

CUYAHOGA COUNTY  
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AMENDMENTS TO THE  
DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS AND  
RESTRICTIONS  
OF  
TRAILHEAD VILLAGE

PLEASE CROSS MARGINAL REFERENCE WITH THE DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS AND RESTRICTIONS OF TRAILHEAD VILLAGE RECORDED AT INSTRUMENT NO. 200505060127 OF THE CUYAHOGA COUNTY RECORDS.

AMENDMENTS TO THE  
DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS AND  
RESTRICTIONS OF TRAILHEAD VILLAGE

WHEREAS, the Declaration of Covenants, Conditions, Easements and Restrictions of Trailhead Village (the "Declaration") was recorded at Instrument No. 200505060127 and the Bylaws of Trailhead Homeowners' Association (the "Bylaws"), were recorded at Instrument No. 201305230455 of the Cuyahoga County Records, and

WHEREAS, the Trailhead Homeowners' Association, Inc. (the "Association") is a corporation consisting of all Owners in Trailhead Village and as such is the representative of all Owners, and

WHEREAS, Declaration Article XI, Section 6(b) authorizes amendments to the Declaration and Bylaws Article VII, Section 10 authorizes amendments to the Bylaws, and

WHEREAS, Owners representing at least 66 2/3% of the Association's current voting power have executed instruments in writing setting forth specifically the matter to be modified in the Declaration (Amendment A) and Owners representing at least 75% of the Association's current voting power have executed instruments in writing setting forth specifically the matter to be modified in the Bylaws (Amendment B) (collectively the "Amendments"), and

WHEREAS, the Association has in its records the signed, written consents to the Amendments signed by Owners representing 75% of the Association's voting power as of June 11, 2014, and

WHEREAS, the Association has in its records the power of attorney signed by Owners representing 75% of the Association's voting power authorizing the Association's officers to execute the Amendments on their behalf, and

WHEREAS, the proceedings necessary to amend the Declaration and Bylaws as required by the Declaration and Bylaws have in all respects been complied with.

NOW THEREFORE, the Declaration of Covenants, Conditions, Easements and Restrictions of Trailhead Village and the Bylaws of Trailhead Homeowners' Association are hereby amended by the following:

## AMENDMENT A

INSERT a new DECLARATION ARTICLE VII, SECTION 26 entitled, "Occupancy Restriction." Said new addition, to be added on Page 14 of the Declaration, as recorded at Cuyahoga County Records, Instrument No. 200505060127, is as follows:

Section 26 - Occupancy Restriction. A person who is classified a Tier III or Tier II sexual offender/child-victim offender, or any future equivalent classification, and for whom the County Sheriff or other government entity must provide community notification of the sex offender's residence is prohibited from residing in or occupying a Living Unit or remaining in or on the property for any length of time. The classification of a sexual offender/child-victim offender and determination of whether notice is required is made by a court of law pursuant to the Ohio Sex Offenders Act, as may be amended and/or renamed from time to time, or similar statute from another jurisdiction. The Association is not, however, liable to any Owner or Occupant, or anyone visiting any Owner or the Association, as a result of the Association's alleged failure, whether negligent, intentional, or otherwise, to enforce the provisions of this restriction.

Any conflict between this provision and any other provisions of the Declaration and Bylaws will be interpreted in favor of this restriction on the occupancy of Living Units. The invalidity of any part of the above provision does not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of such filing have standing to contest the validity of the amendment, whether on procedural, substantive, or any other grounds, provided further that any such challenge must be brought in the court of common pleas within one year of the recording of the amendment.

## AMENDMENT B

MODIFY BYLAWS ARTICLE II, SECTION 1 entitled, "Qualifications." Said modification, to be made on Page 4 of the Bylaws as recorded at Instrument No. 201305230455, is as follows (deleted language is crossed-out; new language is underlined):



Section 1. Qualifications. ~~Except as otherwise provided herein, a~~All Members of the Board of Directors (herein called "Board Members" or "Board") shall must be Owners, or the spouse of an Owner, and in good standing. Good standing requires that the Owner not be more than 30 days delinquent in the payment of any fees and/or Assessments owed to the Association. If an Owner is not an individual, that Owner may nominate for the Board of Directors any principal, member of a limited liability company, partner, director, officer, or employee of that Owner. Board Members elected or designated by the Developer need not fulfill the qualifications imposed by this Section 1 of this Article II or any other qualifications imposed on Board Members elected by Owners other than the Developer, except as otherwise provided in this Code, and Board Members elected or designated by the Developer may be removed only by the Developer or as otherwise provided herein. If a Board Member shall ceases to meet such qualifications during his/her term, he/she shall will thereupon cease to be a member of the Board and his/her place on the Board shall will be deemed vacant. No single Living Unit may be represented on the Board by more than one (1) person at any time.

DELETE BYLAWS ARTICLE II, SECTION 2 entitled, "Number of Board Members," in its entirety. Said deletion to be taken from Page 5 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455.

INSERT a new BYLAWS ARTICLE II, SECTION 2 entitled, "Number of Board Members." Said new addition, to be added on Page 5 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455, is as follows:

Section 2. Number of Board Members. The Board will consist of 3 or 5 persons. At any Annual Meeting or subsequent meeting held for the election of Board members at which a quorum is present, a majority of the Owners present by person or proxy at such meeting may approve of a motion, made prior to the election of Board members, to either reduce the size of the Board from 5 to 3 persons or to increase the Board from 3 to 5 persons, as the case may be. The approval of any such motion will in no event act to decrease the length of or end the term of any current Board member prior to its original expiration. Following the approval of such motion, the

election of Board members will, to the extent appropriate, take place with the terms of the elected Board members staggered as necessary to comply with Bylaws Article II, Section 4.

