

AMENDMENT TO BY-LAWS

MAR 20 1986

LA JOLLA ALTA MASTER COUNCIL

Amended by majority agreement of the homeowners in December, 1977,
the following to read:

Page 5, Article VI, Section 2. ANNUAL MEETING OF MEMBERS

The first annual meeting of members shall be held within seven (7) months after the close of escrow for the sale of the first Lot by Declarant, or within forty-five (45) days after close of escrow for the sale by Declarant of fifty-one percent (51%) of the Lots, whichever shall first occur. Subsequent annual meetings of members shall be held beginning in 1979 in February of each year. Should any annual meeting day fall upon a legal holiday, then such annual meeting of members shall be held at the same time and place on the next day thereafter ensuing which is not a legal holiday.

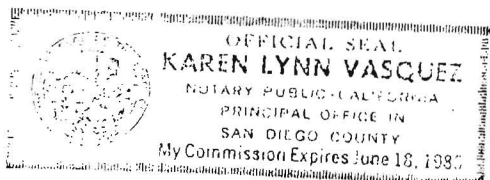
I, Nora N. Jaeschke, being the Acting Secretary of the La Jolla Alta Common Council No. 1 and representing the Board of Directors of the La Jolla Alta Master Council, do so state that the Amendment as stated above has been passed by majority vote.

Signature: Nora N. Jaeschke
Nora N. Jaeschke
Acting Secretary

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

On 9-15-81, before me the undersigned, a Notary Public in and for said State, personally appeared NORA N. JAESCHKE, known to me to be the ACTING SECRETARY who executed the within instrument in behalf of the homeowners association named therein and acknowledge to me that SHE executed the same.

WITNESS my hand and official seal.



Karen Lynn Vasquez

MAR 20 1986

not complied with his obligations imposed by these Bylaws or the rules and regulations adopted by the Board. The Board may adopt rules and regulations imposing reasonable monetary penalties for such breach or noncompliance; provided, however, that no such suspension or monetary penalty shall be effective until the Board gives to such member the opportunity of a hearing before the Board, which hearing shall be held not sooner than ten (10) days following the delivery to such member of written notice thereof, and no suspension imposed by reason of a violation shall exceed a period of thirty (30) days.

ARTICLE VI

Meetings of Members

Section 1. PLACE OF MEETING. All meetings of members shall be held at the Real Property or at such other location in San Diego County, California, in reasonable proximity to the Real Property, as may be designated in the notice of meeting.

Section 2. ANNUAL MEETINGS OF MEMBERS. The first annual meeting of members shall be held within six (6) months after the close of escrow for the sale of the first Lot by Declarant, or within forty-five (45) days after close of escrow for the sale by Declarant of fifty-one percent (51%) of the Lots, whichever shall first occur. Subsequent annual meetings of members shall be held on the annual anniversary of the first annual meeting of members. Should any annual meeting day fall upon a legal holiday, then such annual meeting of members shall be held at the same time and place on the next day thereafter ensuing which is not a legal holiday.

Written notice of each such annual meeting shall be given to each member and, upon written request therefor, to all first Mortgagees either personally or by sending a copy of the notice through the mail or by telegraph, charges prepaid, to his address appearing on the books of the Association or supplied by him to the Association for the purpose of notice. If no address is supplied, notice shall be deemed to have been given him if mailed to the address of the Lot owned by such member or encumbered by the first Mortgagee, or published at least once in some newspaper of general circulation in the county of said principal office. All such notices shall be sent not less than ten (10) days (except in emergency situations in which case as much advance notice shall be given as is reasonably possible) and not more than sixty (60) days before each annual meeting, and shall specify the place, day and hour of such meeting.

Section 3. SPECIAL MEETING. Special meetings of members, for any purpose or purposes whatsoever, may be called at any time