

CERTIFICATE OF
AMENDMENT OF BY-LAWS
OF
QUAIL GREEN WEST HOMEOWNERS ASSOCIATION, INC.

WHEREAS, heretofore on May 16, 1979, the Board of Directors of Quail Green West Homeowners Association, Inc. ("said Homeowners Association") adopted By-Laws for the Quail Green West Homeowners Association, Inc.; and

WHEREAS, Section 1 of Article XII of said By-Laws provides that they may be amended at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy; and

WHEREAS, on April 29, 1995, a regular meeting of the members of said Homeowners Association was held at 1635 Grand Park Drive, Missouri City, Texas for the purpose of amending the By-Laws and for the election of board members.

NOW, THEREFORE, a quorum of the members of the Association being present in person or by proxy voted to amend the By-Laws of the Quail Green West Homeowners Association, Inc., to-wit:

Article IV, Section 2 is deleted in its entirety and the following is substituted in lieu thereof:

Term of Office: The term of office of five (5) directors set forth in the By-Laws of the Association shall be staggered so that the term of office of two (2) directors shall be for three (3) years, the term of office of two (2) directors shall be for two (2) years and the term of office of one (1) director shall be for one (1) year. At each annual meeting thereafter, the members shall elect the number of directors equal to the number of directors whose terms expire at such time for a term of two (2) years each.

Annual Minutes Dated 29 April, 1995

ATTEST:

James M. Allen
President

5.15.95
Date

CORPORATE SEAL:



AS PER ORIGINAL