

AMENDMENTS TO THE

DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS

AND EASEMENTS

FOR

LAKE FOREST ESTATES SUBDIVISION

PLEASE CROSS MARGINAL REFERENCE WITH THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS, AND EASEMENTS FOR LAKE FOREST ESTATES SUBDIVISION RECORDED AT INSTRUMENT NO. 54486661 OF THE SUMMIT COUNTY RECORDS.

THIS WILL CERTIFY THAT A COPY OF THESE AMENDMENTS TO THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS, AND EASEMENTS FOR LAKE FOREST ESTATES SUBDIVISION WAS FILED IN THE OFFICE OF THE FISCAL OFFICER OF SUMMIT COUNTY, OHIO.

DATED: _____

BY: _____

FISCAL OFFICER

AMENDMENTS TO THE
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS,
AND EASEMENTS FOR
LAKE FOREST ESTATES SUBDIVISION

WHEREAS, the Declaration of Covenants, Conditions, Restrictions, and Easements for Lake Forest Estates Subdivision (the "Declaration") were recorded at Summit County Records, Instrument No. 54486551 and the Bylaws of Lake Forest Estates Homeowners Association, Inc. (the "Bylaws") were recorded at Summit County Records, Instrument No. 55778054, and

WHEREAS, the Lake Forest Estates Homeowners Association, Inc. (the "Association") is a corporation consisting of all Owners in Lake Forest Estates and as such is the representative of all Owners, and

WHEREAS, Declaration Article IX, Section 5 authorizes amendments to the Declaration and Bylaws Article IX, Section 9.01 authorizes amendments to the Bylaws, and

WHEREAS, Owners representing at least 60% of the Association's current voting power have executed instruments in writing setting forth specifically the matter to be modified in the Declaration (the "Amendments"), and

WHEREAS, a meeting, including any change, adjournment, or continuation of such meeting, of the Association's Owners was held on or about January 31, 2014, and, at such meeting and any adjournment, Owners representing a majority of the voting members present executed, in person or by proxy, an instrument in writing setting forth specifically the matters to be modified in the Bylaws, and

WHEREAS, the Association has in its records the signed, written consents to Amendment C signed by Owners representing 82.65% of the Association's voting members present at a meeting, together with the minutes from said meeting and any continuation thereof, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 82.65% of the Association's voting members present at a meeting authorizing the Association's officers to execute Amendment C on their behalf, and

WHEREAS, the Association has in its records the signed, written consents to Amendment D signed by Owners representing 84.69% of the Association's voting members present at a meeting, together with the minutes from said meeting and any continuation thereof, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 84.69% of the Association's voting members present at a meeting authorizing the Association's officers to execute Amendment D on their behalf, and

WHEREAS, the Association has in its records the signed, written consents to Amendment E-1 signed by Owners representing 60.24% of the Association's voting power as of February 10, 2015, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 60.24% of the Association's voting power authorizing the Association's officers to execute Amendment E-1 on their behalf, and

WHEREAS, the Association has in its records the signed, written consents to Amendment E-2 signed by Owners representing 82.65% of the Association's voting members present at a meeting, together with the minutes from said meeting and any continuation thereof, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 82.65% of the Association's voting members present at a meeting authorizing the Association's officers to execute Amendment E-1 on their behalf, and

WHEREAS, the proceedings necessary to amend the Declaration and Bylaws as required by the Declaration and Bylaws have in all respects been complied with.

NOW THEREFORE, the Declaration of Covenants, Conditions, Restrictions, and Easements for Lake Forest Estates Subdivision and Bylaws of Lake Forest Estates Homeowners Association, Inc., are amended by the following:

AMENDMENT A

[Intentionally Left Blank – Amendment Proposal Did Not Pass at the Time of Recording]

AMENDMENT B

[Intentionally Left Blank - Amendment Proposal Did Not Pass]

AMENDMENT C

DELETE BYLAWS ARTICLE III, SECTION 3.08 entitled, "Quorum of Members," in its entirety. Said deletion to be taken from Page 2 of the Bylaws as recorded at Summit County Records, Instrument No. 55778054.

