TRANSFER
NOT NECESSARY

MAR 0 9 2015

CLARENCE E. MINGO II
AUDITOR
FRANKLIN COUNTY, OHIO

CONVEYANCE TAX
EXEMPT
M MWO

CLARENCE E. MINGO II
FRANKLIN COUNTY AUDITOR

201503090028811
Pgs: 3 $44.00 T20150014990
03/09/2015 3:40PM BXBROSIUS JOH
Terry J. Brown
Franklin County Recorder

FIRST AMENDMENT
TO
THE CODE OF REGULATIONS
FOR
PINNACLE CLUB HOMEOWNERS' ASSOCIATION, INC.

This is the First Amendment to the Code of Regulations for Pinnacle Club Homeowners' Association, Inc. made on or as of this 3 day of March 2015.

BACKGROUND

A. A plan of covenants, easements, conditions and restrictions for The Pinnacle Club of Grove City ("Pinnacle Club"), situated in Grove City, Franklin County, Ohio, was created by the recording of the Declaration of Covenants, Easements, Conditions and Restrictions for The Pinnacle Club of Grove City (the "Declaration") of record as Instrument Number 200410220245255 in the Office of the Recorder of Franklin County, Ohio, as the same has been amended and supplemented to date.

B. Pursuant to the provisions of the Declaration and the filing of articles of incorporation with the Ohio Secretary of State, the Pinnacle Club Homeowners' Association, Inc. (the "Association"), an Ohio corporation not-for-profit, was duly created and organized for the purposes of owning and/or maintaining property or facilities of the Association in the Pinnacle Club for the benefit of the owners of lots and condominium units in the Pinnacle Club and for administering and enforcing the terms and conditions of the Declaration.

C. Pursuant to the provisions of Chapter 1702 of the Ohio Revised Code, the Association duly adopted a Code of Regulations of Pinnacle Club Homeowners' Association, Inc.

D. Pursuant to the provisions of Section 5312.02(D)(1) of the Planned Community Act, the board of directors filed and recorded the Code of Regulations, of record as Instrument Number 201103180037335 in the Office of the Franklin County Recorder.

E. Pursuant to Article VIII of the Code of Regulations, the Code of Regulations may be amended "at a meeting of voting Members held for that purpose or in a vote conducted by mail by the affirmative vote of those Members entitled to exercise not less than 67% of the total voting power of the Members." The Developer, M/I Homes of Central Ohio, LLC, still maintains 100% of the total voting power, and so the Developer has the power, in its sole and absolute discretion, to amend the Code of Regulations as provided in this First Amendment.

F. Pursuant to the provisions of Article VIII, the Developer desires by this First Amendment to amend the Code of Regulations as indicated below.

Amendment

NOW THEREFORE, the undersigned President and Secretary of the Association hereby certify that the Developer, pursuant to the power of the Developer to exercise 100% of the total voting power of the Members, through a mail vote and as evidenced by the consent, vote and approval at the end of this First Amendment, has approved and adopted the following amendments to the Code of Regulations:

1. Defined Words and Phrases. Unless otherwise defined herein, capitalized words and phrases herein shall have the meaning assigned to such words and phrases in the Declaration and Code of Regulations.

2. Amended Language. Article IV, Section 4.01 of the Code of Regulations is hereby superseded in its entirety and amended and replaced with the following:

> "Subject to such limitations as have been or may hereafter be imposed by the restrictions, the Articles or this Code of Regulations, as any of the same may be lawfully amended from time to time, all power and authority of the Association shall be vested in and exercised by a Board of Directors consisting of five (5) persons. Said persons shall manage and conduct the business and affairs of the Association and exercise the powers and duties established by the restrictions, the Articles and this Code of Regulations until they resign, or until their successors are elected and qualified. Members of the Board of Directors need not be Members of the Association. Before the relinquishment of control of the Association by the Developer, the Developer shall appoint all Directors. It shall not be necessary for the Developer appointed Directors to hold annual or any other periodic meetings. Subsequent to the relinquishment of control of the Association by the Developer, Directors shall be elected at the regular annual meeting of Members of the Association or at special meetings called for that purpose, beginning with the first meeting conducted upon the relinquishment of control, each Director who is elected shall serve for a term of one (1) year and until his or her successor is elected and qualified, or until he or she resigns. Any Director may be removed at a special meeting of the Members of the Association called for that purpose by the affirmative vote of those Members entitled to exercise not less than seventy-five percent (75%) of the voting power of all Members."

3. Effect of Amendment. In the case of conflict between the Code of Regulations and this First Amendment, the terms of this First Amendment shall control. Any term or provision of the Code of Regulation not amended by this First Amendment shall remain the same and in full force and effect.

IN TESTIMONY WHEREOF, the undersigned President and Secretary of the Association have executed this First Amendment to the Code of Regulations of the Association and certify affirm its adoption as aforesaid.

PINNACLE CLUB HOMEOWNERS' ASSOCIATION, INC.

By _____
Jason Francis, President

By _____
Kevin Zeppernick, Secretary

STATE OF OHIO
COUNTY OF FRANKLIN, SS:

This instrument was acknowledged and executed before me by Jason Francis, President, and Kevin Zeppernick, Secretary on behalf of Pinnacle Club Homeowners' Association, Inc. who certify the adoption of the First Amendment as aforesaid this 3 day of March 2015.

Darlene W. Smith
Notary Public



DARLENE W. SMITH
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES JUNE 25, 2019

CONSENT, VOTE AND APPROVAL

M/I HOMES OF CENTRAL OHIO, LLC
an Ohio limited liability company

By: Timothy C. Hall, Jr., Area President

STATE OF OHIO
COUNTY OF FRANKLIN, SS:

This instrument was acknowledged and executed before me by Timothy C. Hall, Jr. the Area President of M/I Homes of Central Ohio, LLC, an Ohio limited liability company, on behalf of said limited liability company this 3 day of March 2015.

Darlene W. Smith
Notary Public



DARLENE W. SMITH
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES JUNE 25, 2019

This instrument prepared by Julia E. Donnan, Attorney at Law, Brosius, Johnson & Griggs, LLC, 50 West Broad Street, Suite 3300, Columbus, Ohio 43215-3352.

Y:\Dec Of Covenants\Pinnacle Club Amend (Number Of Directors).Docx