

FIRST AMENDMENT TO

BYLAWS

529-86-3454

OF

WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Belfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors.

NOW THEREFORE, pursuant to the powers retained by the Board of Directors under the By-Laws, the Bylaws are amended to read as follows:

ARTICLE I: BOARD OF DIRECTORS Section 2.-- Number of Directors shall be amended to read as follows:

"The number of Directors shall be nine (9), but the number of directors may be increased or decreased (providing that such decrease does not shorten the term of any incumbent director) from time to time by amendment to these Bylaws, provided the number of Directors shall never be less than three (3)."

Approved: January 9, 1995

Elliot Leviton

Elliot Leviton, President/Acting Secretary
Board of Directors
West Belfort POA, Inc.

Attest:

Dan Rebsch

Dan Rebsch, PCMI

SECOND AMENDMENT TO

529-86-3455

BYLAWS

OF

WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Belfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors.

NOW THEREFORE, pursuant to the powers retained by the Board of Directors under the By-Laws, the Bylaws are amended to read as follows:

ARTICLE I: BOARD OF DIRECTORS Section 5.-- Quorum shall be amended to read as follows: amended to read as follows:

"A majority of the non-vacant Director positions fixed by the Bylaws shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation, but if at any meeting of the Board of Directors there be less than a quorum present, a majority of those present may adjourn the meeting. The act of a majority of the Directors present at a meeting at which a quorum is in attendance shall constitute an act of the Board of Directors, except as otherwise provided by the Bylaws."

Approved: November 7, 1994.

Elliot Leviton, President/Acting Secretary
Board of Directors
West Belfort POA, Inc.

Attest:

Dan Rebsch, PCMI

**THIRD AMENDMENT
TO THE BYLAWS**

529-86-3456

OF

WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Belfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors;

AND WHEREAS, it is the Board's desire to change the day of the month upon which the Corporation's monthly Board of Directors' meeting is held;

NOW, THEREFORE, pursuant to the powers retained by the Board under the Bylaws, the Bylaws are hereby amended as follows:

Article I: Board of Directors Section 4 (Meeting of Directors)

B. Regular Meetings of the Board of Directors

Regular meetings of the Board of Directors shall be held on the first Tuesday of each month at 7:00 p.m., unless such date falls on a legal or religious holiday. If such a date is a holiday, then the meeting shall be held on the next succeeding business day. Notice of such a change shall not be required.

This Amendment shall become effective on January 1, 1996.

Executed and approved effective January 1, 1996.

**WEST BELLFORT PROPERTY OWNERS'
ASSOCIATION, INC.**

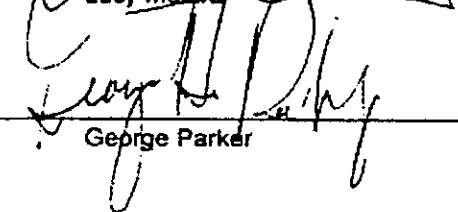
By:


Howard Schultz

By:


Mary E. Norsworthy


Lucy Melara


George Parker

529-86-3457

By: Jim Apple
Jim Apple

Peter Scoppa
Peter Scoppa

By: Julius Wilburn
Julius Wilburn

Phil Abrams
Phil Abrams

By: Ron Meinke
Ron Meinke

529-86-3458

FOURTH AMENDMENT

TO THE BYLAWS

OF

WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Belfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors;

AND WHEREAS, it is the Board's desire to add new language relating to the automatic removal of a Board Director;

NOW, THEREFORE, pursuant to the powers retained by the Board under the Bylaws, the Bylaws are hereby amended as follows:

Article I: Board of Directors Section 10 to be added and titled (Removal of Directors)

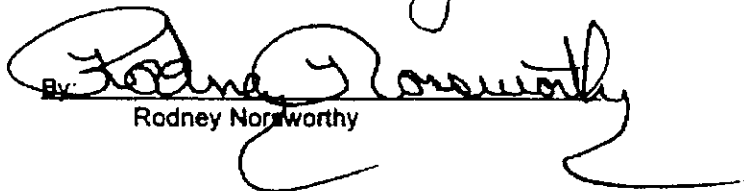
Any Board Director missing three (3) consecutive Board meetings shall automatically be removed from the Board.

