March 9, 2013

AMENDED BLAWS
OF
THE VINEYARDS AT VISTA SAN JUAN
HOMEOWNERS ASSOCIATION I

EXPLANATION OF AMENDMENTS

The following sections of the Bylaws of the Corporation have been amended as follows:

1. ARTICLE II, SECTION 2

   This amendment changes the date of the annual meeting from the third Saturday in March to any Saturday in March, which is not a holiday. This allows flexibility in setting the date of the annual meeting.

2. ARTICLE III, SECTION 2

   Previously, it was required that a Member from each court must be elected to the Board.

   This amendment changes the structure of the Board of Directors. The Member-at-Large position is eliminated and Members may now serve on the Board regardless of what court the Member resides on or owns property on. This opens the Board election process so that all Members may be candidates for the Board.

   This is not in violation of the Covenants which state only that the number of Directors shall be five.

3. ARTICLE IV, SECTION 2

   The words "for a two-year term" were inserted in this section to correct an omission in the Bylaws which did not include the terms for Officers.

AMENDED BYLAWS

OF

THE VINEYARDS AT VISTA SAN JUAN HOMEOWNERS ASSOCIATION I

The following shall be known as the Amended Bylaws of The Vineyards at Vista San Juan Homeowners Association I, a nonprofit corporation. These Amended Bylaws replace the Bylaws which were adopted by the Board of Directors of the Corporation on December 13, 2007. The Amended Bylaws are the set of rules by which the Corporation operates on a daily basis and settles disputes that may arise from time to time; and they are binding on all those associated with the Corporation either now, or in the future. If the Amended Bylaws are found to be inconsistent with state law, then State Law will override.

ARTICLE I
OFFICES

The principal office of the Corporation in the state of Colorado shall be located in the county of Montrose. The Corporation may have such other offices, either within or without the state of Colorado as the Board of Directors may designate or as the business of the corporation may from time to time require.

ARTICLE II
MEMBERS

SECTION 1. MEMBERS. The Members of the Corporation shall be the record owners of units within The Vineyards at Vista San Juan Homeowners Association I.

SECTION 2. ANNUAL MEETING. The annual meeting of the Members shall be held in the month on a Saturday except a Saturday which is a holiday, in the month of March, the day, place and time to be set by The Board of Directors, for the purpose of announcing the results of the election of Directors and for the transaction o such other business as may come e

SECTION 3. SPECIAL MEETINGS. Special meetings of the Members, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or by the Board of Directors, and shall be called by the President at the request of not less than two-thirds of all the Members of the Corporation entitled to vote at the meeting.

SECTION 4. PLACE OF MEETINGS. The Board of Directors may designate any place within the city of Montrose as the place of meeting for any annual or special meeting called by the Board of Directors or President.

SECTION 5. NOTICE OF MEETINGS. Written notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall, unless otherwise prescribed by statute, be delivered not less than 10 nor more than 30 days before the date of the meeting, to each Member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited with the United States Postal Service addressed to the Member at his or her address as it appears on the records of the Corporation, with postage thereon prepaid.

SECTION 6. QUORUM. At any meeting of Members, the presence of Members and/or proxies entitled to cast 20% of the votes of the membership shall constitute a quorum at a meeting of Members. If less than this number of Members are represented at a meeting, a majority of the Members so represented may adjourn the meeting from time to time without further notice for a period not to exceed 30 days for any one adjournment, and the required quorum at the subsequent meeting shall be one-half of the required quorum at the preceding meeting. The Members present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

SECTION 7. PROXIES. At all meetings of Members, a Member may vote in person or by proxy executed in writing by the Member or by his or her duly authorized attorney-in fact. Such proxy shall be filed with the Secretary of the Corporation before or at the time of the meeting.

SECTION 8. VOTING. Members entitled to vote in accordance with the Declaration of Covenants, Conditions and Restrictions of The Vineyards at Vista San Juan Homeowners Association and these Amended Bylaws shall be entitled to one vote in person or by proxy for each unit owned by the Member. The Board of Directors shall be elected by mail-in ballots. All elections for the Board of Directors shall be decided by plurality vote. All other questions shall be decided by majority vote except as otherwise provided by the Declaration of Covenants, Conditions, and Restrictions of The Vineyards at Vista at San Juan Homeowners Association I, or the laws of this state.

