

**LIMITED AMENDMENT TO THE BYLAWS
OF ASPEN BROOK TOWNHOMES
HOMEOWNERS' ASSOCIATION, INC**

THIS AMENDMENT is made this 6th day of December, 2018.

RECITALS

A. Pursuant to Article XV of the Bylaws, the Bylaws may be amended by vote of a majority of members present in person or by proxy at a meeting called for such purpose at which a quorum of the members is present.

B. The undersigned, being the President of the Association, hereby certify that the members have approved in writing this Limited Amendment as required under Article XV of the Bylaws, and that the instruments signed by the Board shall be placed in the Aspen Brook Townhomes Homeowners Association's (the "Association") corporate records and shall be available for review and inspection upon request.

NOW THEREFORE,

I. Amendment. The Bylaws is hereby amended as follows:

(a) Repeal and Restatement. Article VI, Section 5, paragraph (a) is hereby repealed in its entirety and the following Article VI, Section 5, paragraph (a) is substituted:

The current Directors, being elected at the 2016 Annual Meeting of Homeowners, shall hold office until the election of their successors at the 2018 annual meeting. At the 2018 Annual Meeting of Homeowners, when all current terms will expire, the incoming candidates will be assigned staggered terms, to ensure no more than 45% of the entire Board is up for renewal each year. The seven candidates receiving the most number of election votes will be elected to the HOA Board of Directors, then those members will determine amongst themselves which three (3) members will serve a 3 year term, which two (2) members will serve a 2 year term, and which two (2) members will serve a 1 year term. Following the election at the 2018 Annual Meeting, each elected Director will hold office for a term of three years, so that no more than 45% of the Executive Board turns over in a single election.

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.

**ASPEN BROOK TOWNHOMES HOMEOWNERS
ASSOCIATION, INC.** a Colorado nonprofit corporation

By: _____

President

By: _____

Secretary