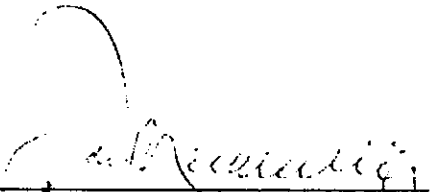
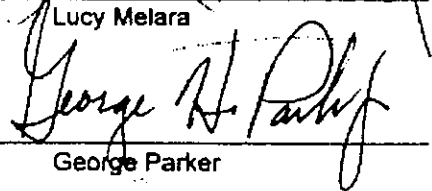
This Amendment shall become effective on March 6, 1996.

Executed and approved effective March 6, 1996.

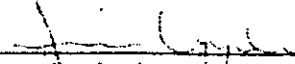
WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

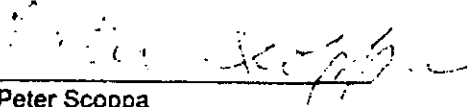
By: 
Howard Schultz

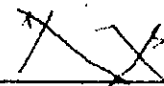
By: 
Rodney Norworthy

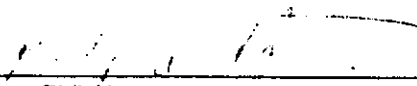

Lucy Melara

George Parker

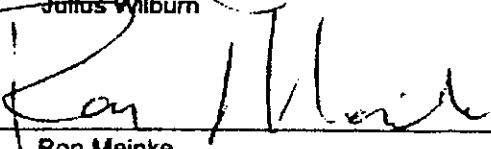
529-86-3459

By: 
Jim Apple


Peter Scoppa

By: 
Julius Wilburn


Phil Abrams

By: 
Ron Meinke

FIFTH AMENDMENT

529-86-3460

TO THE BYLAWS

OF

WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Bellfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors;

AND WHEREAS, it is the Board's desire to change the day of the month upon which the Corporation's monthly Board of Directors' meeting is held;

NOW, THEREFORE, pursuant to the powers retained by the Board under the Bylaws, the Bylaws are hereby amended as follows:

Article I: Board of Directors Section 4 (Meeting of Directors)

B. Regular Meetings of the Board of Directors

Regular meetings of the Board of Directors shall be held on the fourth Tuesday of each month at 7:00 p.m., unless such date falls on a legal or religious holiday. If such a date is a holiday, then the meeting shall be held on the next succeeding business day. Notice of such a change shall not be required.

This Amendment shall become effective on June 1, 1996.

Executed and approved effective June 1, 1996.

**WEST BELLFORT PROPERTY OWNERS'
ASSOCIATION, INC.**

By: _____

Howard Schultz

By: _____

Rodney Norsworthy

Lucy Melara

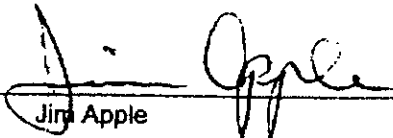
George Parker

Sent by:

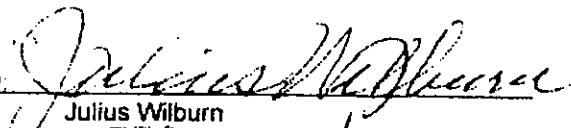
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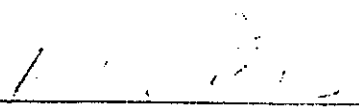
09/19/07 12:48PM; JetFax #741; Page 3/8