DELETE BYLAWS ARTICLE II, SECTION 3 entitled, "Election of Board Members by Developer and Owners Prior to the First Annual Meeting," in its entirety. Said deletion to be taken from Page 5 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455.

INSERT a new BYLAWS ARTICLE II, SECTION 3 entitled, "Modification of Number of Board Members." Said new addition, to be added on Page 5 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455, is as follows:

Section 3. Modification of Number of Board Members.

(a) At the first Annual Meeting following the recording of this amendment, the terms of all the then serving Board members will end effective as of the adjournment of such Meeting. At said Annual Meeting, prior to the election of Board members, the Owners present in person and by proxy will vote to determine whether the Board will consist of 3 or 5 members. Following such determination, the entire 3 or 5 person Board, as determined by the Owners, will be elected, with the terms of each elected Board member staggered in accordance with Bylaws Article II, Section 4, with the persons receiving the most votes elected to the longest terms.

(b) At any subsequent meeting held for the election of Board members at which a quorum is present, a majority of the Owners present by person or proxy at such meeting may approve of a motion, made prior to the election of Board members, to either reduce the size of the Board from 5 to 3 persons or to increase the Board from 3 to 5 persons, as the case may be. The approval of any such motion will in no event act to decrease the length of or end the term of any current Board member prior to its original expiration. Following the approval of such motion, the election of Board members will, to the extent appropriate, take place with the terms of the elected Board members staggered as necessary to comply with Bylaws Article II, Section 4.



DELETE BYLAWS ARTICLE II, SECTION 4 entitled, "First Annual Meeting," in its entirety. Said deletion to be taken from Page 5 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455.

INSERT a new BYLAWS ARTICLE II, SECTION 4 entitled, "Term of Office; Resignations." Said new addition, to be added on Page 5 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455, is as follows:

Section 4. Term of Office; Resignations. Each Board member will hold office until his/her successor is elected, or until his/her earlier resignation, removal from office or death. Any Board member may resign at any time by oral statement to that effect made at a meeting of the Board or in a writing to that effect delivered to the Secretary or President of the Association, such resignation to take effect immediately or at such other time as the Board member may specify. Members of the Board will serve without compensation. All Directors will be elected for a three-year term with staggered elections to facilitate either a 2-2-1 or 3-2-2 rotation, depending on the number of Board members as provided in Bylaws Article II, Section 3.

DELETE BYLAWS ARTICLE II, SECTION 5 entitled, "Election of Board Members from and after to the First Annual Meeting," in its entirety. Said deletion to be taken from Pages 5-6 of the Bylaws as recorded at Cuyahoga County Records, Instrument No. 201305230455.

MODIFY the NUMBERS of BYLAWS ARTICLE II, SECTIONS 6, 7, 8, 9, 10, 11, 12, 13, 14, AND 15 to read SECTIONS 5, 6, 7, 8, 9, 10, 11, 12, 13, AND 14. Said modifications, to be made on Pages 5-8 of the Bylaws as recorded at Instrument No. 201305230455.

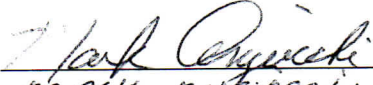
Any conflict between these provisions and any other provision of the Declaration or Bylaws will be interpreted in favor of this amendment establishing the procedure for electing 3 or 5 Directors, qualifications, terms of office, and removal. The invalidity of any part of the above provision will not impair or affect in any manner the validity or enforceability of the remainder of the provision. Upon the recording of this amendment, only Owners of record at the time of such filing will have standing to contest the validity of the amendment,

whether on procedural, substantive, or any other grounds, provided further that any such challenge will be brought within one year of the recording of the amendment.

The said Trailhead Homeowners' Association, Inc. has caused the execution of this instrument this 10 day of July, 2014.

TRAILHEAD HOMEOWNERS' ASSOCIATION, INC.

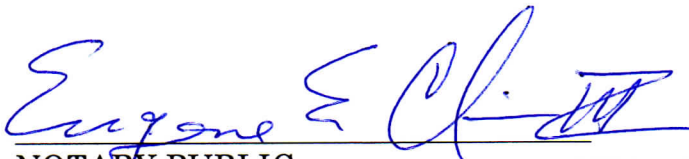
By:   
BRADLEY METZGER, its President

By:   
MARK ANGIOCCI, its Member At Large  
(Print name)

STATE OF OHIO )  
 ) SS  
COUNTY OF CUYAHOGA )


BEFORE ME, a Notary Public, in and for said County, personally appeared the above named Trailhead Homeowners' Association, Inc., by its President and its Member At Large, who acknowledged that they did sign the foregoing instrument, on Page 7 of 8, and that the same is the free act and deed of said corporation and the free act and deed of them personally and as such officers.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in Berea, Ohio, this 10 day of July, 2014.

  
NOTARY PUBLIC

EUGENE E. CLAIR III, Attorney  
NOTARY PUBLIC - STATE OF OHIO  
My Commission Has No Expiration Date  
Section 147.03 R.C.

Place notary stamp/seal here:



This instrument prepared by:  
KAMAN & CUSIMANO, LLC, Attorneys at Law  
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50 Public Square  
Cleveland, Ohio 44113  
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