

AMENDED
BYLAWS
OF
LAKESIDE COMMERCIAL COMMUNITY
IMPROVEMENT ASSOCIATION, INC.

ARTICLE I.

BOARD OF DIRECTORS

Section 1. Powers, Number and Term of Office. The property and affairs of the corporation shall be managed and controlled by the Board of Directors, and subject to the restrictions imposed by law, by the Articles of Incorporation or by these Bylaws, the Board of Directors shall exercise all of the powers of the corporation.

The number of directors shall be five (5), but the number of directors may be increased or decreased (providing such decrease does not shorten the term of any incumbent director) from time to time by amendment to these Bylaws, provided the number of directors shall never be less than three. Vacancies in the Board of Directors created by an increase in the number of directors shall be filled by the affirmative vote of a majority of the directors in office at the time such increase is effected. In the event there is a vacancy of all members of the Board of Directors, all of such vacancies shall be filled by appointments made by resolution adopted by the Board of Directors of First General Realty Corporation, a Texas corporation, or its successors.

Any director may be removed from office, with or without cause, by a majority vote of all of the directors of the corporation. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the directors then in office though less than a quorum of the Board of Directors.

Section 2. Meetings of Directors. The directors may hold their meetings and may have an office and keep the books of the corporation at such place or places in the State of Texas, or outside the State of Texas,

as the Board of Directors may from time to time determine, provided, however, in the absence of any such determination by the Board of Directors, the meetings shall be held at the registered office of the corporation in the State of Texas.

Section 3. Annual Meeting. The Annual Meeting of the Board of Directors shall be held at the office of the corporation on April 1 of each year, at 10:00 o'clock in the morning, if not a legal holiday, and, if a legal holiday, then on the next succeeding business day, for the purpose of electing officers for the ensuing year and to transact such other business as may be brought before such meeting. No notice of the Annual Meeting shall be necessary.

Section 4. Regular Meetings. Regular Meetings of the Board of Directors shall be held at such times and places as shall be designated, from time to time, by resolution of the Board of Directors. Notice of such Regular Meeting shall not be required.

Section 5. Special Meetings. Special Meetings of the Board of Directors shall be held whenever called by the President or by the secretary or by a majority of the directors for the time being in office.

The Secretary shall give notice of each Special Meeting in person, or by mail or telegraph at least two (2) days before the meeting to each director. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the corporation may be considered and acted upon at a Special Meeting. At any meeting at which every director shall be present, even though without any notice, any matter pertaining to the purposes of the corporation may be considered and acted upon.

Section 6. Quorum. A majority of the directors fixed by the Bylaws shall constitute a quorum for the consideration of matters pertaining to the purposes of the corporation, but if at any meeting of the Board of Directors there be less than a quorum present, a majority of those present may adjourn the meeting from time to time. The act of a majority of the directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board of Directors, except as otherwise provided by law, by the Articles of Incorporation, or by these Bylaws.

Section 7. Order of Business. At the meetings of the Board of Directors matters pertaining to the purpose of the corporation shall be considered in such order as from time to time the Board of Directors may determine.

At all meetings of the Board of Directors, the president shall preside, and in the absence of the president, a chairman shall be chosen by the Board from among the directors present.

The Secretary of the corporation shall act as secretary of all meetings of the Board of Directors, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 8. Executive Committees. The Board of Directors may, by resolution passed by a majority of the whole Board, designate one or more committees of directors, each of which shall consist of two or more directors, which committees, to the extent provided in such resolution, shall have and may exercise all of the authority of the Board of Directors in the affairs of the corporation except where action of the Board of Directors is specified by statute. The executive committees shall act in the manner provided in such resolution. The executive committees so designated shall keep regular minutes of the transactions of their meetings and shall cause such minutes to be recorded in books kept for that purpose in the office of the corporation, and shall report the same to the Board of Directors from time to time.

Section 9. Compensation of Directors. Directors, as such, shall not receive any salary or compensation for their services.

ARTICLE II.

OFFICERS

Section 1. Titles and Term of Office. The officers of the corporation shall be a president (who shall be a director), one or more vice presidents, a secretary and a treasurer, and such other officers as the Board of Directors may from time to time elect or appoint. One person may hold more than one office, except that the president shall not hold the office of secretary.

