

**ARTICLES OF AMENDMENT OF  
SHELBY SPRINGS GATED RESIDENTIAL ASSOCIATION, INC.**

Pursuant to the Alabama Business and Nonprofit Entities Code, the undersigned hereby adopts the following Amendments to the Articles of Incorporation of Shelby Springs Gated Residential Association, Inc., to wit:

Pursuant to the authority granted to the Developer in Section 12 of the original Articles of Incorporation of Shelby Springs Gated Residential Association, Inc., filed with the Office of the Judge of Probate for Shelby County, Alabama, on July 15, 2010, Section 12 is hereby amended to read as follows:

12. AMENDMENT. Until such time that the Developer relinquishes control of the Association, these Articles of Incorporation may be amended at any time and from time to time by Developer or by the vote of the Board of Directors of the Association, without the consent or approval of any of the members of the Association. Only after such time that the Developer relinquishes control of the Association, these Articles of Incorporation may be amended, subject to the terms and provisions of the Protective Covenants, by the affirmative vote of fifty-one (51%) of the total votes in the Association.

Pursuant to the authority granted to Shelby Springs Stock Farm, Inc., as the Developer as that term is defined in the Articles of Incorporation, in Paragraphs 7(b) and Paragraph 12, Section 7(a) is hereby amended to read as follows:

7. DIRECTORS.

- (a) Number of Directors. The affairs of the Association shall be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors shall be one (1). Thereafter, the number of Directors shall be fixed in the manner provided in the Bylaws, and may thereafter be increased or decreased from time to time by amendment to, or in the manner provided for in the Bylaws; provided, however, that (ii) the number of Directors shall never consist of more than five (5) directors; (ii) no decrease in the number of directors shall have the effect of shortening the term of any incumbent Director; (iii) Developer shall have the right to elect all members of the Board of Directors of the Association as long as Developer owns any portion of the Development, or owns an option to purchase any portion of the Development, or until such time as the Developer relinquishes control of the Association to its members; and (iv) at such time as Developer no longer owns a portion of the Development,

or if, pursuant to the provisions of the Bylaws of the Association, Developer elects to relinquish all of the foregoing rights, then the members of the Association shall elect a new Board of Directors of the Association. Directors need not be owners of any portion of the Development o residents of the State of Alabama. The names and addresses of each person who is to serve as an initial Director of the Association until their successors are elected and qualified, or until such Directors are removed as provided in Paragraph 7(b) of these Articles are as follows:

John Reamer, 19 West Oxmoor Road, Birmingham, AL 35209

Pursuant to the authority granted to the Developer in Section 12 of the original Articles of Incorporation of Shelby Springs Gated Residential Association, Inc., filed with the Office of the Judge of Probate for Shelby County, Alabama, on July 15, 2010, a new Section labeled Section 13 is hereby added. Section 13 shall hereby read as follows:

13. Officers. The Association shall have as Officers a President, a Vice President, a Secretary, and a Treasurer. These Officers shall have the authority granted to them by the Alabama Business and Nonprofit Entities Code, § 10A-1-1.01, et. seq., as the same is amended from time to time. The Officers shall continue in office in accordance with the Bylaws. The Board of Directors may remove an officer through a majority vote. The Initial Officers shall continue in office until such time as the Developer relinquishes control of the Association to the Members. The names and addresses of the Initial Officers are as follows:

John Reamer

President/Vice

President/Secretary/Treasurer

19 West Oxmoor Road  
Birmingham, AL 35209

Shelby Springs Gated Residential Association, Inc., desires to limit membership in the Association, as defined by the Articles of Incorporation, to landowners in the “non-gated” portion of Shelby Springs. Accordingly, Exhibit A to the Articles of Incorporation, filed in the office of the Judge of Probate of Shelby County on or about July 15, 2010, is hereby Amended to read as follows:

Shelby Springs Lakeland – All that land set forth in Map Book 24, Page 133, and Map Book 24, Pages 144 A, B, and C, recorded in the Probate Court of Shelby County, Alabama.

These Amendments, consistent with the Alabama Business and Nonprofit Entities Code, were approved in accordance with the requirements set forth in the Articles of Incorporation and prescribed by law. Specifically, pursuant to Ala. Code § 10A-3-4.03(2), the undersigned states that no members of the Association are entitled to vote on these Amendments, and a majority of



the Board of Directors has taken this action on this the \_\_\_\_\_ day of March, 2012.

IN WITNESS THEREOF, the undersigned has executed these Articles of Amendment, on this the \_\_\_\_\_ day of March, 2012.



John Reamer  
Member of the Board of Directors, and  
President of Shelby Springs Gated  
Residential Association, Inc.

Witnessed By:

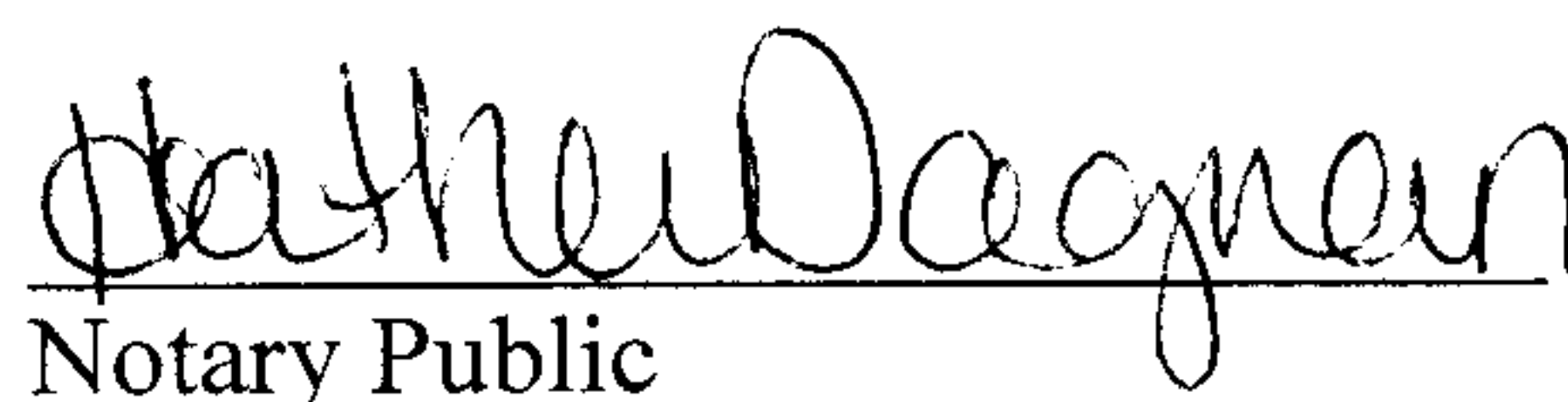
John Reamer, Secretary  
Shelby Springs Gated Residential Association, Inc.

State of Alabama

County of \_\_\_\_\_

I, the undersigned, a notary public in and for said County in said State, hereby certify that John Reamer, whose name appears above, and who known to me, acknowledged before me on this day that, being informed of its contents, she executed the same voluntarily on the day the same bears date.


Given under my hand and seal of office this the \_\_\_\_\_ day of March, 2012.

  
Notary Public

My commission expires: 3/15/15

THIS INSTRUMENT PREPARED BY:

Jeffrey L. Ingram, Esq.  
Mark T. Davis, Esq.  
Galese & Ingram, P.C.  
800 Shades Creek Parkway, Suite 300  
Birmingham, Alabama 35209  
(205) 870-0663

  
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Shelby Cnty Judge of Probate, AL  
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