

STATE OF SOUTH CAROLINA)
COUNTY OF HORRY)

**SECOND AMENDMENT TO THE DECLARATION
OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
BAREFOOT RESORT RESIDENTIAL PROPERTIES**

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for the Barefoot Resort Residential Properties ("Master Deed") is recorded in Deed Book 2251, at Page 384 in the office of the Registrar of Deeds & Conveyances for Horry County, State of South Carolina; and

WHEREAS, the Master Deed and Bylaws were amended on January 5, 2012 by the Amendment to the Declaration of Covenants, Conditions and Restrictions for the Barefoot Resort Residential Properties filed on January 11, 2012 and recorded in Deed Book 3561 at Page 2460 in the office of the Registrar of Deeds & Conveyances for Horry County, State of South Carolina with the Amended and Restated By-Laws of Barefoot Resort Residential Owners Association, Inc. ("Bylaws"); and

WHEREAS, pursuant to Section 19.2 of Article XIX of the Master Deed and Section 6.6 of the Bylaws the co-owners together with the required consent of the requisite number of the record holders of first mortgages required to amend the Master Deed; and

WHEREAS, the owners wish to amend the Master Deed and Bylaws as set out herein.

NOW THEREFORE, in consideration of the promises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the owners do hereby amend the Master Deed and Bylaws as follows:

**BYLAWS
ARTICLE 2 - MEMBERSHIP AND MEETING
Section 2.3 – Annual Meetings
Page 1**

**BYLAWS
ARTICLE 3 – BOARD OF DIRECTORS
Section 3.7 Organizational Meetings
Page 6**

ARE HEREBY AMENDED AND REPLACED AS FOLLOWS:

ARTICLE 2 - MEMBERSHIP AND MEETING
Section 2.3 – Annual Meetings
Page 1

Section 2.3 Annual Meetings.

The first meeting of the Association, whether a regular or special meeting, shall be held within one year from the date of incorporation of the Association. Meetings shall be of the Voting Members. Subsequent regular annual meetings shall be set by the Board so as to occur during the fourth quarter of the Association's fiscal year on a date and at a time set by the Board.

ARTICLE 3 – BOARD OF DIRECTORS
Section 3.7 Organizational Meetings
Page 6

Section 3.7 Organizational Meetings.

The first meeting of the Board following each annual meeting of the membership shall be the Organizational Meeting for the election of officers, designation of Committee Chairs and Liaisons, and establishment of the schedule of meetings held no later than 30 days after official publication of the results of the Barefoot Resort Residential Owners Association Board of Directors. Once all Directors for the following year are known the Board shall fix the time and place for the Organizational Meeting. The First Regular Meeting of the new Board shall be held after January 1 of the year following that Board's Organizational Meeting. At the discretion of the Board, one or more of whose members' terms are ending, it may agree to invite incoming Board members to attend any of its Special, Regular, or informational meetings for the purpose of acquainting them with current issues or any other appropriate purpose.

The Bylaws shall remain unchanged in all other respects, except as amended herein and are incorporated herein by reference.

Unless amended as set forth herein, the Master Deed is hereby ratified, confirmed and adopted in all respects and in all particulars as to each and every provision thereof. This Amendment shall, and does hereby, constitute an amendment to the Master Deed with regard to the matters and things set forth herein, is incorporated therein and made a part thereof.

This Second Amendment shall be binding upon and inure to the benefit of, all parties having any right, title or interest in the properties subject to the Master Deed, their heirs, successors and assigns, and shall inure to the benefit of each Owners therein.

The Master Deed shall remain unchanged in all other respects.

IN WITNESS WHEREOF, the President and Secretary of Barefoot Resort Residential Owners Association, Inc. have executed this Second Amendment to the Master Deed this the 18 day of July, 2017.

Barefoot Resort Residential Owners Association, Inc.

By: Michael A. Atwood
President

By: [Signature]
Secretary

Witnesses:

[Signature]
[Signature]

STATE OF SOUTH CAROLINA)
COUNTY OF HORRY)

PROBATE

Personally appeared before me the undersigned witness who, being duly sworn, deposes and says that he/she saw the President and Secretary of Barefoot Resort Residential Owners Association, Inc. sign, seal and deliver this Second Amendment to Master Deed and that he/she with the other witness named as subscribed above witnessed the execution thereof.

*This witness is not a party to
or beneficiary of this transaction.* Clayton

SWORN to before me this
the 18 day of July, 2017.

Brandy Reaves
Notary Public for South Carolina
My Commission Expires: 11/12/2020