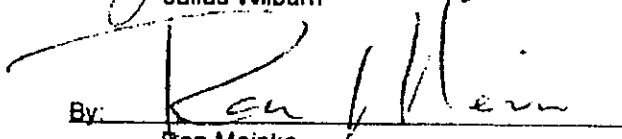
529-86-3461

By: 
Jim Apple


Peter Scoppa

By: 
Julius Wilburn


Phil Abrams

By: 
Ron Meinke

529-86-3462

**SIXTH AMENDMENT TO
BYLAWS
OF
WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.**

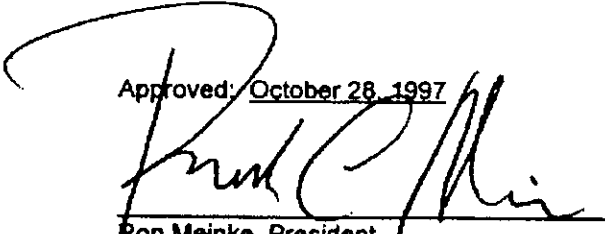
WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Bellfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors.

NOW THEREFORE, pursuant to the powers retained by the Board of Directors under the Bylaws, the Bylaws are amended to read as follows:

ARTICLE I: BOARD OF DIRECTORS Section 2. - Number of Directors shall be amended to read as follows:

"The number of Directors shall be ten (10), but the number of directors may be increased or decreased (providing that such decrease does not shorten the term of any incumbent director) from time to time by amendment to these Bylaws, provided the number of Directors shall never be less than three (3)."

Approved: October 28, 1997



Ron Meinke, President
Board of Directors
West Bellfort POA, Inc.

Attest:



Dan Rebsch, PCMI

SEVENTH AMENDMENT TO

THE BYLAWS

OF

WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.

WHEREAS, West Belfort Property Owners' Association, Inc., a Texas non-profit corporation (the "Corporation") has adopted Bylaws of West Belfort Property Owners' Association, Inc. (the "Bylaws"); and

WHEREAS, Article VII of the Bylaws provides that the Bylaws may be altered, amended or repealed by the affirmative vote of a majority of the full Board of Directors;

NOW, THEREFORE, in consideration of the recitals set forth hereinabove, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, pursuant to the powers retained by the Board of Directors under the Bylaws the undersigned Directors, being a majority of the Directors, do hereby adopt the following amendment to the Bylaws, such amendment to be effective as of the date first written hereinbelow, to-wit:

RESOLVED: **ARTICLE III: MEETINGS OF MEMBERS Section 5. – Proxies** of the Bylaws shall be amended to read as follows:

"Section 5 – Proxies.

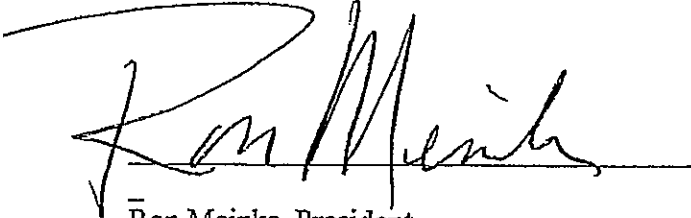
At all meetings of Members, a Member may vote either in person or by proxy executed in writing by the Member or his duly authorized attorney-in-fact. In order for such proxy to be valid, it must be filed with the Secretary of the Corporation before the time of the meeting in the following manner: (A) such proxy shall only be sent to the managing agent for the Corporation via United States Postal Service mail; (B) in mailing such proxy to the managing agent for the Corporation, there shall be no more than one (1) proxy per envelope; and (C) such proxy shall be mailed to the managing agent for the Corporation only by the Member entitled to such vote. In addition, proxies which are either not actually received by the managing agent via United States Postal Service mail before the time of the meeting or not mailed as set forth above will not be valid. No proxy shall be valid if it is submitted to the Secretary of the Corporation by a third party, except as otherwise provided for in Article III, Section 5 of the Bylaws. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable or unless otherwise made irrevocable by law.

