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SECOND AMENDMENT TO THIRD AMENDED AND RESTATED BY-LAWS OF GRAND LAKES COMMUNITY ASSOCIATION, INC.

THE STATE OF TEXAS §
 § KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF FORT BEND §

WHEREAS, the Grand Lakes Community Association, Inc., a Texas non-profit corporation (the "Association") has adopted Third Amended and Restated By-Laws of Grand Lakes Community Association, Inc. (the "Bylaws"); and

WHEREAS, Article XIII of the Bylaws provides that the Bylaws may be amended or altered by a majority of the members of the Board of Directors of the Association (the "Board"); and

WHEREAS, Article V, Section 5 of the Bylaws provides that the directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors and that any action so approved shall have the same effect as though taken at a meeting of the directors; and

WHEREAS, it is proposed that the Bylaws be amended as described hereinbelow; and

WHEREAS, the written approval of all directors was obtained whereby all of the directors approved of amending the Bylaws as described hereinbelow;

NOW, THEREFORE, in consideration of the recitals set forth above, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, being the President of the Association, does hereby certify that the written approval of all directors was obtained whereby all of the directors approved (effective as of December 15, 2009) of the below-described amendment to the below-described provision of the Bylaws, for such purposes, to-wit:


Amend Article IV, Section 4(a) to read as follows:

(a) Except as provided in Article IV, Section 4(b) below, the presence of Members, either in person or by proxy, holding an aggregate of fifteen percent (15%) of the voting power of the membership, shall constitute a quorum for all purposes at any annual meeting or special meeting of the Members. If the Members necessary to constitute a quorum at any annual meeting or special meeting are not present, in person or by proxy, such meeting shall be adjourned until the number of Members requisite to constitute a quorum shall be present, in person or by proxy. Those Members holding a majority of all of the votes of the Members present, in

person or by proxy, may also adjourn any annual meeting from time to time, without notice other than by announcement at the meeting, and provide for such meeting to be reconvened at a specified place, date and time not more than five (5) business days thereafter, so that the transaction of any and all business submitted or proposed to be submitted to such meeting may be completed. At any such convened meeting, the quorum requirement shall be reduced to ten (10%) percent of the voting power of the membership for the first reconvened meeting and to five (5%) percent of the voting power of the membership for any second or more reconvened meeting(s). At any such reconvened meeting(s) at which a quorum is present, either in person or by proxy, any business may be transacted which might have been transacted at the meeting as originally noticed or called.

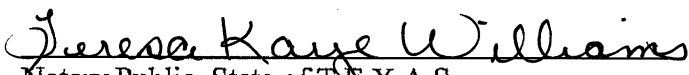
EXECUTED effective the 15th day of December, 2009, to evidence the certification set forth hereinabove.

GRAND LAKES COMMUNITY ASSOCIATION, INC., a Texas non-profit corporation

By: 
Collins Pier, President

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

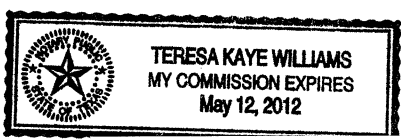
This instrument was acknowledged before me on the 27 day of ^{August} ~~July~~, 2010, by Collins Pier, President of **GRAND LAKES COMMUNITY ASSOCIATION, INC.**, a Texas non-profit corporation, on behalf of said corporation.


Notary Public, State of TEXAS

AS PER ORIGINAL

AFTER RECORDING, RETURN TO:

Mark K. Knop
Hoover Slovacek, LLP
5847 San Felipe, Suite 2200
Houston, Texas 77057



FILED AND RECORDED

OFFICIAL PUBLIC RECORDS



2010 Sep 27 10:31 AM
TD \$15.00

Dianne Wilson COUNTY CLERK

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