

**FIRST AMENDMENT TO THE CORRECTED AMENDED BYLAWS OF
CARRIAGE HILLS COMMUNITY IMPROVEMENT ASSOCIATION**

STATE OF TEXAS §
COUNTY OF MONTGOMERY §

WHEREAS, this First Amendment to the Corrected Amended Bylaws of the Carriage Hills Community Improvement Association, Inc. (hereinafter the "First Amendment") is made on the date set forth below by the Board of Directors of the Carriage Hills Section I, II, and III Community Improvement Association, Inc. (the "Association") d/b/a Carriage Hills Community Improvement Association; and

WHEREAS, the Association adopted the Bylaws of the Carriage Hills Community Improvement Association, Inc., as amended by the Amended Bylaws (Montgomery County Clerk's File No. 2005-073870), and as corrected by the Corrected Amended Bylaws ((Montgomery County Clerk's File No. 2006-143447), hereinafter collectively referred to as the "Bylaws"; and

WHEREAS, the words used in this First Amendment shall have the same meaning as set forth in the Bylaws; and

WHEREAS, pursuant to the Texas Business Organizations Code, and further pursuant to the authority contained in the Bylaws, the Board has been vested with the authority to amend the Bylaws; and

WHEREAS, the Board desires to amend the Bylaws.

NOW THEREFORE, the Board hereby amends the Bylaws as follows:

The portion of Article V, Section 5.5, which reads as follows:

Except as otherwise provided by law, by the Articles of Incorporation or by these Bylaws, the Members represented at the meeting in person or by proxy, entitled to cast one-tenth (1/10) of the votes of the total membership, shall constitute a quorum for any action at a meeting of Members, but the Members present at any meeting, although less than a quorum, may from time to time adjourn the meeting, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

shall be deleted and replaced with the following:

Except as otherwise provided by law, by the Articles of Incorporation or by the Bylaws, the Members represented at the meeting in person or by proxy, entitled to cast one-tenth (1/10) of the votes of the total membership, shall constitute a quorum for any action at a meeting of Members. However, if the required quorum is not present at the

initially called meeting, another meeting may be called immediately after the adjournment of the initial meeting. The quorum requirement at the reconvened meeting shall be satisfied by the Members in attendance in person or by proxy at such reconvened meeting. If the subsequent meeting should take place before twenty-four (24) hours after the initial meeting, verbal notice conveyed to those present at the initial meeting shall be sufficient notice to satisfy all notice provisions in the Bylaws.

If any provision of this First Amendment is found to be in conflict with the Bylaws, this First Amendment shall control.

Unless the context clearly indicates otherwise, all other definitions and restrictions shall remain as stated in the Bylaws.

IN WITNESS WHEREOF, this First Amendment to the Corrected Amended Bylaws of the Carriage Hills Community Improvement Association is executed as of the 10 day of May, 2011.

APPROVED BY:

Cathy Phillips
CATHY PHILLIPS, DIRECTOR

Heather Westfield
HEATHER WESTFIELD, DIRECTOR

Lisa LeBlanc
LISA LEBLANC, DIRECTOR

Jennifer Dumas
JENNIFER DUMAS, DIRECTOR

Marvin R. Badsha
MARVIN R. BADSHA, DIRECTOR

CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of Carriage Hills Community Improvement Association;

That the foregoing constitutes the First Amendment to the Corrected Amended Bylaws of Carriage Hills Community Improvement Association and was duly adopted by the Board of Directors by unanimous written consent on the 10 day of May, 2011.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 10 day of May, 2011.

Jennifer Dumas
Jennifer Dumas Secretary

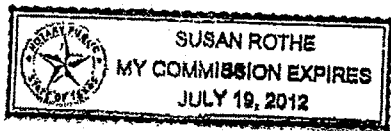
STATE OF TEXAS

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COUNTY OF MONTGOMERY

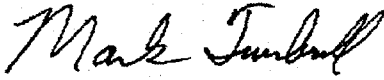
BEFORE ME, on this day personally appeared Jennifer Dumas the Secretary of Carriage Hills Community Improvement Association known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that s/he executed the same for the purposes and consideration therein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

Given under my hand and seal of office, this 10 day of May, 2011.



Susan Rothe
Notary Public - State of Texas

E-FILED FOR RECORD
05/17/2011 3:56PM

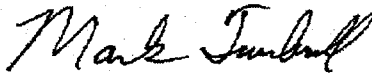


COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

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.

05/17/2011



County Clerk
Montgomery County, Texas

**FIRST AMENDMENT TO THE CORRECTED AMENDED BYLAWS OF
CARRIAGE HILLS COMMUNITY IMPROVEMENT ASSOCIATION**

After Recording Return To:

Stephanie L. Quade
Roberts Markel
2800 Post Oak Blvd.
57th Floor
Houston, Texas 77056

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