

AMENDMENT TO THE
BY-LAWS OF LAKESIDE PARK TOWNHOME APARTMENTS
A PLANNED UNIT DEVELOPMENT

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

That the Board of Directors (the "Board") of Lakeside Park Townhome Owners Association, Inc. (the "Association") subject to the written approval of two-thirds (2/3) of the votes entitled to be cast by the members of the Corporation, the Board hereby amends the By-Laws, by adding Article XII to the By-Laws:

Article XII. Insurance.

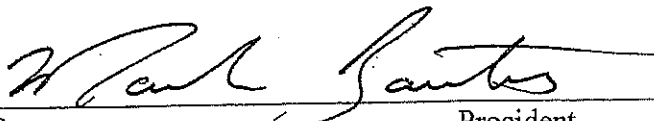
The Managing Agent or Board of Directors of the Association is permitted to contract for property insurance on the following items within the "Townhome" as defined in Article I, Section 1.6 of the Declaration:

Fixtures, installations or addition comprising a part of the building within the unfinished interior surfaces of the perimeter walls, floors, and ceilings of individual townhomes initially installed, or replacements thereof, in accordance with the original townhome plans and specifications.

The aforementioned insurance can only be obtained in conjunction with other property insurance and at no additional cost.

Executed this 4 day of August, 1999.

President, Board of Directors
Lakeside Park Townhome Owners Association, Inc.


By: MARK BONTROS, President

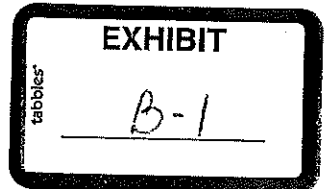


EXHIBIT "B"

RECORD OF DEDICATORY INSTRUMENTS FOR

LAKESIDE PARK TOWNHOME OWNERS ASSOCIATION, INC.

PURSUANT TO PROPERTY CODE §202.006

1. Amendment to the By-Laws of the Lakeside Park Townhome Apartments.

After recording return to:

Tamara L. Simich
Roberts, Markel & Folger, L.L.P.
2500 City West Blvd., Suite 1350
Houston, Texas 77042
File No. 1547-001