

**AMENDMENT TO BY-LAWS FOR WORTHAM GROVE
HOMEOWNERS ASSOCIATION, INC.**

THE STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF HARRIS §

WHEREAS, the By-Laws for the Wortham Grove Homeowners Association were recorded for record on December 22, 1999 in the Harris County Real Property Records under Clerk's File No. U140085; and

WHEREAS, the members of the Wortham Grove Homeowners Association desire to amend the above document as hereinafter set forth; and

WHEREAS, the amendment of the By-Laws of Wortham Grove Homeowners Association, Inc., as set forth below, has been approved by the majority vote of a quorum of members present in person or by proxy at a special meeting of members;

NOW THEREFORE, pursuant to the above recitals, the members of the Wortham Grove Homeowners Association, Inc., hereby amend the provisions of the By-Laws of Wortham Grove Homeowners Association, Inc., to adopt, establish and impose upon the association, the following amendments:

A. Article VI, Section 6.1 of the By-Laws of Wortham Grove Homeowners Association, Inc. previously read as follows:

Section 6.1. Number. The affairs of the Association shall be managed by a Board of at least three (3) but no more than five (5) directors, who need not be Members of the Association, The initial Board of Directors shall consist of three (3) persons

is hereby amended to read as follows:

Section 6.1. Number. The affairs of the Association shall be managed by a Board of at least three (3) but no more than five (5) directors, who need not be Members of the Association. Beginning November 3, 2009, the Board of Directors shall consist of five (5) persons

B. Article VI, Section 6.2 of the By-Laws of Wortham Grove Homeowners Association, Inc. previously read as follows:

Section 6.2. Selection. The initial directors shall be those individuals named in the Articles of Incorporation, and the Declarant shall retain the exclusive right to appoint and remove members of the Board of Directors of the Association until ninety (90) days after the termination of Class B Membership status of Declarant, or the Declarant has surrendered its authority to appoint and remove directors by an express amendment to the Declaration executed and recorded by Declarant. Thereafter, a meeting of the Association shall be called for the

EXHIBIT "A"

2052-95-2502
MR 060-95-2502

express purpose of election a new Board of Directors. At such meeting, the Members shall elect one (1) director for a term of one (1) year; one (1) director for a term of two (2) years; and one (1) director for a term of three (3) years; and at each annual meeting thereafter the Members shall elect the director(s) for a term of three (3) years to fill each expiring term. In the event that the Membership elects to expand the Board of Directors to five (5) members, then the Membership shall elect two (2) directors for a term of one (1) year; two directors for a term of two (2) years and one (1) director for a term of three (3) years; and thereafter the Members shall elect the directors for a term of three (3) years to fill each expiring term.

is hereby amended to read as follows:

Section 6.2. Selection. At the special meeting of members held November 3, 2009, two additional persons shall be elected to the Board of Directors to serve with the three sitting directors to constitute a five member Board of Directors. The person receiving the most votes in such election shall serve in such position until the 2012 annual meeting of members. The person receiving the second most votes in such election shall serve in such position until the 2011 annual meeting of members. Should there be a tie vote for the person with the most votes, the existing three members of the Board of Directors shall vote to determine which position each new director shall hold. Thereafter the Members shall elect the directors for a term of three (3) years to fill each expiring term.

IN WITNESS HEREOF, this By-law Amendment was voted upon and passed as set forth above on the 3rd day of November, 2009.

WORTHAM GROVE HOMEOWNERS
ASSOCIATION, INC.

By: Mansoor Ahmad
MANSOOR AHMAD, President

STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Mansoor Ahmad, President of the Wortham Grove Homeowners Association, Inc., a Texas non-profit corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that this instrument was executed for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 3rd day of November, 2009.

Kathleen Lindbloom
Notary Public, State of Texas
My commission Expires:

Record and return to:
Holt & Young, P.C.
6363 Woodway, Suite 880
Houston, Texas 77057

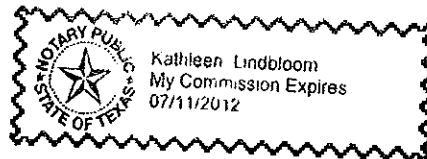


EXHIBIT "B"

(5)
lll

Wortham Grove, Section One, an addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 381107, in the Map Records of Harris County, Texas.

Wortham Grove, Section Two, an addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 412131, in the Map Records of Harris County, Texas.

lll

Wortham Grove, Section Three, an addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 398017, in the Map Records of Harris County, Texas.

lll

Wortham Grove, Section Four, an addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 398020, in the Map Records of Harris County, Texas.

lll

Wortham Grove, Section Five, an addition in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 412134, in the Map Records of Harris County, Texas.

lll

RECORDER'S MEMORANDUM:

At the time of recordation, this instrument was found to be inadequate for the best photographic reproduction because of illegibility, carbon or photo copy, discolored paper, etc. All blackouts, additions and changes were present at the time the instrument was filed and recorded.

MP 069-96-2594

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 its 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 on

NOV 20 2009



Dorothy B. Keyman
COUNTY CLERK
HARRIS COUNTY, TEXAS

FILED FOR RECORD
8:00 AM

NOV 20 2009

Dorothy B. Keyman
County Clerk, Harris County, Texas

EXHIBIT "B"

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Notice
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CERTIFICATION

STATE OF TEXAS §
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COUNTY OF HARRIS §

I, the undersigned, pursuant to §202.006 of the Texas Property Code, do hereby certify, as follows:

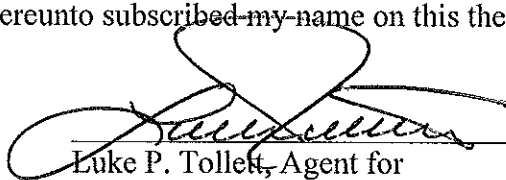
(1) I am an Agent for Wortham Grove Homeowners Association, Inc. a Texas non-profit corporation; /ell

(2) An instrument titled "Amendment to Bylaws for Wortham Grove Homeowners Association, Inc.", is attached hereto as Exhibit "A";

(3) The property affected by the said "Amendment to Bylaws for Wortham Grove Homeowners Association, Inc." is described in Exhibit "B" attached hereto.

(4) The attached document is a true and correct copy of the original.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 13 day of November, 2009.

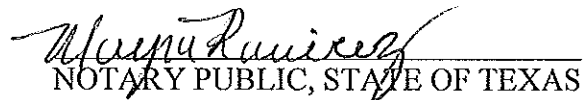


Luke P. Tollett, Agent for
Wortham Grove Homeowners Association, Inc. /ell

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on the day personally appeared Luke P. Tollett, Agent for the Wortham Grove Homeowners Association, Inc., and known by me to be 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 13 day of November, 2009.


NOTARY PUBLIC, STATE OF TEXAS

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After recording return to:
HOLT & YOUNG, P.C.
11200 Richmond Ave., Suite 450
Houston, Texas 77082



1000-95-2504