

approval for such absence, and the minutes shall reflect the Director's resignation pursuant to this section.

Section 5.6. Vacancies

Vacancies on the Board of Directors caused by any reason other than the removal of a Director by the Members may be filled by a Majority Vote of the remaining Directors at a meeting of the Board held for such purpose after the occurrence of such vacancy or, if the Directors remaining in office constitute fewer than a quorum, an affirmative vote of the majority of the Directors remaining in office even though the Directors present at such meeting constitute less than a quorum. Each person so appointed shall serve the remainder of the term of the Director being replaced. Vacancies caused by removal of a Director by the Members shall be filled by a vote of the Eligible Members and the successor Director shall serve the remainder of the term of the Director being replaced so that the staggered terms shall remain unaffected.

ARTICLE 6 - REGISTERED OFFICE AND AGENT

The current registered office of the Association is located in Winchester at 21 South Loudoun Street, Winchester, Virginia, 22601, at which office the registered agent of the Association is Ian Williams, who meets the requirements of Section 13.1-833 of the Act by reason of the fact that he is a resident of Virginia and member of the Virginia Bar whose business address is identical with that of the registered office.

ARTICLE 7 - AMENDMENT

These Articles may be amended by a Majority Vote of the votes actually cast of the Eligible Members acting at a duly called Membership Meeting, so long as the Board places the Membership on notice of the vote in the notice of the meeting. No amendment to these Articles may diminish or impair the rights of the Lake Holiday LLC, the Landowner or the Mortgagees under the Articles without their prior written consent, as applicable.

ARTICLE 8 - DISSOLUTION

Section 8.1. Required Vote

The Association may be dissolved only by a vote or written approval of at least eighty percent of the Eligible Members. The dissolution shall not be effective until certified by