A quorum of members must be at a meeting before any Member may vote as defined in SECTION 6 above. If a quorum is present at a meeting, action on a matter of business may be passed if the number of votes favoring the action is cast by a majority.

SECTION 9. ACTION WITHOUT A MEETING. Members may approve actions without a formal meeting if all entitled to vote on a matter consent to taking such action without a meeting. A majority still is required to pass actions without a meeting. The action must be evidenced by a written consent describing the action taken, signed by the Member indicating each signer's vote or abstention on the matter and delivered to the Secretary for inclusion with the corporate records.

ARTICLE III
BOARD OF DIRECTORS

SECTION 1. GENERAL POWERS. All corporate powers will be exercised by, or under the authority of, and the business affairs of the Corporation managed under the direction of, the Board of Directors. The Board of Directors shall in all cases act as a board, and may adopt such rules and regulations for the conduct of their meetings and the management of the Corporation as they may deem proper, not inconsistent with these Amended Bylaws and the laws of this state.

SECTION 2. NUMBER, TENURE AND QUALIFICATIONS. All Directors shall be Members of the Corporation. There shall be five directors. Each Director shall hold office for a two-year term until the annual meeting at which his or her term expires and until his or her successor has been elected and qualified. There shall be no limit to the number of terms a Director may serve.

SECTION 3. REGULAR MEETINGS. A regular meeting of the Board of Directors shall be held within 30 days of the annual meeting. The Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings without notice other than such resolution.

SECTION 4. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix the place for holding any special meeting of the Board of Directors called by them.

SECTION 5. NOTICE. Notice of any special meeting shall be given by notice via telephone or written notice delivered personally or mailed to each Director at his or her home address. If mailed, such notice shall be deemed to be delivered when deposited with the United States Postal Service so addressed, with postage thereon prepaid. Any Director my waive notice of the meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

SECTION 6. QUORUM. A majority of the number of Directors fixed by SECTION 2 of this Article III shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such majority is present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

SECTION 7. ACTION WITHOUT A MEETNG. Any action to be taken by the Board of Directors at a meeting may be taken without a meeting.

SECTION 8. VACANCIES. Any vacancy occurring in the Board of Directors, except one occurring due to the removal of a Director without cause, may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum exists. Any vacancy occurring due to the removal of a Director without cause shall be filled by a vote of the Members. A Director elected to fill a vacancy regardless of reason shall be elected to hold office for the unexpired term of his or her predecessor.

SECTION 9. REMOVAL OF DIRECTORS. Any and all Directors may be removed for cause by vote of the Members or by action of the Board of Directors. Directors may be removed without cause only by a vote of the Members.

SECTION 10. RESIGNATION. A Director may resign at any time by giving written notice to the Board, the President, or the Secretary of the Corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board or Officer, and the acceptance of the resignation shall not be necessary to make it effective.

SECTION 11. COMPENSATION. The Directors shall receive no compensation but a fixed sum for expenses may be fixed by the Board of Directors by resolution for actual attendance at each regular or special meeting of the Board. Nothing herein shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor.

SECTION 12. PRESUMPTION OF ASSENT. A Director of the Corporation who is present at a meeting of the Board of Directors at which action on an corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent with the Secretary of the meeting before the adjournment thereof, or shall forward such dissent by certified mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to Directors who voted in favor of such action.

SECTION 13. EXECUTIVE AND OTHER COMMITTEES. The Board, by resolution, may designate from among its members an executive committee or other committees, each consisting of three or more Directors. Each such committee shall serve at the pleasure of the Board.

ARTICLE IV
OFFICERS

SECTION 1. OFFICERS. The Officers of the Corporation shall be President, Vice President, Secretary, and Treasurer. Such other Officer or Assistant Officers may be elected by the Board of Directors as it deems necessary. Any two or more offices may be held by the same person except that no one person shall hold the offices of President and Secretary.

