

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE WILSHIRE HOMES
ASSOCIATION, INC.
(Amending the Corporation's Bylaws)
Passed November 28, 2007**

WHEREAS, pursuant to Article VII, Section 2 of the of the Bylaws of the Corporation, the Board of Directors of the Corporation may amend the Bylaws at any regular or special meeting of the Board of Directors; and

WHEREAS, Article IV, Section 2 of the Bylaws provides that the authorized number of directors of the corporation shall be not less than three nor more than five members, and the Board of Directors have deemed it to be in the best interests of the Corporation to amend the Bylaws to increase the authorized number of directors to be not less than five nor more than nine members.

NOW, THEREFORE, BE IT RESOLVED that the Bylaws of the Corporation be and are hereby amended as follows:

Article IV, Section 2 is hereby amended in its entirety to read as follows:

Section 2. Number and Qualification of Directors. The authorized number of directors of the corporation shall be not less than five nor more than nine until changed by amendment to this Bylaw. A director shall be deemed qualified as such when he shall have been elected as hereafter provided and when he shall have filed with the Secretary written acceptance of his election and not before.

Upon passage of the above resolution, the Secretary is hereby directed to provide notice of the above amendment of the Bylaws to each member having voting rights within ten (10) days after the passage of the above resolution, in accordance with Article VII, Section 2 of the Bylaws.