

**AMENDMENT TO BYLAWS OF
SNOW HILL HOMEOWNERS ASSOCIATION, INC.**

THIS AMENDMENT TO BYLAWS of SNOW HILL HOMEOWNERS ASSOCIATION, INC. is made this 19 day of June, 2003 by SNOW HILL HOMEOWNERS ASSOCIATION, INC.

WHEREAS, Article XX of the Bylaws of SNOW HILL HOMEOWNERS ASSOCIATION, INC. states that the said Bylaws may be amended by the affirmative vote of sixty-six and two-thirds percent (66 2/3%) in common interest of all of the lot owners, present in person or by proxy, at a meeting of such owners duly held for such purpose; and

WHEREAS, on October 10, 2002, more than sixty-six and two-thirds percent in common interest of all of the lot owners, present in person or by proxy, at a meeting of such owners duly held for such voted affirmatively to amend the Bylaws in the manner set forth below;

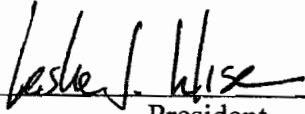
NOW THEREFORE, in accordance with the Bylaws of Snow Hill Homeowners Association, Inc., the said Bylaws are hereby amended as follows:

The following new section is hereby added to the Bylaws, to be inserted as Article VI, Section 4:

Section 4 - The number of directors on the Board of Directors shall be five. The term for service on the Board of Directors shall be three years, however, such terms shall initially be staggered according to the following: At the first annual meeting following this amendment, two Directors shall be elected to serve three (3) year terms, two Directors shall be elected to serve two (2) year terms, and one Director shall be elected to serve a one (1) year term. Thereafter, all Directors shall be elected for three (3) year terms.

This amendment shall be effective immediately.

IN WITNESS WHEREOF, the Board of Directors has caused this Amendment to the Bylaws to be executed in nits name on behalf of Snow Hill Homeowners Association, pursuant to the required vote for approval by the members of the Association.

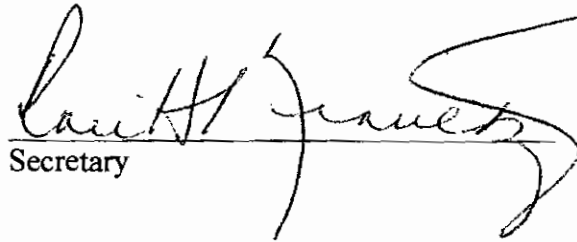


President

CERTIFICATION

I, the undersigned, do hereby certify that I am the duly elected Secretary of Snow Hill Homeowners Association, Inc., a Virginia Nonstock corporation, which is the homeowners association for the Snow Hill community located in Fauquier County, Virginia, established pursuant to a Declaration recorded among the land records of Fauquier County, Virginia, and pursuant to Articles of Incorporation filed with the Virginia State Corporation Commission. The foregoing constitutes an Amendment to the Bylaws of Snow Hill Homeowners Association, Inc. as duly adopted by the required votes of the membership on October 10, 2002.

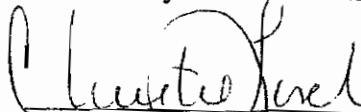
IN WITNESS WHEREOF, I have hereunto subscribed my name this 19 day of June, 2003.


Secretary

STATE OF VIRGINIA,
CITY/COUNTY OF Fauquier, to-wit:

On this 19 day of June, 2003, before me, the undersigned notary public, personally appeared LESLIE WISE, President of the Board of Directors of Snow Hill Homeowners Association, Inc., known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

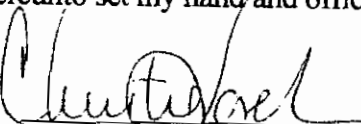
IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

My commission expires: 12/31/07  (SEAL)
Notary Public

STATE OF VIRGINIA,
CITY/COUNTY OF Fauquier, to-wit:

On this 19 day of June, 2003, before me, the undersigned notary public, personally appeared ROBERT KRAWETZ, Secretary of the Board of Directors of Snow Hill Homeowners Association, Inc., known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

My commission expires: 12/31/07  (SEAL)
Notary Public