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AZ CORPORATION COMMISSION
FILED

SEP 16 2010

FILE NO.

-1383495-7

AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
THE VILLAGE AT MADISON MEADOWS
HOMEOWNERS ASSOCIATION,
an Arizona nonprofit corporation

Pursuant to the provisions of Section 10-11002 of the Arizona Revised Statutes, The Village at Madison Meadows Homeowners Association, an Arizona nonprofit corporation, hereby adopts the following Amendment to the Articles of Organization:

FIRST: The name of the corporation is The Village at Madison Meadows Homeowners Association (the "Association").

SECOND: The original Articles of Incorporation (the "Original Articles") of the Association were filed with the Arizona Corporation Commission (the "ACC") on July 30, 2007, as File No. 138495-2. The Original Articles were thereafter amended and restated pursuant to the Amended and Restated Articles of Herro Park Community Association, To Be Renamed The Village at Madison Meadows Homeowners Association (the "Articles"), which was filed with the ACC on April 14, 2010.

THIRD: Article VI of the Articles is hereby amended and restated in its entirety as follows:

"VI
KNOWN PLACE OF BUSINESS

The Association's known place of business in Arizona shall be 5055 North 32nd Street, Phoenix, Arizona 85018."

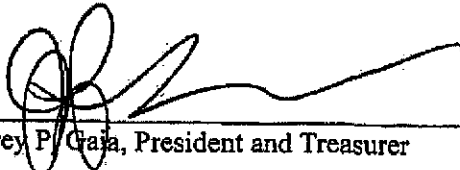
FOURTH: The fourth section of the Articles is hereby amended and restated in its entirety as follows:

"**Fourth:** Pursuant to and in accordance with A.R.S. §§ 10-11003 and 10-11030, these Amended and Restated Articles of Incorporation of Herro Park Community Association, to be Renamed The Village at Madison Meadows Homeowners Association, have been approved by the Board of Directors of the Association, The Biltmore Bank of Arizona, an Arizona corporation, in its capacity as the sole Member of the Association and 5055-1 LLC, an Arizona limited liability company, in its capacity as the Declarant."

FIFTH: Pursuant to and in accordance with A.R.S. §§ 10-11002, 11-1106 and 10-11030, this Amendment to Articles of Incorporation of The Village at Madison Meadows Homeowners Association, an Arizona nonprofit corporation, has been approved by the Board of Directors of the Association and 5055-1 LLC, an Arizona limited liability company, in its capacity as the Declarant.

EXECUTED this 16TH day of September, 2010.

**THE VILLAGE AT MADISON MEADOWS
HOMEOWNERS ASSOCIATION**



Jeffrey P. Gala, President and Treasurer

John Byrd, Secretary