The Chairman or Secretary of the Corporation, acting at the direction of the Board, may solicit proxies on the Board's behalf.

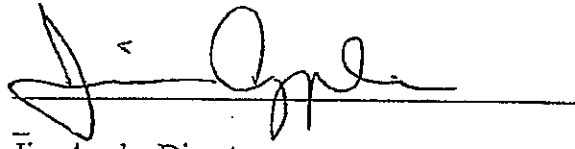
In solicitation of such the proxies, the Chairman or Secretary shall notify the Membership the purpose of such solicitation and how the proxies will be voted. If the solicitation is for the sole purpose of establishing a quorum, no other explanation shall be necessary within the proxy material."

IN WITNESS WHEREOF, we, being all of the members of the Board of Directors of the Association, have hereunto set our hands effective as of December 16, 2002.

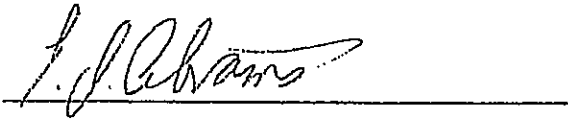
Approved: December 16, 2002



— Ron Meinke, President
Board of Directors
West Belfort POA, Inc.



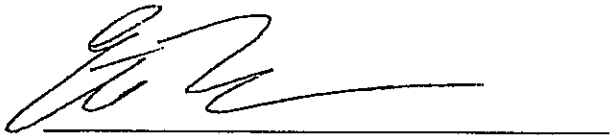
— Jim Apple, Director
Board of Directors
West Belfort POA, Inc.



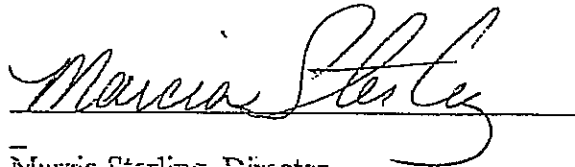
— Phil Abrams, Vice President
Board of Directors
West Belfort POA, Inc.



— James Shepherd, Director
Board of Directors
West Belfort POA, Inc.



— Etan Mirwis, Treasurer
Board of Directors
West Belfort POA, Inc.



— Marcia Sterling, Director
Board of Directors
West Belfort POA, Inc.

Gloria Marshall

Gloria Marshall, Director
Board of Directors
West Belfort POA, Inc.

Avi Elfezonaty

Avi Elfezonaty, Director
Board of Directors
West Belfort POA, Inc.

Irma Gray

Irma Gray, Director
Board of Directors
West Belfort POA, Inc.

Joe Sandler

Joe Sandler, Director
Board of Directors
West Belfort POA, Inc.

Carl Griggs

Carl Griggs, Director
Board of Directors
West Belfort POA, Inc.

RECORDING'S INFORMATION
AT THE TIME OF RECORDING, THIS INSTRUMENT WAS NOT RECORDED FOR THE BEST PRACTICES OF REPRODUCTION BECAUSE OF ILLEGIBILITY, DAMAGE OR PHOTO COPY, DISCOLORATION, ETC.

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 File Number Sequence on the date and at the time stamped herein by me; and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas on

FEB 20 2003



Beverly L. Kayman
COUNTY CLERK
HARRIS COUNTY, TEXAS

**EIGHTH AMENDMENT TO THE BYLAWS OF
WEST BELLFORT PROPERTY OWNERS ASSOCIATION**

STATE OF TEXAS

COUNTY OF HARRIS

§
§
§

KNOW ALL PERSONS BY THESE PRESENTS:

WHEREAS, West Bellfort Property Owners Association, a Texas non-profit corporation (the "Corporation") has adopted Bylaws of West Bellfort Property Owners Association (the "Bylaws"); and

WHEREAS, Article VII of the Bylaws provides that the Bylaws may be altered, amended or repealed by the affirmative vote of a majority of the full Board of Directors;

NOW, THEREFORE, in consideration of the recitals set forth hereinabove, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned Directors, being a majority of the Directors, do hereby adopt the following amendment to the Bylaws, to-wit:

RESOLVED: Article 1, Section 2 of the Bylaws is deleted in its entirety and replaced with the following:

Section 2. – Number of Directors.

