

AMEND
Y

**AMENDMENT TO THE AMENDED AND RESTATED BYLAWS OF
PARK HARBOR IMPROVEMENT ASSOCIATION, INC.**

After Recording Return To:

Amy L. Dunham
Roberts Markel Weinberg, PC
2800 Post Oak Blvd.
57th Floor
Houston, Texas 77056

Copyright © 2013 by Roberts Markel Weinberg, PC, all rights reserved. This Amendment to the Amended and Restated Bylaws of Park Harbor Improvement Association, Inc. may be used only in connection with the Park Harbor subdivision and the operation of the Park Harbor Improvement Association, Inc.

**AMENDMENT TO THE AMENDED AND RESTATED BYLAWS OF
PARK HARBOR IMPROVEMENT ASSOCIATION, INC.**

STATE OF TEXAS
COUNTY OF HARRIS

§
§

WHEREAS, this Amendment to the Amended and Restated Bylaws of the Park Harbor Improvement Association, Inc. (hereinafter the "Amendment") is made by a majority of the members of the Board of Directors ("Board") of the Park Harbor Improvement Association, Inc. ("Association"); and

WHEREAS, the Association adopted the Bylaws of the Park Harbor Improvement Association, Inc., as amended by the Amended and Restated Bylaws (Harris County Clerk's File No. 20100024985), hereinafter referred to as the "Bylaws"; and

WHEREAS, the words used in this 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, a majority of the Board has been vested with the authority to amend the Bylaws; and

WHEREAS, a majority of the Board desires to amend the Bylaws.

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

Article III, Section 1 entitled "Owners" is deleted in its entirety, and replaced by the following:

Section 1. Owners. All Owners, both Commercial and Residential, by virtue of being Owners are members of the Association ("Members"), having voting rights as defined and set forth in the Declaration, including all supplements or amendments thereto.

Article IV, Section 1 entitled "Number" is deleted in its entirety, and replaced by the following:

Section 1. Number. The affairs of this Association shall be managed by a Board of five (5) directors. Two Directors shall be Commercial Tract Owners and shall serve two year terms; Two Directors shall be Residential Lot Owners and shall serve two year terms; One Director is an At-Large Director, may be either a Commercial or Residential Owner, and will serve a one year term. Each Director shall continue to hold office until his/her successor is appointed or elected and qualified.

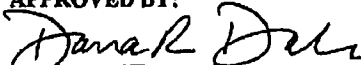
At the first election in 2013 following this Amendment: the Members shall elect three (3) directors for a term of one (1) year, two (2) directors for a term of two (2) years. Unless otherwise established by the Board, the Commercial Tract candidate and Residential Lot candidate receiving the highest number of votes shall serve the two-year terms, the Residential and Commercial candidates receiving the second highest number of votes shall serve the one-year terms, and the elected candidate receiving the least number of votes shall serve in the At-Large Director position. In the event of a tie, the Board may decide among themselves, or by majority vote, who shall serve the one-year term. At annual meetings thereafter, the Members shall elect directors for two-year terms, except for the At-Large Director which shall be elected annually. Not more than one (1) representative of a corporation or other entity may serve on the Board at any given time. Further, no members who are related by marriage or consanguinity may serve on the Board at the same time.

Approval by four (4) out of five (5) of the directors is required to amend this section.

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

IN WITNESS WHEREOF, this Amendment to the Amended and Restated Bylaws of Park Harbor Improvement Association, Inc. is executed as of the 8th day of February, 2013.

APPROVED BY:



DANA DALE, DIRECTOR



DARREN UPP, DIRECTOR



TODD DRAGULSKI, DIRECTOR


CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Director of Park Harbor Improvement Association, Inc.;

That the foregoing constitutes the Amendment to the Amended and Restated Bylaws of Park Harbor Improvement Association, Inc. and was duly adopted by the Board of Directors by unanimous written consent on the 8th day of February, 2013.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 19th day of February, 2013.



Darlene E. Upp, Secretary

STATE OF TEXAS

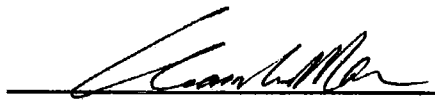
§
§
§

COUNTY OF HARRIS

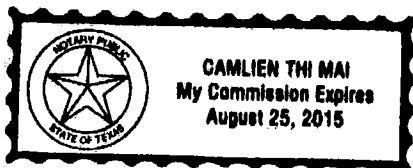
BEFORE ME, on this day personally appeared DARREN Upp, the Director of Park Harbor Improvement Association, Inc. known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that s/he executed the same for the purposes and consideration therein expressed and in the capacity therein and herein stated, and as the act and deed of said corporation.

1EE
1OR

Given under my hand and seal of office, this 19th day of February, 2013.



Notary Public – State of Texas



ER 041 - 49 - 1573

20130079222
Pages 5
02/20/2013 14:18:26 PM
e-Filed & e-Recorded in the
Official Public Records of
HARRIS COUNTY
STAN STANART
COUNTY CLERK
Fees 28.00

RECORDERS MEMORANDUM

This instrument was received and recorded electronically and any blackouts, additions or changes were present at the time the instrument was filed and recorded.

Any provision herein which restricts the sale, rental, or use of the described real property because of color or race is invalid and unenforceable under federal law.

THE STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas.



Stan Stanart

COUNTY CLERK
HARRIS COUNTY, TEXAS