

STATE of TEXAS

COUNTY of HAYS

Amendment to Bylaws of Elliott Ranch Homeowners Association, Inc.

Whereas the Bylaws of Elliott Ranch Homeowners Association, Inc. were adopted April 1, 2000, a copy of which is attached as Exhibit A hereto, and

Whereas the Amended and Restated Declaration of Covenants and Restrictions for Elliott Ranch is recorded in document number 9905970 of the Official Public Records of Hays County (together with all amendments, the "Declaration"), and whereas the Rules and Regulations of Elliott Ranch Homeowners Association, Inc. were recorded document number 05035542 of the Official Public Records of Hays County, Volume 2821, page 731; and

Whereas the association wishes to amend the bylaws of the association, and whereas the requisites for amendment have been met according to Article 13 of the bylaws, the bylaws are hereby amended as follows:

The first sentence of Article 4, Section 1, is amended to insert the underlined items in the first sentence, and add an additional sentence (underlined below) after the first sentence (with the rest of the section remaining unchanged): "The affairs of this Association shall be managed by a Board of either three (3) or five (5) Directors who need not be Members of the Association. The number of Directors may be increased from 3 to 5 or decreased from 5 to 3 by a vote of the board prior to the Board election."

Article 4, Section 2, which currently reads: "Term of Office. At the first annual meeting the Members shall elect one Director for a term of one year, one Director for a term of two years, and one Director for a term of three years; and at each annual meeting thereafter the Members shall elect one Director for a term of three years." is deleted in its entirety and replaced with the following language:

Term of Office. Except as otherwise provided herein, Directors shall be elected to terms of three years. If there are three directors, one shall be elected each year to a three-year term. If the board votes to increase the number of directors from three to five, of the two directors added, the one receiving the most votes shall be elected to a three-year term, and the one receiving the next most votes shall be elected to a two-year term, and in all subsequent elections all directors shall be elected to a three-year term so as to stagger the terms.

If the board votes to decrease the number of directors from five to three, board members whose terms are expiring shall not have their positions replaced until the number of board members becomes equal to three. If this results in a situation other than one board vacancy every year, then at the board election(s), board members shall be elected to terms of less than three years so as to result in the proper staggering (one board member vacancy each year), and once

the proper staggering is implemented, in subsequent elections all directors shall be elected to a three year term.”

Article 7, Section (1)(f) hereby added to clarify a board power and restrictions thereon, to read as follows:

“(f) make expenditures of association funds as reasonably necessary or appropriate, provided that expenditures of funds for any budget year may not exceed 110% of budgeted expenditures without a majority vote of the membership voting in person or by proxy at an association meeting.”

Executed and effective this 19 day of May, 2008.

Elliott Ranch Homeowners Association, Inc.

By: Vicki A.C. Meldrum

Title: HOA Secretary

Printed Name: Vicki A.C. Meldrum

STATE OF TEXAS

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This instrument was acknowledged before me on the 19 day of May, 2008, by Vicki A.C. Meldrum in the capacity stated above.

Kim D. Bigley
Notary Public, State of Texas

Exhibit A: original bylaws

After recording, please return to:
Niemann & Niemann, L.L.P.
Attorneys At Law
Westgate Building, Suite 313
1122 Colorado Street
Austin, Texas 78701

