

Certificate of Amendment to
Bylaws of Sunrise Condominium Association

WHEREAS, the Bylaws of Sunrise Condominium Association ("Bylaws") were executed on December 19, 2005 by MCZ/Centrum CPP Scottsdale, LLC, an Illinois limited liability company ("Declarant");

WHEREAS, pursuant to Article I, Section 1.5 of the Bylaws, the Bylaws may be amended by the Declarant during the Period of Declarant Control in order to correct any error or inconsistency in the Bylaws if the amendment does not adversely affect any Unit Owner;

WHEREAS, the Association is still within the Period of Declarant Control ;

WHEREAS, Declarant wishes to amend the Bylaws to correct an error in Section 3.2, which provides for one (1) year director terms, and should have been drafted to provide for staggered director terms;

WHEREAS, Amending the director terms at this point in time will not adversely affect the rights of any Unit Owner, since the Unit Owners have not yet elected a Member Board of Directors;

NOW, THEREFORE Declarant hereby amends the Bylaws as set forth below.

Within Article 3, Board of Directors, Section 3.2, Term of Office, is hereby amended in its entirety to read as follows:

"3.2 . Term of Office. Directors appointed by the Declarant shall hold office until their successors are elected and qualify. After the Period of Declarant Control terminates, the Members shall elect a Board of five (5) directors. At the first annual meeting of the Members after the Period of Declarant Control terminates, the Members shall elect three (3) directors for a term of three (3) years, one (1) director for a term of two (2) years, and one (1) director for a term of one (1) year. The directors receiving the highest number of votes shall be elected for the longer terms. Thereafter, all directors shall be elected for a term of three (3) years to preserve the staggered terms, except that the Board shall have the right to cause a director to be elected for less than a three (3) year term if it becomes necessary to re-establish the staggered terms.

Despite the expiration of a director's term, a director shall continue to hold office until the director's successor is elected, designated or appointed and qualified, until the director's resignation or removal or until there is a decrease in the number of directors."

The Declarant hereby certifies that above amendments were adopted in accordance with the provisions of the Bylaws.

DATED this 10 day of July, 2008.

MCZ/CENTRUM CPP SCOTTSDALE, LLC

By: 

Its: member.