

AMEND
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**FIRST AMENDMENT TO THE BY-LAWS
OF
SOUTHBELT INDUSTRIAL PARK ASSOCIATION**

After Recording, Return To:

Sipra S. Boyd
Roberts Markel Weinberg Butler Hailey PC
2800 Post Oak Blvd., 57th Floor
Houston, TX 77056

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**FIRST AMENDMENT TO THE BY-LAWS
OF
SOUTHBELT INDUSTRIAL PARK ASSOCIATION**

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

THIS FIRST AMENDMENT TO THE BY-LAWS OF SOUTHBELT INDUSTRIAL PARK ASSOCIATION (the "First Amendment") is made on the date hereinafter set forth by a majority of the Board of Directors of the Southbelt Industrial Park Association (the "Board") present at a duly held meeting at which a quorum was present.

WITNESSETH:

WHEREAS, the property encumbered by this First Amendment is that property initially restricted by the Declaration of Protective Covenants and Easements, recorded under the Official Public Records of Real Property of Harris County, Texas under Clerk's File No. S101432, as same has been or may be amended from time to time ("Declaration") and any other property which has been or may be annexed thereto; and

WHEREAS, the By-Laws of the Southbelt Industrial Park Association (the "By-Laws") were recorded under Clerk's File Number 20150366952 in the Real Property Records of Harris County, Texas, as same has been or may be amended or supplemented from time to time; and

WHEREAS, the capitalized terms used in this First Amendment shall have the meanings set forth in the By-Laws, unless otherwise specified in this First Amendment; and

WHEREAS, pursuant to Section 22.102 of the Texas Business Organizations Code, the Board has been vested with the authority to amend the By-Laws; and

WHEREAS, the Board desires to amend the By-Laws.

NOW THEREFORE, pursuant to the authority granted to the Board in the Texas Business Organizations Code, the Board hereby amends the By-Laws as follows:

Article V, Section 2 of the By-Laws entitled "Election; Term" shall be amended as follows:

At the regular annual meeting to be held in September 2015 one Director shall be elected. Director A, who is currently serving as a Director shall remain a Director for another one-year term until the regular annual meeting to be held in 2016. Director B, who is currently serving as a Director shall remain a Director for another two-year term until the regular annual meeting to be held in 2017. Director C, who shall be elected at the September 2015 regular annual meeting, shall

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serve for a term of three (3) years. Director C's position shall be up for election at the regular annual meeting to be held in 2018. Thereafter, all Directors shall be elected for three-year terms upon the expiration of the terms outlined above so that one new Director is elected each year. Directors shall serve until their respective successors are elected, or until their death, resignation or removal; provided, however, that if any Director ceases to be an Owner his/her membership on the Board shall thereupon terminated, and his/her position on the Board shall be filled in the manner provided in the By-Laws.

Article X, Section 2 of the By-Laws entitled "Annual Meeting" shall be amended as follows:

A regular annual meeting of the Members shall be held at any time during the first quarter of the calendar year.

The By-Laws, as hereby amended, are in all respects ratified and confirmed and shall remain in full force and effect. If any provision of this First Amendment is found to be in conflict with the By-Laws, as amended, this First Amendment shall control.

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CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of the Southbelt Industrial Park Association, a Texas non-profit corporation;

This First Amendment to the By-Laws of Southbelt Industrial Park Association was adopted by the majority of the Board of Directors on the 13th day of August, 2015, at a duly held meeting at which a quorum was present.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 13th day of August, 2015.

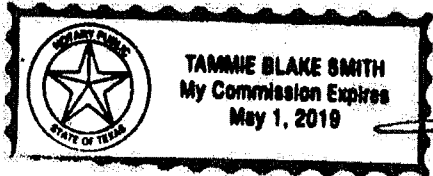
Michele Falzon
Print Name: MICHELE FALZON Secretary

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, on this day personally appeared MICHELE FALZON, the Secretary of the Southbelt Industrial Park Association, a Texas non-profit corporation known by me to be the person whose name is subscribed to this instrument, and acknowledged to me that s/he executed the same for the purposes and consideration herein expressed and in the capacity herein stated, and as the act and deed of said corporation.

1OR
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Given under my hand and seal of office, this 13th day of August, 2015.



Tammie Blake Smith
Notary Public – State of Texas

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Pages 5
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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

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