

ARTICLES OF AMENDMENT

HAYFIELD VIEW HOMEOWNERS ASSOCIATION, INC.

Pursuant to Section 13.1-237 of the 1950 Code of Virginia as amended, Hayfield View Homeowners Association, Inc. adopts the following Articles of Amendment to its Articles of Incorporation:

I. Paragraph (2) (f) on page three (3) of the Articles of Incorporation shall be deleted in its entirety and the following paragraph shall be added in substitution thereof:

"(f) To borrow money, pledge, mortgage, deed in trust, hypothecate any or all of its real or personal property as security for money borrowed or debts incurred with the consent of two-thirds (2/3rds) of each class of membership."

II. Paragraph (4) on page five (5) of the Articles of Incorporation shall be deleted in its entirety and the following paragraph shall be added in substitution thereof:

"(4) DIRECTORS: The management of the affairs of the corporation shall be vested in the directors. Only members of the corporation, and designees of Belleau Wood, Inc. or its successors and assigns, while it holds Class B membership in the corporation shall be eligible to act as directors of the corporation. Except for the number of the initial Board of Directors, the number of subsequent permanent Board of Directors shall be no less than five (5). The first election of directors by the members of the corporation shall be held at the annual meeting of the members in Fairfax, Virginia. The directors elected by the members at the first election of directors and thereafter shall be elected for a term of three (3) years and until their respective successors are elected. Any vacancy occurring in the initial or any subsequent Board of Directors may be filled at any meeting of the Board of Directors by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board of Directors, or by a sole remaining director, and if not so previously filled, shall be filled at the next succeeding meeting of members of the corporation. Any director elected to fill a vacancy shall serve until the expiration of the term of the director, the vacancy in whose position he was elected to fill."

III. Paragraph (9) on page 7 of the Articles of Incorporation shall be deleted and the following paragraph shall be added in substitution thereof:

"(9) AUTHORITY TO DEDICATE: The corporation shall have the power to dedicate, sell or transfer all or any part of such area so conveyed to it for community association purposes to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless approved by members entitled to cast more than two-thirds (2/3rds) of the votes of the entire Class A membership and more than two-thirds (2/3rds) of the entire Class B membership, if any, agreeing to such dedication, sale or transfer."

A meeting was held by the Board of Directors on April 10, 1981, at which meeting the Board of Directors found the amendments to be in the best interest of the corporation and directed that they be submitted to a vote at a meeting of the voting members. Notice of the meeting of the members of the association was waived in accordance with Section 13.1-215 of the Code of Virginia, by the attendance of all of the voting members of the said association at said meeting. All of the Class B members were in attendance at the aforesaid meeting comprising the total membership as no Class A members are in existence as of the date of this meeting. The aforesaid amendments received the unanimous approval of all of the Class B members in attendance and entitled to vote.

WITNESS the following signature and seals:

HAYFIELD VIEW HOMEOWNERS ASSOCIATION, INC.

BY *Arthur M. ...* President

J. P. ...
Secretary

STATE OF VIRGINIA *Orange*
COUNTY OF _____, to-wit:

The foregoing instrument was acknowledged in my presence on this the 15 day of April, 1981, by *E. J. ...* as President of HAYFIELD VIEW HOMEOWNERS ASSOCIATION, INC. on behalf of said corporation.

My Commission Expires:

10/14/83

Lucie K. Smith
Notary Public

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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND,
April 3, 1979

The accompanying articles having been delivered to the State Corporation Commission on behalf of

Hayfield View Homeowners Association, Inc.

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF INCORPORATION

be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the clerk of the Circuit Court of Fairfax County

STATE CORPORATION COMMISSION

By Thomas P. Harwood, Jr.
Commissioner

VIRGINIA:

In the Clerk's Office of the Circuit Court of Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 10th day of April 1979 and is now returned to the State Corporation Commission by certified mail.

J. G. Atkinson, Jr.
Deputy Clerk

11/23/79
671-4331

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND,
April 20, 1981

The accompanying articles having been delivered to the State Corporation Commission on behalf of

Hayfield View Homeowners Association, Inc.

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this CERTIFICATE OF AMENDMENT be issued, and that this order, together with the articles, be admitted to record in the office of the Commission; and that the corporation have the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

Upon the completion of such recordation, this order and the articles shall be forwarded for recordation in the office of the clerk of the Circuit Court, Fairfax County

STATE CORPORATION COMMISSION

By Thomas P. Hamner, Jr.
Commissioner

VIRGINIA:

In the Clerk's Office of the Circuit Court, Fairfax County

The foregoing certificate (including the accompanying articles) has been duly recorded in my office this 27th day of April 1981 and is now returned to the State Corporation Commission by certified mail.

James E. Hoofnagle
Clerk

A COPY TESTE:
JAMES E. HOOFNAGLE, CLERK

By: Conroy A. Rose
Deputy Clerk