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GENTRY KALAELOA, LLC – Attn: KS  
733 Bishop Street, Suite 1400  
Honolulu, Hawaii 96813

Total Pages: 6

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Tax Map Key No.: (1) 9-1-013:199 (portion) and (1) 9-1-013:197

**FIRST AMENDMENT TO  
BYLAWS OF THE ASSOCIATION OF UNIT OWNERS  
OF KA`ULU BY GENTRY III**

THIS FIRST AMENDMENT TO BYLAWS OF THE ASSOCIATION OF UNIT OWNERS OF KA`ULU BY GENTRY III (this "Amendment"), is made as of September 22, 2025, by GENTRY KALAELOA, LLC, a Hawaii limited liability company ("Declarant"), the address of which is 733 Bishop Street, Suite 1400, Honolulu, Hawaii 96813.

**RECITALS:**

A. By Declaration of Condominium Property Regime of Ka`ulu By Gentry III, dated October 31, 2024, recorded in the Bureau of Conveyances of the State of Hawaii (the "Bureau") as Document No. A-9111000419 (the "Declaration"), and pursuant to Hawaii Revised Statutes Chapter 514B, Declarant submitted certain land and improvements, as described in the Declaration, to a condominium property regime known as Ka`ulu By Gentry III (the "Project"), with the plans therefor filed in the Bureau as Condominium Map No. 6673 (the "Condominium Map").

B. Declarant also recorded those certain Bylaws of the Association of Unit Owners of Ka`ulu By Gentry III, dated October 31, 2024, in the Bureau as Document No. A-9111000420 (the "Bylaws").

C. Section 8.1(d) of the Bylaws provides, in relevant part, that "Any other provision of this Section or these Bylaws to the contrary notwithstanding (except the Mortgagee-approval requirements in the Declaration, if applicable), and until the Recording of Unit conveyances or agreements of sale with respect to all of the Units in the Project in favor of Persons other than Declarant or an affiliate of Declarant, Declarant, acting alone, may amend these Bylaws, without

the approval, consent or joinder of any Person or group of Persons, including the Association, any Unit Owner or any Mortgagee, Occupant, lienholder, Unit purchaser, or any other Person who may have an interest in the Project, to make such amendments as authorized in the Declaration. ...."

D. Section E.3 of the Declaration (i) gives Declarant the right to withdraw real property from the Project and the effect of the Declaration by amending the Declaration, and (ii) provides that (a) the withdrawn real property will be deemed deleted from the Project and the Declaration for all purposes upon the Recordation in the Bureau of an amendment to the Declaration that sets forth the withdrawal of the real property, and, (b) upon a withdrawal of real property from the Project and the Declaration, the withdrawn property will cease to be a part of the Project or subject to the Declaration; provided, however, the terms and conditions set forth in Section E.3(c) of the Declaration for such withdrawal must be satisfied.

E. Section E.4 of the Declaration provides: "Declarant has the right to subdivide any portion of the Land and/or consolidate any portion of the Land with other land (and to re-subdivide the consolidated lands if appropriate) in order to effect the addition and/or withdrawal of real property as described in Section E.3 of this Declaration by amending this Declaration, the Bylaws, the Condominium Map and/or any other document that Declarant deems necessary or appropriate to effect such subdivision and/or consolidation."

F. Section Q.3(b) of the Declaration provides as follows:

"(b) Notwithstanding any other provision in this Section to the contrary, Declarant's Reserved Rights include the right of Declarant, without the approval of any other Person, to amend the Project Documents in accordance with the exercise of any Declarant's Reserved Rights and in accordance with the exercise by Declarant of any other of rights reserved to Declarant in the Project Documents."

G. Section C.83 of the Declaration states that the Condominium Map, the Declaration and the Bylaws are among the Project Documents.

H. Pursuant to Section 8.1(d) of the Bylaws, Declarant desires to amend the Bylaws to amend the description of the Land in Exhibit "1" to the Bylaws.

