

THE STATE OF TEXAS

KNOW ALL MEN BY THESE PRESENTS

COUNTY OF FREESTONE

AMENDMENT TO BY-LAWS OF APRIL COVE MAINTENANCE FUND, INC.
Adopted February 23, 1997 and recorded in Vol. 1011, Page 163, Deed Records of
Freestone County, Texas on April 18, 1997 are amended as follows:

1. ARTICLE THREE ---- MEMBERSHIP IS AMENDED TO ADD:
The term "Member in Good Standing" shall mean that the Member is in compliance with all Restrictive Covenants and amendments or supplements of record, and includes, without limitation, that the Member has paid all dues, fees, and fines and/or assessments.
2. ARTICLE FOUR ---- MEETINGS IS AMENDED TO ADD:
At least three (3) days notice of a directors' meeting (other than Closed Meetings as that term is defined by the Texas Open Meetings Act) shall be given to any Member who has requested such notice in writing.
3. ARTICLE FIVE ---- VOTING IS AMENDED TO ADD:
 - A. Proxy ballots will be allowed for selection of officers and Architectural Control Committee members. The Proxy form to be used in all elections shall be in substantially the same form as Exhibit A, attached hereto.
 - B. A Proxy form and Ballot shall be sent to all Members along with notice of any meeting where an election shall take place and that notice of all members' meetings shall be sent to all members.
4. ARTICLE EIGHT ---- OFFICERS IS AMENDED TO DELETE:
 - a. President-- The director that receives the most votes at annual meeting
 - b. Vice President -- The director that receives the 2nd most votes at the annual meeting
 - c. Treasurer -- The director that receives the 3rd most votes at the annual meeting.
5. ARTICLE EIGHT ---- OFFICERS IS AMENDED TO ADD:
The officers of April Cove Maintenance Fund, Inc. shall be elected by votes being cast for each vacant office separately, and no cumulative voting shall be allowed (i.e., if there are three vacant position, a Member cannot cast three votes for one candidate for office).

EXHIBIT "A"

PROXY

The undersigned hereby appoints _____, with full power of substitution, as the proxy holder of the undersigned to represent the undersigned and to vote the interest of the undersigned as a Property Owner and Member in Good Standing of the April Cove Maintenance Fund, Inc. which the undersigned would be entitled to vote if personally present at the Annual Meeting of Property Owners to be held on _____, 20____, and at any adjournments or postponements of such meeting for the following limited purposes:

- A. Voting for Officer / Director Positions
- B. Voting for Architectural Control Committee Member(s)
- C. Voting for Alternate Architectural Control Committee Member

Any proxy or proxies heretofore given by the undersigned are hereby revoked.

Signature

Printed Name

Lots Owned: _____

Dated: _____

EXHIBIT "A"

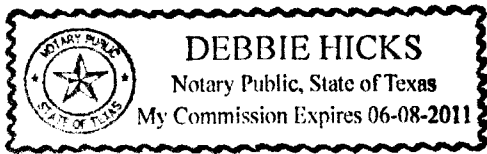
EXECUTED THIS 13 DAY OF FEBRUARY, A.D. 2009.

By. *Michael A. Garcia*
Michael A. Garcia, President

THE STATE OF TEXAS

COUNTY OF FREESTONE

This instrument was acknowledged before me on the 13 day of February 2009
by Michael A. Garcia, President, April Cove Maintenance Fund, Inc.



Debbie Hicks
Notary Public, State of Texas
Notary's Printed Name

Debbie Hicks

My Commission Expires: 6-8-2011

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