Effective January 30, 2004, the number of Directors shall be increased to fifteen (15) by the then current Directors appointing five (5) additional Directors so that the total number of Directors equals fifteen (15). Three (3) of appointed Directors shall serve terms of two (2) years each and two (2) of the appointed Directors shall serve terms of one (1) year each. Thereafter, the number of Directors may be increased or decreased (providing that such decrease does not shorten the term of any incumbent Director) from time to time by an amendment to these Bylaws, provided the number of Directors shall never be less than three (3). Effective January 1, 2005, the number of Directors shall be decreased to thirteen (13), with the then current Directors determining which two (2) Director positions will be eliminated.

EXECUTED on December 6th, 2004, to be effective as of the 30th day of January, 2004.

WEST BELLFORT PROPERTY OWNERS ASSOCIATION, a Texas non-profit corporation

Phil Abrams
Phil Abrams, Director

Jim Apple
Jim Apple, Director

Avi Elfezobaty
Avi Elfezobaty, Director

Irma Gray
Irma Gray, Director

Susan Gregory
Susan Gregory, Director

Carl Griggs
Carl Griggs, Director

Barbara Hite
Barbara Hite, Director

Gloria Marshall
Gloria Marshall, Director

Ron Meinke
Ron Meinke, Director

Etan Mirwis
Etan Mirwis, Director

Ray Parker
Ray Parker, Director

Joe Sandler
Joe Sandler, Director

James Shephard
James Shephard, Director

Marcia Sterling
Marcia Sterling, Director

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 File 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 - 8 2005



Brooklyn B. Keyman
COUNTY CLERK
HARRIS COUNTY, TEXAS

FILED FOR RECORD
8:00 AM

452307 MKK 121668 00392

NOV - 8 2005

Brooklyn B. Keyman
County Clerk, Harris County, Texas

**NINTH AMENDMENT TO
BYLAWS
OF
WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC.**

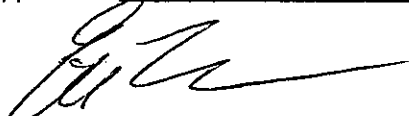
WHEREAS, pursuant to the terms of Article VII of the Bylaws of the West Belfort Property Owners' Association, Inc. (the "Corporation"), the Bylaws may be altered, repealed or amended, at a regular or special meeting of the Board of Directors (the "Board"), by the affirmative vote of a majority of the full Board of Directors.

NOW THEREFORE, pursuant to the powers retained by the Board of Directors under the Bylaws, the Bylaws are amended to read as follows:

ARTICLE I: BOARD OF DIRECTORS Section 10. – Removal of Directors shall be amended which was previously added as the FOURTH AMENDMENT TO THE BYLAWS OF WEST BELLFORT PROPERTY OWNERS' ASSOCIATION, INC. to read as follows:

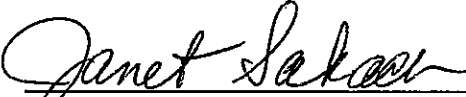
"A Board Member may not miss more than a total of four of the regular scheduled board meetings based on the most recent twelve (12) month period. Any Board Member missing more than a total of four of the regular scheduled board meetings during this period shall be subject to a vote of whether to remove that Board Member from the Board of Directors by the Board Members at a regular scheduled Board meeting where a quorum of Board Members are present."

Approved: July 31, 2007 and Amended May 27, 2008



Etan Mirwis, President
Board of Directors
West Belfort POA, Inc.

Attest:



Janet Sakach, CMCA, PCAM
Project manager
Planned Community Management