

**AMENDMENT
TO
BYLAWS OF ALSATIAN HEIGHTS HOMEOWNERS ASSOCIATION
A NONPROFIT CORPORATION**

Amendments

ARTICLE III. MEETING OF MEMBERS

Section 7. Voting Privilege. Only members in good standing shall have voting privileges.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. Number. A Board of seven (7) directors, who shall be members of the Association in good standing, shall manage the affairs of the Association. In the event the number of directors is changed by amendment to these Bylaws, no such change shall have the effect of removing any director prior to the expiration of his or her term of office.

Section 2. Enumeration of Offices. The officers of the Association shall be: President, Vice President, Treasurer, Secretary, three (3) At-Large positions, and such other officers as the Board may from time to time by resolution create.

Section 3. Term of Office. At the first annual meeting, the members shall elect the President, Treasurer and one (1) At-Large position for a term of two years and Vice-President, Secretary and two (2) At-Large positions for a term of one year. At each annual meeting thereafter, the members shall elect these same groups for two-year terms.

Section 4 Resignation and Removal. Changes in Board Members during their elected term may be made as follows:

(a) A Board Member may resign at any time by giving written notice to an officer of the Board. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. In the event of death or resignation of a director, a successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

(b) A Director may be removed from the Board by the vote of a majority of a quorum of members entitled to vote at a meeting of the members. If the Association removes a director, a replacement will be voted in before the end of that same meeting and shall serve for the unexpired term of his predecessor.

(c) A Director may be removed from the Board by impeachment by the Board for conduct unbecoming a member of the Board or other good cause. Impeachment of a Director shall be commenced by resolution of the Board adopted at any meeting of the Board. Upon adoption of a resolution to consider impeachment, the Board shall at its next regular meeting consider the matter. The President shall appoint one member of the Board to present the case for impeachment and afford the Director whom it is proposed be impeached the opportunity to speak in response at such meeting. Following presentation of the case for impeachment and response thereto, the Board may by resolution adopted with not less than six (6) votes in favor impeach such Director. In the event such resolution is so adopted, impeachment shall be reconsidered by the Board at its next regular meeting and may by resolution be confirmed with not less than six (6) votes in favor of confirmation of impeachment, which confirmation shall operate to forthwith remove such Director from and vacate his or her office. Upon confirmation of removal the Board shall appoint a successor to serve for the unexpired term.

(d) In the event a Director shall be absent (without valid explanation) from three (3) consecutive meetings of the Board or thirty percent (30%) of Board meetings during the previous twelve (12) calendar months, such Director shall be deemed to have abandoned his or her office and to have resigned from the Board, provided that the Board may by resolution and for good cause reinstate to his or her office any Director so deemed to have resigned. If not reinstated, the Board shall appoint a successor to serve for the unexpired term.

(e) A Director shall be deemed to have resigned when he or she ceases to be a member in good standing or ceases to be a member. The Board shall appoint a successor to serve for the unexpired term.

Section 6 Duties, Subsection (d) Treasurer. The Treasurer shall receive and promptly deposit in appropriate bank accounts all funds of the Association, and shall disburse such funds as directed by resolution of the Board. The Treasurer shall sign all checks and promissory notes of the Association and shall keep financial records according to Generally Accepted Accounting Procedures, shall cause an audit of the Association books to be made at the completion of each fiscal year and shall prepare an annual budget and annual statement of income and expenditures. The Treasurer shall make a copy of annual reports available to each member and present these reports at the regular annual meetings of members.

ARTICLE VI. BOARD OF DIRECTORS

MEETINGS

Section 3. Open Meetings. Regularly scheduled meetings of the Board shall be open to all members in good standing.

Section 4. Responsibilities. Subsection (e) Enforce compliance with provisions in the Declaration including imposition of late charges, return check charges and fees. Formulate a schedule of fines, subject to approval by a majority of the members of the association voting at an association meeting, and if notice and opportunity to be heard are given, impose reasonable fines for violations of the Declaration, Bylaws and rules of the association.

FILED IN MY OFFICE
FLVA MIRANDA

ARTICLE XI. FISCAL YEAR

25 OCT '01

AM -10 30

The fiscal year of the Association shall begin October 1st and end September 30th. COUNTY COURT, MEDINA CO.

Executed and Adopted by the Alsatian Heights Homeowners Association at it's Annual General Meeting this the 10th day of December, A.D., 2000.

By: [Signature]
Treasurer

ANY PROVISION HERE 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 MEDINA

hereby certify that the 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 Medina County, Texas on

ACKNOWLEDGMENT

OCT 2 5 2001



Elva Miranda
COUNTY CLERK
MEDINA COUNTY, TEXAS

THE STATE OF TEXAS

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COUNTY OF MEDINA

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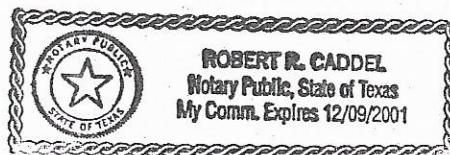
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This instrument was acknowledged before me on this the 24th day of OCTOBER, A.D. 2001 by Dwight M. Daniels, TREASURER of Alsatian Heights Homeowners Association.

[Signature]
Notary Public, State of Texas

Notary's Printed Name: ROBERT R. CADDEL

Notary's Commission Expires: 9 DEC 2001



After Recording, please return to:
Alsatian Heights HOA
P. O. Box 844
Castroville, TX 78009