

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GREYSTONE VALLEY OWNER'S ASSOCIATION, INC.**

Pursuant to the terms and provisions of Ala. Code § 10-3A-82 (1975), the undersigned do hereby amend the Articles of Incorporation (the "Articles") of Greystone Valley Owner's Association, Inc. (the "Association") as follows:

1. **Name.** The name of the corporation is Greystone Valley Owner's Association, Inc., an Alabama nonprofit corporation.

2. **Amendments to Articles.**

(a) Article 1 of the Articles is amended by deleting Article 1 in its entirety and by substituting in lieu thereof the following:

"1. **Name.** The name of the corporation is "The Cove of Greystone Homeowners' Association, Inc." (hereinafter referred to as the "Association")."

(b) Article 4 of the Articles is amended by deleting the name and address of the initial registered office and agent of the Association and by substituting in lieu thereof the following:

"M. Lewis Gwaltney
4000 Greystone Way
Birmingham, Alabama 35242"

3. **Approval by Members and Board of Directors.** Pursuant to Assignment of Developer Rights dated as of March 18, 1998 and recorded as Instrument No. 1998-14862 in the Office of the Judge of Probate of Shelby County, Alabama (the "Probate Office"), Charles W. Daniel transferred and assigned to Greystone Cove, LLP, an Alabama registered limited liability partnership ("Cove LLP"), all of its rights as Developer under the Articles. Pursuant to Assignment of Developer Rights dated as of March 18, 1998 and recorded as Instrument No. 1998-14865 in the Probate Office, Cove LLP transferred and assigned to Greystone Cove, LLC, an Alabama limited liability company ("Greystone Cove"), all of its rights as Developer under the Articles. Except for Greystone Cove, as the "Developer", as defined and provided in the Articles (who has joined in the execution of these Articles of Amendment), no Members of the Association are entitled to vote on the foregoing amendment. Pursuant to Unanimous Written Consent of Board of Directors of the Corporation dated as of October 5, 1998, a copy of which is attached hereto as Exhibit A and incorporated herein by reference, the Board of Directors of the Association met on October 5, 1998 at which time the Board of Directors of the Association unanimously approved the amendments to the Articles set forth in Paragraph 2 of the Association's Articles of Amendment.

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4. **Full Force and Effect.** Except as expressly modified and amended by these Articles of Amendment, all of the terms and provisions of the Articles shall remain in full force and effect.

IN WITNESS WHEREOF, the Association has caused these Articles of Amendment to be executed by its President and attested by its Secretary as of this the 5th day of October, 1998.

**GREYSTONE VALLEY OWNER'S
ASSOCIATION, INC.,** an Alabama nonprofit
corporation

ATTEST:

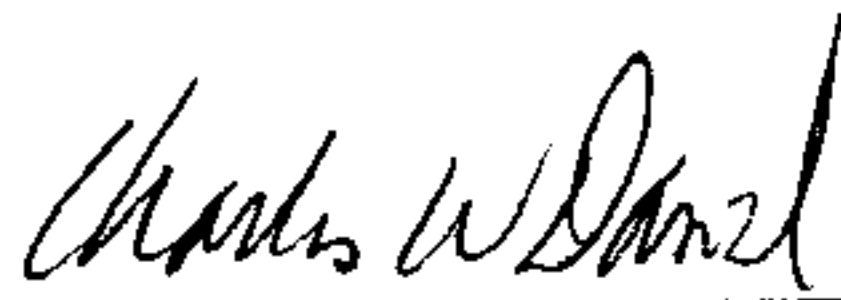
By: 
Richard T. Darden, Its Secretary

By: 
Charles W. Daniel, Its President

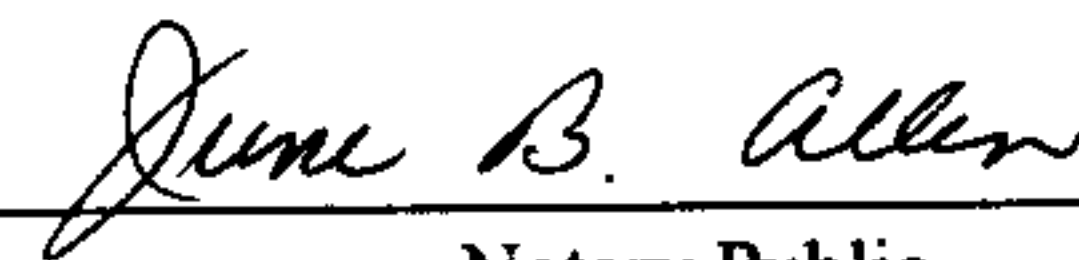
STATE OF ALABAMA)

COUNTY OF SHELBY)

Before me, a Notary Public in and for said county in said state, personally appeared Charles W. Daniel, who being duly sworn, does depose and say that: he is the President of Greystone Valley Owner's Association, Inc., an Alabama nonprofit corporation, and he has personal knowledge of the facts set forth in the foregoing Articles of Amendment and that the same are true and correct to the best of his knowledge and belief:


Charles W. Daniel,
Affiant

Sworn to and subscribed before me this 5th day of October, 1998 by said Affiant.


