

**FIRST AMENDMENT TO THE BYLAWS
OF
STONE MANOR NEIGHBORHOOD HOMEOWNER'S ASSOCIATION**

This Amendment to the Bylaws (the "Amendment") of Stone Manor Neighborhood Homeowner's Association ("Corporation") is entered into this 24TH day of NOVEMBER, 2010, to amend and modify the Bylaws dated the 8TH day of MAY, 2008 ("Bylaws").

EXPLANATORY STATEMENT

WHEREAS, Section 6.7(a) of the Bylaws provides that the Declarant may amend the Bylaws for any purpose;

WHEREAS, the Declarant desires to amend the Bylaws to change the number of board of directors required by Corporation;

WHEREAS, the Declarant desires to amend the Bylaws related to certain insurance requirements for the Corporation;

NOW THEREFORE, the Bylaws of the Corporation are hereby amended as follows:

1. Section 3.1 of the Bylaws shall be amended and restated as follows:

"3.1 Number, Qualification, and Appointment or Election. Until the first annual meeting of the Association, the affairs of the Association shall be governed by a Board of Directors consisting of one (1) to five (5) persons appointed by Declarant. At such first meeting, there shall be elected any one (1) to five (5) persons to the Board of Directors, who shall, thereafter, govern the affairs of this Association until their successors have been duly elected and qualified; provided that upon the election and placement of any homeowner in Stone Manor as a Board of Director, the number of directors shall automatically consist of three (3) to five (5) persons. Nomination of candidates for the election of Directors shall always be allowed from the floor."

2. Section 3.3(d) of the Bylaws shall be amended and restated as follows:

"(d) Insurance. If such insurance is reasonably available, to insure and keep insured all of the insurable Common Areas of the property in an amount equal to their replacement value as is provided in the Declaration. If such insurance is reasonably available, to insure and keep insured all of the common fixtures, equipment and personal property for the benefit of the Lots and their mortgagees. Further, to obtain and maintain comprehensive liability insurance covering the Common Areas to the extent such coverage is reasonably available."

Adopted by the Declarant as of the date first written above.

Stone Manor Development, LLC,
an Oklahoma limited liability company

By: Cheryl Fincher
Name:
Manager