Commons Assessment and submit the total amount collected to the Board of Directors of the Corporation.

On or before the end of the first day of each succeeding year, the Board of Trustees of Meadow Ridge Subdivision Association shall collect from each Owner of a Lot, such Owner's annual share of the Commons Assessment and submit the total amount collected to the Board of Directors of the Corporation. "Commons Assessment", as used herein, shall be the Owner's pro rata share of the expenses associated with the improvement and maintenance of the Commons allocated equally among the total combined number of Owners of Lots and Units.

In the event that the Board shall not approve an estimated annual budget or shall be delayed in doing so, (i) each Owner of a Lot in Meadow Ridge Villas or a Unit in Meadow Ridge Condominium shall continue to pay each month the amount of his respective monthly Common Assessment as last determined; (ii) each Owner of a Lot in Meadow Ridge Subdivision shall pay his annual Commons Assessment as last determined. At such time as the annual budget is determined, appropriate adjustments shall be made to the Commons Assessment of Owners of Lots and Units.

7. Paragraph 9.7 shall be amended to read as follows:

9.7. Effect of Nonpayment of Assessments: Remedies. Upon notice by the Board of Managers of the Meadow Ridge Condominium Association or the Board of Trustees of Meadow Ridge Subdivision or the Board of Trustees of Meadow Ridge Villas that any Member has failed to pay a Common Assessment, the Directors of the Corporation may revoke all privileges to which said Member is otherwise entitled under these By-Laws, the Articles of Incorporation or the Declaration of Covenants, Conditions and Restrictions for Meadow Ridge Recreation Corporation, until such time as the Member pays the Commons Assessment and all late charges and costs of collection, including reasonable attorneys' fees and court costs

incurred by the Board of Managers or Board of Trustees in enforcing the payment of any delinquent Commons Assessment.

8. In all other respects, the Declaration and the By-Laws shall be deemed to apply to, inure to the benefit of, and be an obligation upon each of the Owners of Meadow Ridge Villas to the same extent as the Declaration and By-Laws apply to Owners in Meadow Ridge Subdivision and Meadow Ridge Condominium. Except as modified above and to accomplish the intent set forth herein, all other terms and conditions of the Declaration and the By-Laws shall remain in full force and effect and are hereby ratified and confirmed by the parties.

IN WITNESS WHEREOF, the undersigned have hereunto set their names this 22 day of September, 1987.

[SEAL]

MEADOW RIDGE RECREATIONAL CORPORATION, a Missouri not-for-profit corporation

ATTEST:

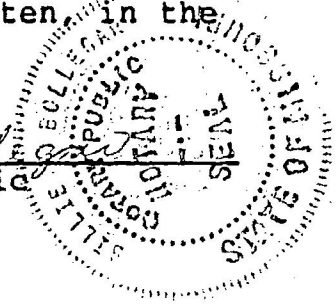
By Joan M. Leahy  
Title Vice President

By [Signature]  
Title President

STATE OF MISSOURI )  
                          )     ss.  
COUNTY OF ST. CHARLES )

Before me, a notary public, personally appeared Robert N. Whittaker, Jr., and Joan M. Leahy, who, after being by me first duly sworn, did state that they are the Trustees of Meadow Ridge Recreational Corporation, and that as such, they are authorized on its behalf to sign the foregoing Amendment and that they executed same by authority of the Board of Directors and on behalf of and as the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year last above written, in the County and State aforesaid.

Belle F. Bell  
Notary Public  


My commission expires:  
May 27, 1989

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