INSERT a new BYLAWS ARTICLE III, SECTION 3.08 entitled, "Quorum of Members; Adjournment." Said new addition, to be added on Page 2 of the Bylaws as recorded at Summit County Records, Instrument No. 55778054, is as follows:

Quorum of Members; Adjournment

3.08 Except as may be otherwise provided by law or by the Declaration, at any meeting of the Members of the Association, the Members of the Association entitled to exercise a majority of the voting power of the Association present in person or by proxy will constitute a quorum for such meeting. No action may be authorized or taken by a lesser percentage than required by law, by the Declaration, or by these Bylaws. The Members entitled to exercise a majority of the voting power represented at a meeting of Members, whether a quorum is present, may adjourn such meeting from time to time. If any meeting is adjourned, notice of such adjournment need not be given if the time and place to which such meeting is adjourned are fixed and announced at such meeting.

Any conflict between this provision and any other provisions of the Declaration and Bylaws shall be interpreted in favor of this amendment regarding quorum at Association meetings. Upon the recording of this amendment, only Owners of record at the time of such filing shall have standing to contest the validity of the amendment, whether on procedural, substantive or any other grounds, provided further that any such challenge shall be brought in the court of common pleas within one year of the recording of the amendment.

AMENDMENT D

DELETE BYLAWS ARTICLE IV, SECTION 4.02 entitled, "Number of Trustees," in its entirety. Said deletion to be taken from Page 3 of the Bylaws as recorded at Summit County Records. Instrument No. 55778054.

INSERT a new BYLAWS ARTICLE IV, SECTION 4.02 entitled, "Number and Qualifications." Said new addition, to be added on Page 3 of the Bylaws as recorded at Summit County Records, Instrument No. 55778054, is as follows:

Number and Qualifications

4.02 The Board consists of five or seven persons, each of whom must be an Owner or the spouse of an Owner, and in good standing. Good standing requires that the Owner not be more than 30 days delinquent in the payment of any fees and/or Assessments owed to the Association. In addition to the provisions of Bylaws Article IV, Section 4.03, the Board may remove any Board member who is not in good standing. No Lot may be represented by more than one person on the Board at any one time. If an Owner is not an individual, that Owner may nominate for the Board of Directors any principal, member of a limited liability company, partner, director, officer, or employee of that Owner.

At any subsequent meeting held for the election of Board members at which a quorum is present following the recording of this amendment, a majority of the Owners present by person or proxy at such meeting may approve of a motion, made prior to the election of Board members, to either reduce the size of the Board from seven to five persons or to increase the Board from five to seven persons, as the case may be. The approval of any such motion will in no event act to decrease the length of or end the term of any current Board member prior to its original expiration. Following the approval of such motion, the election of Board members will, to the extent appropriate, take place with the terms of the elected Board members staggered as necessary to comply with Bylaws Article IV, Section 4.03, as amended.

DELETE BYLAWS ARTICLE IV, SECTION 4.03 entitled, "Terms of Trustees," in its entirety. Said deletion to be taken from Page 3 of the Bylaws as recorded at Summit County Records, Instrument No. 55778054.

INSERT a new BYLAWS ARTICLE IV, SECTION 4.03 entitled, "Term of Office; Resignations." Said new addition, to be added on Page 3 of the Bylaws as recorded at Summit County Records, Instrument No. 55778054, is as follows:

Term of Office; Resignations; Removal

4.03 Each Board member will hold office until his/her successor is elected, or until his/her earlier resignation, removal from office or death. Any Board member may resign at any time by oral statement to that effect made at a meeting of the Board or in a writing to that effect delivered to the Secretary or President of the Association, such resignation to take effect immediately or at such other time as the Board member may specify. Members of the Board will serve without compensation. All Directors will be elected for a three-year term with staggered elections to facilitate either a 2-2-1 or 3-2-2 rotation, depending on the number of Board members as provided in Bylaws Article IV, Section 4.02, as amended.

Except as otherwise provided in these Bylaws, the Board may remove any Board member and thereby create a vacancy in the Board, if by order of court he/she has been found to be of unsound mind, or if he/she files for bankruptcy or has been adjudicated bankrupt, or if he/she is physically incapacitated, or if he/she fails to attend three (3) consecutive meetings of the Board, or who is not a member in good standing.

