

**RESOLUTION OF THE BOARD OF DIRECTORS OF
CARRIAGE HILLS COMMUNITY IMPROVEMENT ASSOCIATION**

The undersigned, being all of the Directors of the Carriage Hills Community Improvement Association (the "Association"), at a meeting of the Board of Directors (the "Board") held on June 7, 2011, did unanimously consent to and adopts the following resolutions:

RESOLVED, that pursuant to the authority contained in the Bylaws of the Association, the Board is vested with the authority to increase or decrease the number of Directors, by the unanimous consent of the Directors; and

RESOLVED FURTHER, that the Board determined it to be in the best interest of the Association to increase the number of directors from five (5) to seven (7); and

RESOLVED FURTHER, that the increase in the number of Directors to seven (7) was effectuated at the 2011 annual meeting of the Members where the Members elected owners to fill the two (2) new positions, in addition to electing two (2) directors whose terms are expiring ; and

RESOLVED FURTHER, that the following is the list of current Board members with a numerical designation of the seat on the Board held by that Director, and the remainder of that Director's term of office:

Seat 1: Cathy Phillips	Term expires May 2012
Seat 2: Mary Bradshaw	Term expires May 2012
Seat 3: Heath Westfield	Term expires May 2013
Seat 4: Lisa LeBlanc	Term expires May 2014
Seat 5: Tony Schaeffer	Term expires May 2014
Seat 6: To be added with July election	Term expires May 2013
Seat 7: To be added with July election	Term expires May 2013

RESOLVED FURTHER, that in order to establish and maintain the staggering of terms once the Board is increased to seven (7), the following was effectuated at the 2011 annual meeting of the Members held on July 19, 2011:

2012 Annual Meeting: two (2) directors, consisting of Seats 1 and 2, shall be elected for three (3) year terms, which terms shall expire when their replacements are elected at the 2015 meeting of the Members.

2013 Annual Meeting: three (3) directors, consisting of Seats 3, 6 and 7, shall be elected for three (3) year terms, which terms shall expire when their replacements are elected at the 2016 meeting of the Members.

2014 Annual Meeting:

two (2) directors, consisting of Seats 4 and 5, shall be elected for three (3) year terms, which terms shall expire when their replacements are elected at the 2017 meeting of the Members.

After the election of the two (2) Directors at the 2012 meeting of the Members, the Members shall annually elect the number of Directors equal to the number of Directors whose terms expire at such time, such Directors to serve for a term of three (3) years each.

RESOLVED FURTHER, that the signatures of the five (7) current Directors set forth below shall serve as the approval and confirmation that all of the current Directors have agreed to the above staggering of terms set forth herein, and the process set forth herein for future elections and the staggering of terms.

IN WITNESS WHEREOF, the undersigned have executed this Board Resolution, to be effective as of June 7, 2011.

Director *[Signature]*
Date: 5/15/2012

Director *[Signature]*
Date: 5/15/2012

Director *[Signature]*
Date: 5/15/2012

Director *[Signature]*
Date: 6/12/12

Director *[Signature]*
Date: 7.25.12

SECRETARY'S CERTIFICATION

I hereby certify that, as Secretary of the Carriage Hills Community Improvement Association, the foregoing Board Resolutions were unanimously adopted, at a meeting of the Board of Directors held on June 7, 2011, at which a quorum was present.

DATED, this the 27 day of September, 2012.

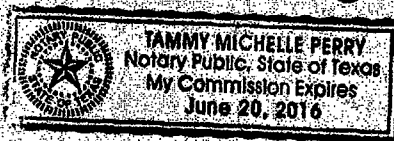
Lisa Lablanc
Print Name: Lisa Lablanc
Title: Secretary

STATE OF TEXAS §
§
COUNTY OF MONTGOMERY §

BEFORE ME, on this day personally appeared Lisa Lablanc, the Secretary of the Carriage Hills Community Improvement Association, known by me to be the person whose name is subscribed to this instrument, and acknowledged to me that s/he executed the same for the purposes herein expressed and in the capacity herein stated, and as the act and deed of said corporation.

Given under my hand and seal this the 27 day of September, 2012.

Tammy Perry
Notary Public in and for the State of Texas



E-FILED FOR RECORD
10/23/2012 3:16PM

Mark Tumbull

COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY

I hereby certify this instrument was e-FILED in
file number sequence on the date and at the time
stamped herein by me and was duly e-RECORDED in
the Official Public Records of Montgomery County, Texas.

10/23/2012



Mark Tumbull

County Clerk
Montgomery County, Texas