I. Unless otherwise defined in this Amendment, all capitalized terms (other than those at the beginning of sentences) have the definitions given to them in the Declaration.

#### AMENDMENT TO THE BYLAWS:

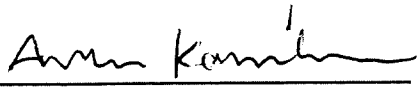
In consideration of the Recitals, Declarant hereby amends the Bylaws as follows:

1. Exhibit "1" to the Bylaws, which is the legal description of the Land, is deleted in its entirety and replaced with Exhibit "1" attached to this Amendment.

Except as amended by this Amendment and by any other previously Recorded amendments, the Bylaws continue in full force and effect as first written.

Declarant has executed this Amendment as of the date first referenced above.

**GENTRY KALAELOA, LLC,**  
a Hawaii limited liability company

By: 

Name: Andrew Kamikawa

Title: Vice President

Declarant

CITY AND COUNTY OF HONOLULU

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EXHIBIT "1"

Description of the Land

All of those certain parcels of land (being portions of Lot 13047, shown on Map 957 of Land Court Application No. 1069, having been deregistered and recorded in the Bureau of Conveyances of the State of Hawaii as Document No. A-72090613) situate, lying and being at Honouliuli, Ewa, City and County of Honolulu, State of Hawaii, described as follows:

Lot 14, containing an area of 37,262 square feet, more or less;

Lot 15, containing an area of 23,286 square feet, more or less;

Lot 16, containing an area of 23,144 square feet, more or less;

Lot 17, containing an area of 20,449 square feet, more or less;

Lot 18, containing an area of 21,400 square feet, more or less;

Lot 19, containing an area of 27,661 square feet, more or less;

Lot 20, containing an area of 19,727 square feet, more or less;

Lot 21, containing an area of 21,748 square feet, more or less;

Lot 22, containing an area of 23,701 square feet, more or less; and

Lot 23, containing an area of 18,849 square feet, more or less, all as shown on DPP File No. 2024/SUB-139 and as each such lot is further described in Surveyor's Affidavit recorded in the Bureau of Conveyances of the State of Hawaii (the "Bureau") on July 16, 2025 as Document No. A-9328000582, which descriptions are incorporated herein by reference.

Together with, as to Lots 14 through 23, access over Lot 13047-F and Lot 13047-G (together "Roadway Lots"), as shown on Map approved by the Department of Planning and Permitting, City and County of Honolulu, Subdivision File No. 2019/SUB-160, on August 13, 2021; provided, however, that in the event that any Roadway Lots are conveyed for public use to the State of Hawaii, the City and County of Honolulu or other governmental authority, said right of access as to said Roadway Lots so conveyed shall immediately terminate.

Being portions of the premises acquired by Limited Warranty Deed and Reservation of Rights, dated December 29, 2021, recorded in the Bureau as Document No. A-80330557, by Grantor, HCHP1 LLC, a Delaware limited liability company, in favor of Grantee, Gentry Kalaeloa, LLC, a Hawaii limited liability company, also being a portion of the premises acquired by Limited Warranty Deed and Reservation of Rights, dated September 29, 2023, recorded in the Bureau as Document No. A-86720362 by Grantor, HCHP1 LLC, a Delaware limited liability company, in favor of Grantee, Gentry Kalaeloa, LLC, a Hawaii limited liability company.

And together with, as to Lots 14 through 23, access over Lots 1 to 13, inclusive, Lots 47 to 49, inclusive, as shown on DPP File No. 2023/SUB-75 and as each such lot is further described in Surveyor's Affidavit recorded in the Bureau on December 14, 2023 as Document No. A-87480287, which descriptions are incorporated herein by reference.

And together with, as to Lots 14 through 23, access over Lots 24 to 32, inclusive, Lot B, and Lot C, all as shown on DPP File No. 2024/SUB-139 and as each such lot is further described in Surveyor's Affidavit recorded in the Bureau on July 16, 2025 as Document No. A-9328000582, which descriptions are incorporated herein by reference.

END OF EXHIBIT "A"