

**FIRST AMENDMENT TO BY-LAWS OF
TUSCANY COMMUNITY ASSOCIATION, INC.**

October 4, 2007

WHEREAS, TUSCANY COMMUNITY ASSOCIATION, INC., a Texas non-profit corporation (the "Association") has adopted By-Laws of the Association (the "Bylaws"); and

WHEREAS, Article XIII, Section 1 of the Bylaws provides that the Bylaws may be amended at any time by the majority vote of the members of the Association (the "Members") present at a regular or special meeting of the Members; and

WHEREAS, Article III, Section 4 of the Bylaws provides that the presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10th) of the votes of the Members shall constitute a quorum; and

WHEREAS, a duly constituted meeting of the Members was held on September 27, 2007, at which meeting it was proposed that the Bylaws be amended as described hereinbelow; and

WHEREAS, at such meeting of the Members on September 27, 2007, Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10th) of the votes of the Association were present; and

WHEREAS, at such meeting of the Members on September 27, 2007, a majority of those Members present, in person or by proxy, voted to amend the Bylaws as described hereinbelow.

NOW, THEREFORE, in consideration of the recitals set forth above, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned, being the President of the Association, does hereby certify that at a duly constituted meeting of the Members held on September 27, 2007, Members entitled to cast, or proxies entitled to cast, one-tenth (1/10th) of the votes were present and of those Members present, in person or by proxy, a majority voted to amend the Bylaws as set forth hereinbelow, to-wit:

RESOLVED: That effective September 27, 2007, Article IV, Section 1 of the Bylaws is deleted in its entirety and replaced with the following:

Section 1. Number. Until the annual meeting of the Members of the Association in the year 2007, the affairs of this Association shall be managed by a board of directors containing three (3) members who need not be Members of the Association. At the annual meeting of the Members of the Association held in the year 2007, the number of directors shall be increased to five (5) members who must be Members of the Association. Beginning in the year 2007, a candidate for a director position must be "in good standing". As used in this Section, "in good standing"

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shall mean a Member who has not received written notice from the Association or its managing agent that such Member is in violation of any term or provision of the Declaration or other governing document for the Property. In connection with the increase in the number of directors at the annual meeting of the Members of the Association in the year 2007, the Members shall elect three (3) directors (one (1) director to fill the director position which expires at the annual meeting of the Members of the Association in the year 2007, and two (2) directors to fill the expanded director positions). At the annual meeting of the Members of the Association in the year 2007, the director candidate receiving the most votes shall be elected for a term of three (3) years, the director candidate receiving the second most votes shall be elected for a term of two (2) years, and the director candidate receiving the third most votes shall be elected for a term of one (1) year. In the event that there are less than three (3) director candidates running for the director positions at the 2007 Annual Meeting of the Association, the existing and newly elected directors, by majority vote, shall appoint any then remaining "open" director positions for such term of office as the existing and newly elected directors may determine.

Effective as of the date first set forth hereinabove to evidence the certification set forth hereinabove.

TUSCANY COMMUNITY ASSOCIATION, INC.,
a Texas non-profit corporation

By:

Jeff Day, Resident

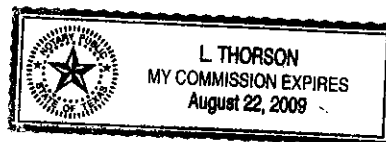
STATE OF TEXAS §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 16 day of Nov, 2007, by Jeff Day, President of TUSCANY COMMUNITY ASSOCIATION, INC., a Texas non-profit corporation, for and on behalf of said corporation.

Notary Public, State of Texas

AFTER RECORDING, RETURN TO:

Mark K. Knop
HOOVER SLOVACEK, L.L.P.
5847 San Felipe, Suite 2200
Houston, Texas 77057
File No. 122265-01



FILED FOR RECORD
8:00 AM

MAR 26 2008

County Clerk, Harris County, Texas

RR 055-20-1753

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

MAR 26 2008



Bessie B. Kayman
COUNTY CLERK
HARRIS COUNTY, TEXAS