

**TIMBERGATE HOMEOWNERS' ASSOCIATION, INC.**

**RESOLUTION REFLECTING BY-LAW AMENDMENT PASSED BY THE  
MAJORITY OF THE MEMBERSHIP AT THE ANNUAL MEETING ON  
OCTOBER 25, 2005.**

WHEREAS, the Timbergate Homeowners' Association, Inc. (the "Association"), held an Annual Meeting on October 25, 2005, at Rees Elementary at 16305 Kensley, Houston, TX. 77082; and

WHEREAS, pursuant to Article XII, Section 1 of the By-Laws of Timbergate Homeowners' Association, an amendment to the By-Laws may be made at any time by a majority vote of each class of the Members at a regular or special meeting of the Members; and

WHEREAS, 24 of the 73 residents of the Timbergate Community were present and/or represented and voted to amend the below noted By-Law provisions; and

WHEREAS, at the annual meeting a motion was made to change the Term of Office held by each Director from one (1) year each to a term of three (3) years each and;

WHEREAS, a motion to amend the below-noted By-Law Provisions was made and same was voted on and approved unanimously by the majority of members on October 25, 2005; and

WHEREAS, the By-Laws now read as, with adjustments to stagger the terms of each Director over a three (3) year period.

ARTICLE IV.    Section 2.    Term of Office.    The term of office of a Board member shall be three (3) years. At each annual meeting of the Members, the Members shall elect the number directors equal to the number of directors whose term expire at

such time. Each Director elected shall hold office until his term expires and/or until his successor is elected or until his earlier death, resignation or removal.

*Director's terms shall be staggered. In order to restore the terms of the Directors to three (3) years each, the directors position which currently maintains the office of President and Vice President will be up for election at the 2005 Annual Meeting, to serve a three (3) year term, and the directors position which currently maintains the office of Treasurer will be up for election at the 2005 Annual Meeting, to serve a two (2) year term, and the directors positions which currently maintains the offices of Secretary and the At Large Director position will be up for election at the 2005 Annual Meeting, to serve a one (1) year term. At the subsequent 2006 Annual Meeting, the director positions that currently maintain the office of Secretary, and the At Large Director will be up for election to serve a three (3) year term. At the subsequent 2007 Annual Meeting, the director position that currently maintains the office of Treasurer will be up for election to serve a three (3) year term. Beginning at the 2008 Annual Meeting all director positions will be three (3) year terms and will, consequently, be staggered. The subsequent staggered election of directors will ensure that continuity exists within the governing body which comprises the Board of Directors.*

WHEREAS, upon review of the votes cast for the above amendment to the By-Laws, it was determined that the above-listed change to the Association's By-Laws was passed by a vote of the majority of the membership; NOW, THEREFORE,

BE IT RESOLVED, that the Association, acting by and through its Board of Directors, shall prepare and execute a document entitled Amended By-Laws of Timbergate Homeowners Association, such document incorporating and reflecting the changes and additions to same voted upon and approved by the Majority of the membership; and

BE IT FURTHER RESOLVED, that a true and correct copy of the Amended By-Laws of Timbergate Homeowners Association is attached hereto as Exhibit "A,"

IN WITNESS WHEREOF, the undersigned have executed this Resolution the \_\_\_\_\_ day of \_\_\_\_\_ 2005.

\_\_\_\_\_  
Michael Dale

\_\_\_\_\_  
Kenneth Chibuogwu

\_\_\_\_\_  
Robert Dunlap

\_\_\_\_\_  
Gerardo Hurtado

SIGNED AND SWORN TO BEFORE ME, by Michael Dale, Robert Dunlap, Gerardo Hurtado and Kenneth Chibuogwu, this the \_\_\_\_\_ day of \_\_\_\_\_, 2005.

\_\_\_\_\_  
Leta Whisenhunt  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS