

This Instrument Prepared by:

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Suite 1700
150 Third Avenue, South
Nashville, TN 37201

**FIRST AMENDMENT TO
AMENDED AND RESTATED BY-LAWS
OF
MARINER'S POINTE INTERVAL OWNERS ASSOCIATION, INC.**

THIS FIRST AMENDMENT to the **AMENDED AND RESTATED BY-LAWS** of the **MARINER'S POINTE INTERVAL OWNERS ASSOCIATION, INC.**, a Tennessee non-profit corporation (the "Association") (successor in interest to Boardwalk Interval Owners Association, Inc.), for itself, its successors, grantees, and assigns, is made and executed by the Directors of the Association on behalf of the Association.

1. On May 2, 2016, the Board of Directors of the Association took certain action by unanimous consent without a meeting pursuant to Tennessee Code Annotated Section 48-58-202.

2. The By-Laws of the Association, captioned "Amended and Restated By-Laws of Mariner's Pointe Interval Owners Association, Inc." (hereinafter, the "By-Laws"), are found at Exhibit D to the Amended and Restated Declaration of Horizontal Property Regime and Master Deed of Mariner's Pointe (the "Declaration"), of record at Book D496, Pages 150, *et seq.*, in the Office of the Register of Deeds of Cumberland County, Tennessee. This First Amendment shall constitute an amendment to said Exhibit D.

M.P.

3. Article XI of the Association's Articles of Incorporation and Article X, Section 2 of the By-Laws authorize the Board of Directors to amend said By-Laws.

insisted
on recording
as is!
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4. Article VIII of the Articles of Incorporation of Boardwalk Interval Owners Association, Inc. provides that the Board of Directors shall consist of not fewer than three, nor more than the number specified in the By-Laws, as they may be amended from time to time.

5. This First Amendment does not contravene any provision of law, or the Declaration.

6. The members of the Association have not specified that Article X of the By-Laws shall not be amended by the Board of Directors.

7. Capitalized terms in this First Amendment shall have the same meaning as defined in the By-Laws and in the Declaration.

8. ARTICLE IV, Section 1 of the By-Laws is hereby deleted and the following shall be substituted as ARTICLE IV, Section 1:

SECTION 1. NUMBER; TERM: The Board of Directors of the Association shall consist of three (3) members, who shall be Messrs. Henry Phillips, Chairman, Sidney McBee and Ben Edmondson, and who shall serve until the anticipated process of dissolution, liquidation and termination of the corporate existence of the Association is complete.

8. Except as changed hereby, and except as inconsistent herewith, the By-Laws shall remain in full force and effect.

IN WITNESS WHEREOF, this First Amendment to the Amended and Restated By-Laws of the Association was duly adopted by unanimous written consent of the Board of Directors of the Association, effective as of the 2nd day of May, 2016.

MARINER'S POINTE INTERVAL OWNERS ASSOCIATION, INC.

By: T. David Burgess, Pres.
T. David Burgess, President

By: Velma R. S. Burgess, Sec
Velma R. S. Burgess, Secretary

BK/PG: 1500/119-120

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2 PGS:AL-RESTRICTIONS	
BATCH: 110000	
04/26/2017 - 12:59 PM	
VALUE	0.00
MORTGAGE TAX	0.00
TRANSFER TAX	0.00
RECORDING FEE	10.00
DP FEE	2.00
REGISTER'S FEE	0.00
TOTAL AMOUNT	12.00

STATE OF TENNESSEE, CUMBERLAND COUNTY
JUDY GRAHAM SWALLOWS
REGISTER OF DEEDS