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**CERTIFICATE OF FIRST AMENDMENT
TO THE BYLAWS OF
VILLAS OF SWEETWATER COMMUNITY ASSOCIATION, INC.**

**THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, being the duly elected, qualified and acting Secretary of Villas of Sweetwater Community Association, Inc., a Texas non-profit corporation, the corporation set forth and described in that certain "Condominium Declaration for The Villas of Sweetwater", filed for record in Volume 1777, Page 410, et. seq. of the Official Records of Fort Bend County, Texas, and all amendments thereto as (said recorded documents and all exhibits and amendments thereto being referred to as "Declaration"), the undersigned Secretary further being the keeper of the minutes and records of said corporation, does hereby certify that the following is a true and correct copy of amendments to the Bylaws of Villas of Sweetwater Community Association, Inc., as adopted at a duly constituted meeting held on October 28, 2003, and approved, adopted, ratified and confirmed by the requisite percentage of aggregate interest of the undivided ownership interests as required by Article X, Section 10.1 of the Bylaws of Villas of Sweetwater Community Association, Inc. The effective date of the Amendment to the Bylaws as set forth hereinbelow shall be October 28, 2003.

**FIRST AMENDMENT TO THE BYLAWS OF
VILLAS OF SWEETWATER COMMUNITY ASSOCIATION, INC.**

RESOLVED, that Article V, Section 5.1 of the Bylaws be amended by adding the following paragraph to the end of Section 5.1:

"In order to serve on the Board of Directors, a person must be a Member of the Association and a current resident of The Villas of Sweetwater."

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 24th day of November, 2003.

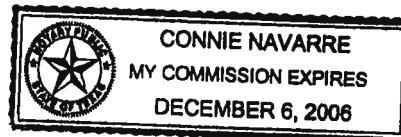
VILLAS OF SWEETWATER COMMUNITY ASSOCIATION,
INC., a Texas non-profit corporation

By: Mary C. Caulfield
Mary Caulfield, Secretary

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

This instrument was acknowledged before me on the 24th day of November, 2003, by Mary Caulfield, Secretary of Villas of Sweetwater Community Association, Inc., a Texas non-profit corporation.

Connie Navarre
Notary Public in and for the State of Texas



RECORD AND RETURN TO:
Frank, Elmore, Lievens,
Chesney & Turet, L.L.P.
Attn: Kristi A. Slaughter
808 Travis, Suite 2600
Houston, Texas 77002

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

Dr. Dianne Wilson

2003 Dec 01 03:02 PM

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TD \$9.00

Dianne Wilson, Ph.D. COUNTY CLERK

FT BEND COUNTY TEXAS