SECTION 2. ELECTION AND TERM OF OFFICE. The Officers of the corporation shall be elected by the Board of Directors from among the Board's members following the annual meeting or as soon thereafter as is convenient. Each officer shall hold office for a two year term, until his or her successor shall have been duly elected and shall have qualified, or his or her term as a Director expires, or until his or her death, or until he or she shall resign or shall have been removed as hereinafter provided.

SECTION 3. REMOVAL. Any Officer or agent may be removed by the Board of Directors whenever, in its judgment, the best interests of the Corporation will be served thereby, such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights, and such appointment shall be terminable at will.

SECTION 4. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

SECTION 5. PRESIDENT. The President shall preside at all meetings of Members and Directors. The President shall exercise, subject to the control of the Board of Directors and the Members of the Corporation, general supervision over the affairs of the Corporation. He or she may sign, with the Secretary or any other proper other proper Officer of the Corporation, any document authorized by the Board of Directors.

SECTION 6. VICE-PRESIDENT. In the absence of the President for any reason, the Vice-President shall perform the duties and be vested with the authority of the President and, when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned to him or her by the President or the Board of Directors.

SECTION 7. SECRETARY. The Secretary shall: (a) Keep the minutes of proceedings of the Members and Board of Directors in a minute book provided for that purpose; (b) See that all notices are duly given in accordance with the provisions of these Amended Bylaws or as required by law; (c) Be custodian of the corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents, if such a seal exists, the execution of which on behalf of the Corporation under its seal is duly authorized; (d) Keep a register of the post office address of each Member which shall be furnished to the Secretary by such Member; (e) Sign with the President any document authorized by the Board of Directors; and (f) In general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or the Board of Directors.

SECTION 8. TREASURER. The Treasurer shall: (a) Have charge and custody of and be responsible for all funds of the Corporation; (b) Receive and give receipts for moneys due and payable to the Corporation and deposit all such moneys in the name of the Corporation in banks or other depositories as shall be selected in accordance with these Amended Bylaws; and (d) In general, perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety as the Board of Directors shall determine. The Board of Directors may assign some of the duties of the Treasurer to the Corporation's Certified Public Accountant.

ARTICLE V
CHECKS, DEPOSITS, CONTRACTS AND LOANS

SECTION 1. CONTRACTS. The Board of Directors may authorize any Officer or Officers to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

SECTION 2. LOANS. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

SECTION 3. CHECKS. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such Officer, or Officers, agent or agents of the Corporation and in such manner as shall from time to time is determined by resolution of the Board of Directors.

SECTION 4. DEPOSITS. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board of Directors may select.

ARTICLE VI
FISCAL YEAR

The fiscal year of the Corporation shall be the calendar year.

ARTICLE VII
CORPORATE SEAL

At the discretion of the Board of Directors, the Corporation may adopt a corporate seal, circular in form and shall have inscribed thereon the name of the Corporation and the state of incorporation and the words "Corporate Seal." No seal shall be necessary to make any contract or undertaking valid.

ARTICLE VIII
WAIVER OF NOTICE

Unless otherwise provided by law, whenever any notice is required to be given to any Member or Director of the Corporation under the provisions of these Amended Bylaws or under the provisions of the Articles of Incorporation, a waiver in writing, signed by the person or persons entitled to notice to notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE IX
AMENDMENTS

These Amended Bylaws may be altered, amended or repealed, and new Amended Bylaws may be adopted by a vote of the Board of Directors at any regular or special meeting of the Board of Directors.

Amended Article II, Section 2, and Amended Article III, Section 2, to the Bylaws are certified to have been adopted by the Board of Directors of the Corporation by a majority vote of a quorum on the 8th day of February 2013.

Amended Article IV, Section 2, to the Bylaws is certified to have been adopted by the Members of the Corporation by a majority vote of a quorum on the 9th day of March, 2013.

Donna Abernathy

Secretary