Any conflict between these provisions and any other provision of the Declaration or Bylaws will be interpreted in favor of this amendment establishing the procedure for electing five or seven Directors, qualifications, terms of office, and removal. The invalidity of any part of the above provision will not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Unit Owners of record at the time of such filing will have standing to contest the validity of the amendment, whether on procedural, substantive or any other grounds, provided further that any such challenge will be brought within one year of the recording of the amendment.

AMENDMENT E-1

MODIFY the 1st PARAGRAPH in DECLARATION ARTICLE VIII, SECTION 5 entitled, "Amendment of Certain Restrictions and Covenants." Said modification, to be made on Page 13 of the Declaration, as recorded at Summit County Records, Instrument No. 54486551, is as follows (deleted language is crossed-out; new language is underlined):

Unless a greater percentage of vote is required to take a particular action hereunder (in which case such greater percentage of vote ~~shall be is~~ required) any provision of this Declaration may be amended or repealed only by the affirmative vote of Members holding not less than 60% a majority of the total voting power of the Association at any meeting of the Association or, if not at a meeting, by an instrument signed by the Association's President and Secretary clarifying that requisite approvals were obtained in writing. Amendments to the Declaration will become binding and effective on the date of the filing of same with the Summit County Fiscal Office. ~~The Covenants and Restrictions shall will~~ not terminate in any event, unless the Developer ~~or The Association~~ obtains approval from the City, and if required, establishes an agreement with the City of Macedonia for maintenance of the duties hereunder and for the enforcement of standards referred to in this document.

Any conflict between this provision and any other provision of the Declaration and Bylaws will be interpreted in favor of this amendment permitting Owners to vote on future amendments without a meeting. The invalidity of any part of the above provision will not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of such filing will have standing to contest the validity of the amendment, whether on procedural, substantive or any other grounds, provided further that any such challenge will be brought in the court of common pleas within one year of the recording of the amendment.

AMENDMENT E-2

MODIFY BYLAWS ARTICLE IX, SECTION 9.01 entitled, "Modification of Bylaws." Said modification, to be made on Page 8 of the Bylaws as recorded at

Summit County Records, Instrument No. 55778054, is as follows (deleted language is crossed-out; new language is underlined):

9.01 The power to alter, amend, or repeal these Bylaws, or to adopt new Bylaws, to the extent allowed by law, is vested in the voting members. These Bylaws may be altered, amended, or repealed, by a majority of the Association's total voting power Members at a meeting held for that purpose, by the affirmative vote of a majority of the voting members present, if a quorum is present, or, if not at a meeting, by an instrument signed by the President and Secretary of the Association clarifying that requisite approvals were obtained in writing. Amendments to the Bylaws will become binding and effective on the date of the filing of same with the Summit County Fiscal Office.

Any conflict between this provision and any other provision of the Declaration and Bylaws will be interpreted in favor of this amendment permitting Owners to vote on future amendments without a meeting. The invalidity of any part of the above provision will not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of such filing will have standing to contest the validity of the amendment, whether on procedural, substantive or any other grounds, provided further that any such challenge will be brought in the court of common pleas within one year of the recording of the amendment.

The Lake Forest Estates Homeowners Association, Inc. has caused the execution of this instrument this _____ day of _____, 2015.



STATE
RECORDS

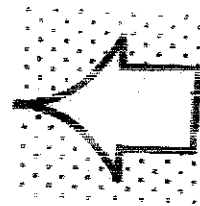
LAKE FOREST ESTATES HOMEOWNERS ASSOCIATION, INC.

By: _____
KEVIN BILKIE, its President

By: _____
RICHARD BEECH, its Secretary

STATE OF OHIO)
)
COUNTY OF _____)

SS



NOTARIZE

BEFORE ME, a Notary Public, in and for said County, personally appeared the above named Lake Forest Estates Homeowners Association, Inc., by its President and its Secretary, who acknowledged that they did sign the foregoing instrument, on Page 8 of 9, and that the same is the free act and deed of said corporation and the free act and deed of each of them personally and as such officers.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in _____, Ohio, this _____ day of _____, 2015.

NOTARY PUBLIC

Place notary stamp/seal here:

This instrument prepared by:
KAMAN & CUSIMANO, LLC, Attorneys at Law
2000 Terminal Tower
50 Public Square
Cleveland, Ohio 44113
(216) 696-0650
ohiohoalaw.com