Notary Public
My commission expires: Oct. 23, 2000

[NOTARIAL SEAL]

CONSENT OF DEVELOPER


Pursuant to the terms and provisions of Paragraph 12 of the Articles, Greystone Cove, LLC, an Alabama limited liability company, as Developer (as defined in the Articles), has joined in the execution of these Articles of Amendment in order to consent to and approve of the amendment to the Articles described in Paragraph 2 above.

Dated as of the 5th day of October, 1998.

GREYSTONE COVE, LLC, an Alabama limited liability company

By: **GREYSTONE COVE, LLP**, an Alabama registered limited liability partnership, Its Co-Manager

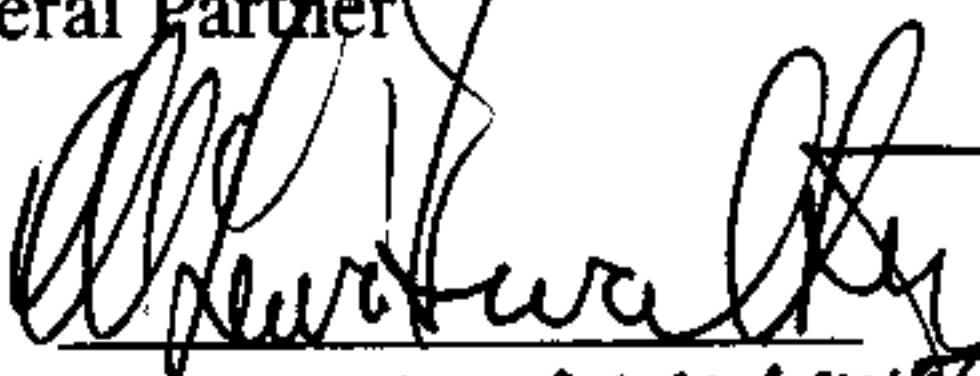
By: **The CWD, L.L.C.**, an Alabama limited liability company, Its General Partner

By: 
Charles W. Daniel, Its Managing Member

By: **DANIEL REALTY COMPANY**, an Alabama general partnership, Its Co-Manager

By: **Daniel Equity Partners Limited Partnership**, a Virginia limited partnership, Its Managing Partner

By: **Daniel Equity Corporation I**, a Virginia corporation, Its General Partner

By: 
Its: VICE-PRESIDENT

This instrument prepared by and upon recording should be returned to:

Stephen R. Monk, Esq.
Bradley Arant Rose & White LLP
2001 Park Place North, Suite 1400
Birmingham, Alabama 35203

EXHIBIT A

**UNANIMOUS WRITTEN CONSENT OF DIRECTORS
OF
BOARD OF DIRECTORS
OF
GREYSTONE VALLEY OWNER'S ASSOCIATION, INC.**

1998-38837

The undersigned, being all of the members of the Board of Directors of Greystone Valley Owner's Association, Inc., an Alabama nonprofit corporation ("Association"), do hereby (i) waive notice of the time, place and purpose of a special meeting of the Board of Directors of the Association held on this the 5th day of October, 1998 at 820 Shades Creek Parkway, Suite 1200, Birmingham, Alabama 35209 at 10:00 a.m. and (ii) adopt the following resolutions and consent to the actions of this Association authorized and directed hereby:

RESOLVED, that the name of Greystone Valley Owners' Association, Inc., an Alabama nonprofit corporation (the "Association"), shall be changed to "The Cove of Greystone Homeowners' Association, Inc."; and further

RESOLVED, that the Association be, and hereby is, authorized, directed and empowered to undertake any and all action necessary or required in order to change the name of the Association to The Cove of Greystone Homeowners' Association, Inc., including, without limitation, the execution of amendments to the Articles of Incorporation of the Association and the execution and delivery of any and all other documents, instruments and agreements necessary or required to effect such change in name; and further

RESOLVED, that the proper officers and representatives of the Association, including, without limitation, Charles W. Daniel, as President, T. Charles Tickler as Vice President and Richard T. Darden as Secretary, be, and each of them hereby is, authorized, directed and empowered to (i) do all acts and things on behalf of the Association as they, or any one of them, may deem necessary or appropriate to effect any of the transactions contemplated by these resolutions and (ii) execute and deliver on behalf of this Association any and all documents, instruments and agreements which they, or any one of them, may deem necessary or appropriate to carry out the transactions contemplated by these resolutions.

Dated as of the 5th day of October, 1998.



Charles W. Daniel



Richard T. Darden

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T. Charles Tickler