

**RESOLUTION OF AUTUMN LAKE
PROPERTY OWNERS ASSOCIATION, INC.
REGARDING MAINTENANCE OF PERIMETER FENCING**

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WHEREAS, Autumn Lake Property Owners Association, Inc., (hereinafter "Autumn Lake" or "Association") is a Texas non-profit corporation;

WHEREAS, Bylaws of Autumn Lake Property Owners Association, Inc. were duly adopted by the Board of Directors for Autumn Lake Property Owners Association, Inc.;

WHEREAS, Article VII of the Bylaws authorizes the amendment of the Bylaws by the affirmative vote of a majority of the directors present at a duly constituted regular or special meeting of the Board of Directors;

WHEREAS, Article IV, Section 5 of the Bylaws currently states that Directors may serve a maximum of two (2) terms;

WHEREAS, the Board of Directors for Autumn Lake Property Owners Association, Inc. has determined that said Section 5 of Article IV should be amended to remove the maximum two (2) term limit of a Director;

WHEREAS, at a duly constituted regular or special meeting of the Board of Directors, a motion was made and seconded to amend Article IV, Section 5 of the Bylaws to remove the maximum two (2) term limit of a Director;

WHEREAS, a majority of the directors present at said meeting voted to amend the Bylaws to remove said maximum two (2) year term limit;

NOW, THEREFORE, Article IV, Section 5 is amended to read as follows:

"Each director shall serve a term of two (2) years, except that a majority less one of the directors elected at the 2003 annual meeting shall be elected to one (1) year term with their successors to be elected to a two (2) year term at the next annual meeting. Directors shall be elected annually at the annual meeting of the Membership. Election to the Board of Directors shall be by secret written ballot. Each Member in good standing shall be entitled to cast votes for the election of directors in accordance with the voting rights set forth in the Declaration. The person receiving the largest number of votes for each director's position shall be elected. Cumulative voting is not permitted."

Nothing herein is intended to altar, modify, or amend the By-Laws except as specifically provided hereinabove.

CERTIFICATION

I, the undersigned, am the duly elected and acting Secretary of Autumn Lake Property Owners Association, a non-profit corporation, and I do hereby certify:

The foregoing amendment to the By-laws of Autumn Lake Property Owners Association, Inc., was properly adopted as of the 20th day of may, 2010, and that same, in addition to the original Bylaws, do now constitute the By-laws of said corporation.

IN WITNESS WHEREOF, I have executed this amendment to the By-laws to be effective as of the 20th day of may, 2010

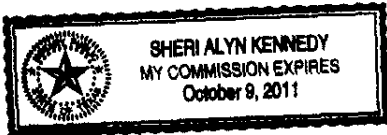
[Signature]
Bill Pyeatt, Secretary
Autumn Lake Property Owners Association, Inc.

THE STATE OF TEXAS §

COUNTY OF BRAZORIA §

This instrument was acknowledged before me on this 20th day of may, 2010 by Bill Pyeatt, Secretary of Autumn Lake Property Owners Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

[Signature]
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS



(Stamp or Print Name of Notary)

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Pages 2
06/18/2010 11:20AM
Official Public Records of
BRAZORIA COUNTY
JOYCE HUDMAN
COUNTY CLERK
Fees \$20.00

[Signature]