

**AMENDMENT TO THE BYLAWS OF
RIVER PLANTATION COMMUNITY IMPROVEMENT ASSOCIATION, INC.**

STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

WHEREAS, River Plantation Community Improvement Association, Inc. (the "Association"), a Texas nonprofit corporation, is the governing entity for River Plantation Subdivision, which consists of the Property described in Exhibit "A", attached hereto (the "Property"); and

WHEREAS, the Association Bylaws are recorded in the Real Property Records of Montgomery County, Texas, under Clerk's File No. 2011-113002, along with the Amendment to the Bylaws recorded under Clerk's File No. 2014-091800 (the "Bylaws"); and

WHEREAS, pursuant to Business Organizations Code § 22.102(c), the Association Board of Directors may amend the Bylaws; and

WHEREAS, the Association's Articles of Incorporation do not reserve the power to amend the Bylaws exclusively to the corporation members, the management of the corporation is not vested in its members, and the members have never amended the Bylaws to expressly provide that the directors may not amend the Bylaws; and

WHEREAS, the Association, through its Board of Directors desires to amend the provisions of the Bylaws to provide for staggered terms for directors, to require that all directors must be members of the Association and to require that only directors may serve as officers;

NOW THEREFORE, pursuant to the foregoing and as evidenced by the Certification of the Association President hereto, the Association Bylaws are hereby amended to read as follows:

Article V "Board of Directors", Section 1 "Number and Term of Office", *the second paragraph, which had previously read:*

The number of directors shall be nine (9) provided that the number may be increased or decreased by an amendment to these Bylaws. At the 2015 annual meeting two (2) directors shall be elected to serve initial three (3) year terms, and two (2) directors shall be elected to serve initial two (2) year terms. At the 2016 annual meeting, three (3) directors shall be elected to serve initial three (3) year terms and two (2) directors shall be elected to serve initial two (2) year terms. As these initial terms expire, each director position shall then be filled for terms of three (3) years.

Is hereby amended to read as follows:

The number of directors shall be nine (9) provided that the number may be increased or decreased by an amendment to these Bylaws. At the 2015 annual meeting two (2) directors shall be elected to serve initial three (3) year terms, and two (2) directors shall be elected to serve initial two (2) year terms. At the 2016 annual meeting, two (2) directors shall be elected to serve initial three (3) year terms and one (1) director shall be elected to serve an initial two (2) year term. At the 2017 annual meeting, one (1) director shall be elected to serve an initial three (3) year term and one (1) director shall be elected to serve an initial two (2) year term. As these initial terms expire, each director position shall then be filled for terms of three (3) years.

Article V “Board of Directors”, Section 1 “Number and Term of Office”, *the first paragraph, which had previously read:*

The business and property of the Corporation shall be managed and controlled by the Board of Directors, and subject to the restrictions imposed by law, by the charter, or by these by-laws, the Board of Directors may exercise all of the power of the Corporation.

Is hereby amended to read as follows:

The business and property of the Corporation shall be managed and controlled by the Board of Directors who shall all be Members of the Association, and subject to the restrictions imposed by law, by the charter, or by these by-laws, the Board of Directors may exercise all of the power of the Corporation.

Article VI “Officers”, Section 1 “Titles and Term of Office”, which had previously read:

The officers of the Corporation shall be a President (who shall be a director), Vice President, a Secretary, 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. All officers shall be subject to removal, with or without cause, at any time, by vote of a majority of the whole Board of Directors. A vacancy in the office of any officer shall be filled by vote of a majority of the directors then in office.


Is hereby amended to read as follows:

The officers of the Corporation shall be a President, Vice President, a Secretary, a Treasurer and such other officers as the Board of Directors may from time to time elect or appoint. All officers shall be directors of the Association. One person may hold more than one office. All officers shall be subject to removal, with or without cause, at any time, by vote of a majority of the whole Board of Directors. A vacancy in the office of any officer shall be filled by vote of a majority of the directors then in office.

RIVER PLANTATION COMMUNITY IMPROVEMENT ASSOCIATION, INC.

CERTIFICATION

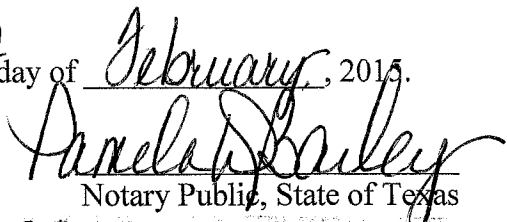
“I, the undersigned, being the President of River Plantation Community Improvement Association, Inc., hereby certify that the foregoing Bylaw Amendment was approved by at least a majority of the Association Directors, at a duly called meeting of the Board of Directors at which a quorum was present.”

By: , President
Print Name: Sam R. Jones

STATE OF TEXAS §
 §
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BEFORE ME, the undersigned authority, on the day personally appeared the person whose name is subscribed to the foregoing document and being by me first duly sworn, declared that he is the person who signed the foregoing document in his representative capacity and that the statements contained therein are true and correct.

Given under my hand and seal of office this the 10th day of February, 2015.


Notary Public, State of Texas

After recording return to:
HOLT & YOUNG, P.C.
9821 Katy Freeway, Suite 350
Houston, Texas 77024

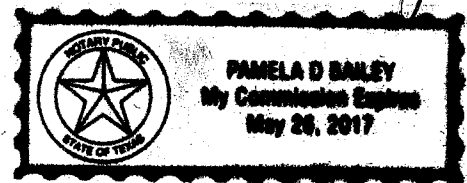


EXHIBIT "A"

River Plantation, Section 1, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume 6, Page 29, along with any amendments, replats, or supplements thereto

River Plantation, Section 2, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume 7, Page 409, along with any amendments, replats, or supplements thereto

River Plantation, Section 3, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume 7, Page 435, along with any amendments, replats, or supplements thereto

River Plantation, Section 4, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume 8, Page 23, along with any amendments, replats, or supplements thereto

River Plantation, Section 4-A, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume A, Page 57, along with any amendments, replats, or supplements thereto

River Plantation, Section 5, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume A, Page 1B, along with any amendments, replats, or supplements thereto

River Plantation, Section 7, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume A, Page 7, along with any amendments, replats, or supplements thereto

River Plantation, Section 8, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume A, Page 19, along with any amendments, replats, or supplements thereto

River Plantation, Section 9, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume A, Page 87B, along with any amendments, replats, or supplements thereto

River Plantation, Section 10, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume A, Page 26, along with any amendments, replats, or supplements thereto

River Plantation, Section 11, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume Z, Page 130, along with any amendments, replats, or supplements thereto

River Plantation, Fairway Estates, a subdivision in Montgomery County, Texas, according to the map or plat thereof filed in the Map Records of Montgomery County, Texas, under Volume H, Page 18B-19A, along with any amendments, replats, or supplements thereto.

E-FILED FOR RECORD
03/05/2015 11:52AM



COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY

I hereby certify this instrument was e-FILED in
file number sequence on the date and at the time
stamped herein by me and was duly e-RECORDED in
the Official Public Records of Montgomery County, Texas.

03/05/2015



County Clerk
Montgomery County, Texas