

**FIRST AMENDMENT TO
THE ORCHARDS ASSOCIATION, INC. BY-LAWS**

THIS FIRST AMENDMENT TO BY-LAWS of The Orchards Association, Inc. made this 27 day of May, 2015, by the Board of Directors of The Orchards Association, Inc. (hereinafter the "Board").

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WHEREAS, by Deed and Agreement, dated October 22, 1936, duly recorded among the Land Records of Baltimore City in Liber S.L.C. 5670, folio 577, et seq., certain restrictions were imposed upon the development known as The Orchards as shown on the Plat of The Orchards filed in the Plat Records of Baltimore City on October 27, 1936, said restrictions being more particularly set forth in said Deed and Agreement;

WHEREAS, the owners in The Orchards have heretofore organized a Maryland non-stock corporation known as The Orchards Association, Inc. (hereinafter the "Association") for the purpose of carrying out the purposes and intentions set forth in the aforesaid restrictions as heretofore amended by filing the Articles of Incorporation of The Orchards Association, Inc. with the State Department of Assessments and Taxation on December 1, 1960;

WHEREAS, by Deed and Assignment, dated March 7, 1961, duly recorded among the Land Records of Baltimore City in Liber 1052, folio 396, et seq., all the powers, duties and obligations given to, assumed by or imposed upon the grantors in the Deed and Agreement were granted, transferred and assigned to The Orchards Association, Inc.;

WHEREAS, The Orchards Association, Inc. By-Laws (hereinafter the "By-Laws") were filed in the Homeowners Association Depository for Baltimore City on August 1, 2008. The By-Laws expressly provide for a Board of Directors (hereinafter the "Board") to govern the affairs of the Association; and

WHEREAS, the Deed and Agreement was amended by the First Amendment to Deed and Agreement (hereinafter the "First Amendment"), recorded among the Land Records of Baltimore City, Maryland, in Liber 17946 folio 155 et seq.; and

WHEREAS, the Board on the 27 day of May, 2015, by the requisite vote of a majority of a quorum of the Board of Directors resolved to and did amend the By-Laws of the Association.

NOW, THEREFORE, WITNESSETH:

1. That the aforementioned By-Laws be and hereby are amended by deleting the former Article II, Section 2 and substituting the following:

Section 2. Members. Every person, group of persons, corporation, trust, firm, partnership, association or other legal entity, or any combination thereof, which

owns a Plot within that portion of The Orchards subject to the Deed and Agreement shall be a member of the Association; PROVIDED, HOWEVER, that any person, group of persons, corporation, trust, firm, partnership, association or other legal entity, or any combination thereof, which holds such interest solely as security for the performance of any obligation shall not be a Member solely by reason of such interest.

2. That the aforementioned By-Laws be and hereby are amended by deleting Article II, Section 4, entitled "Termination of Membership."

3. That the aforementioned By-Laws be and hereby are amended by deleting the former Article IV, Section 1 and substituting the following:

Section 1. Powers and Duties. The Association shall be managed by a Board of seven (7) Directors, which number may be increased or decreased by vote of the Members, but shall never be less than three (3) Directors. The Directors shall be chosen from among the Members of the Association. The Board shall have all the powers and duties necessary for the administration of the affairs of the Association and may do all such acts and things, as are not by law or by these By-Laws, directed to be exercised and done by the Members. The powers and duties of the Board shall include, but not be limited to, the following:

To provide for the:

(a) care and upkeep of the Common Areas, if any, and the improvements thereon in a manner consistent with the law, the provisions of these By-Laws, and the Deed and Agreement as amended from time to time;

(b) establishment and collection of assessments and/or carrying charges from the Members and for the assessments and/or enforcement of liens therefor in a manner consistent with law and the provisions of these By-Laws and the Deed and Agreement;

(c) designation, hiring, and/or dismissal of personnel necessary for the good working order of the Association, for the proper care of the Common Areas, if any, and to provide services for the Association in a manner consistent with law and the provisions of these By-Laws and the Deed and Agreement;

(d) promulgation and enforcement of such rules as may be deemed proper respecting the use, occupancy and maintenance of the Common Areas, if any, and the Plots as are designated to prevent unreasonable interference with the use and occupancy of the Common Areas, if any, and Plots by the Members, all of which shall be consistent with law and the provisions of these By-Laws, the Articles of Incorporation, and the Deed and Agreement, as amended; and

(e) preparation and adoption of an annual budget in accordance with the following procedures:

(i) The Board shall prepare and submit to the owners an annual proposed budget at least thirty (30) days before its adoption;

(ii) The annual proposed budget may be sent to each owner by electronic transmission, by posting on the Association's home page, or by including the annual proposed budget in the Association's newsletter;

(iii) The annual budget shall provide information on or expenditures for at least the following items:

- (1) Income;
- (2) Administration;
- (3) Maintenance;
- (4) Utilities;
- (5) General expenses;
- (6) Reserves; and
- (7) Capital expenses.

(iv) The budget shall be adopted at an open meeting of the Board.

4. That the aforementioned By-Laws be and hereby are amended by deleting Article IV, Section 3(b).

5. That the aforementioned By-Laws be and hereby are amended by deleting from Article IV, Section 6, the sentence beginning "Notice of the place" and ending "of the Association" and inserting the following:

Notice of the date, time and place of every regular or special meeting of the Board shall be given to each Director and all Members, personally or by mail, telephone or electronically, at least ten (10) days prior to the day named for such meeting.

6. That the aforementioned By-Laws be and hereby are amended by inserting the following as Article IX:

Amendment

These By-Laws may be amended by the affirmative vote of a majority of the Board at any meeting of the Members duly called for such purpose.

(a) Any proposed By-Law Amendment shall be published to the Membership, along with notice of a hearing scheduled by the Board for obtaining comments on the proposed By-Law Amendment from the Members;

(b) After the hearing with the Members, the Board shall vote on the adoption, modification, or dismissal of the By-Law Amendment;

(c) Once a By-Law Amendment is adopted by the Board, it shall be published to the Membership for not less than thirty (30) days after its promulgation; and

(d) The By-Law Amendment shall become effective and enforceable upon filing in the Homeowners Association Depository of Baltimore City.

IN WITNESS WHEREOF, the Secretary of the Board of Directors of the Association certified that the foregoing Amendment to the By-Laws was approved by Directors having the required percentage of the votes.

WITNESS:

010000 THE ORCHARDS ASSOCIATION, INC.

Blair Johnson
President

Patricia Perry
Asst. Secretary

STATE OF MARYLAND)
to wit)
COUNTY/CITY OF)

On this 24 day of May, 2015, before the undersigned officer, personally appeared Patricia Perry, who acknowledged he/she is the Secretary of the Board of Directors of The Orchards Association, Inc. and that he/she as Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.
KAREN J SHEA
Notary Public
Baltimore County
Maryland
My Commission Expires Oct. 16, 2018

[Signature]
NOTARY PUBLIC

My Commission Expires: 10/16/18

BALTIMORE CITY CIRCUIT COURT (Homeowners Association Records) FMC 8, p. 0226, MSA_CE491_8. Date available 07/18/2016. Printed 07/20/2016.

BALTIMORE CITY CIRCUIT COURT (Homeowners Association Records) FMC 8, p. 0227, MSA CE491_8, Date available 07/18/2016. Printed 07/20/2016.

LR - HOA Dep Amendment
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 Reference/Control #: #
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 Total: 20.00
 07/13/2016 09:01
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CIRCUIT COURT FOR BALTIMORE CITY

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