All officers shall be subject to removal, with or without cause, at any time by a vote of a majority of the whole Board of Directors.

A vacancy in the office of any officers shall be filled by a vote of a majority of the directors.

Section 2. Powers and Duties of the President. The president shall be the chief executive officer of the corporation and, subject to the Board of Directors, he shall be in general charge of the properties and affairs of the corporation; he shall preside at all meetings of the Board of Directors; in furtherance of the purposes of this corporation, he may sign and execute all bonds, deeds, conveyances, franchises, assignments, mortgages, notes, contracts and other obligations in the name of the corporation.

Section 3. Vice Presidents. Each vice president shall have such powers and duties as may be assigned to him by the Board of Directors and shall exercise the powers of the president during that officer's absence or inability to act. Any action taken by a vice president in the performance of the duties of the president shall be conclusive evidence of the absence or inability to act of the president at the time such action was taken.

Section 4. Treasurer. The treasurer shall have custody of all funds and securities of the corporation which come into his hands. When necessary or proper, he may endorse, on behalf of the corporation, for collection, checks, notes and other obligations and shall deposit the same to the credit of the corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board of Directors; he may sign all receipts and vouchers for payments made to the corporation, either alone or jointly with such other officer as is designated by the Board of Directors; whenever required by the Board of Directors, he shall render a statement of his cash account; he shall enter or cause to be entered regularly in the books of the corporation to be kept by him for that purpose full and accurate accounts of all monies received and paid out on account of the corporation; he shall perform all acts incident to the position of treasurer subject to the control of the Board of Directors;

he shall, if required by the Board of Directors, give such bond for the faithful discharge of his duties in such form as the Board of Directors may require.

Section 5. Assistant Treasurer. Each assistant treasurer shall have the usual powers and duties pertaining to his office, together with such other powers and duties as may be assigned to him by the Board of Directors.

The assistant treasurers shall exercise the powers of the treasurer during the officer's absence or inability to act.

Section 6. Secretary. The secretary shall keep the minutes of all meetings of the Board of Directors in books provided for that purpose; he shall attend to the giving and serving of all notices, in furtherance of the purposes of this corporation, he may sign with the president in the name of the corporation, and/or attest the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the corporation; he shall have charge of the corporate books, records documents and instruments, except the books of account and financial records and securities of which the treasurer shall have custody and charge, and such other books and papers as the Board of Directors may direct, all of which shall at all reasonable times be open to the inspection of any director upon application at the office of the corporation during business hours, and he shall in general perform all duties incident to the office of secretary subject to the control of the Board of Directors.

Section 7. Assistant Secretaries. Each assistant secretary shall have the usual powers and duties pertaining to his office, together with such other powers and duties as may be assigned to him by the Board of Directors or the secretary. The assistant secretaries shall exercise the powers of the secretary during that officer's absence or inability to act.

Section 8. Compensation. Officers as such shall not receive any salary or compensation for their services.

ARTICLE III.

MISCELLANEOUS PROVISIONS

Section 1. Fiscal Year. The fiscal year of the corporation shall be as determined by the Board of Directors.

Section 2. Seal. The seal of the corporation shall be such as from time to time may be approved by the Board of Directors.

Section 3. Notice and Waiver of Notice. Whenever any notice whatever is required to be given under the provisions of these Bylaws, said notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his post office address, as it appears on the books of the corporation, and such notice shall be deemed to have been given on the day of such mailing. A waiver of notice, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

Section 4. Resignations. Any director or officer may resign at any time. Such resignations shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the president or secretary. The acceptance of a resignation shall not be necessary to make it effective, unless expressly so provided in the resignation.

ARTICLE IV.

AMENDMENTS

These Bylaws may be altered, amended or repealed by the affirmative vote of a majority of the full Board of Directors at any annual meeting or regular meeting, or at any special meeting if notice of the proposed amendment be contained in the notice of said special meeting.

I, the Secretary of Lakeside Commercial Community Improvement Association, Inc., do hereby certify that the foregoing are the amended Bylaws of the Association, amended by the Board of Directors on the second day of April, 1979.



John V. Rowlett, Secretary