

COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment One]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

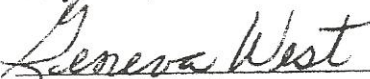
RESOLVED, that Article I, Section A of the Original By-Laws be deleted in its entirety and replaced with the following:

"B. Principal Office. The principal office of the Association shall be located in Brazoria County, Texas."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.

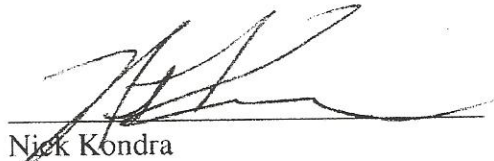


Gary Gius, President



Geneva West, Secretary

Jim Ness



Nick Kondra

Mike Barge



Frank Bawden

**COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS**

[Proposed Amendment 2]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

RESOLVED, that Article II, Section D. Special Meetings of the Original By-Laws be deleted in its entirety and replaced with the following:

"D. Special Meetings. The president may call special meetings of the Members. In addition, it shall be the duty of the President to call a special meeting of the membership of the Association if so directed by resolution of the Board of Directors or upon a petition signed by at least sixty (60) of the Members of the Association in Good Standing. The notice of any special meeting shall state the place, day, and hour of such meeting and the purpose thereof."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.

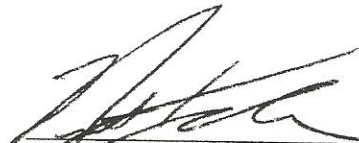


Gary Gius, President



Geneva West, Secretary

Jim Ness



Nick Kondra

Mike Barge



Frank Bawden

**COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS**

[Proposed Amendment 3]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

RESOLVED, that Article II, Section J. Quorum of the Original By-Laws be deleted in its entirety and replaced with the following:

"J. Quorum. Except as otherwise provided in these By-Laws or in the Restrictions, the presence in person or by their proxies of Members in Good Standing, representing sixty (60) of the total eligible Members of the Association, shall constitute a quorum at all meetings of the membership of the Association."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.

Gary Gius, President

Nick Kondra

Geneva West, Secretary

Mike Barge

Jim Ness

Frank Bawden


COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 4]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

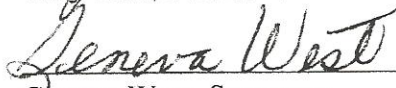
RESOLVED, that Article III, Section A, Section 5 Nomination of Directors of the Original By-Laws be amended by *adding* the following paragraph:

"Members of the Association in Good Standing may place one (1) name in nomination for each Board of Directors position to be filled. Members shall place names in nomination by a writing delivered to the Nominating Committee appointed by the Board of Directors."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.




Gary Gius, President

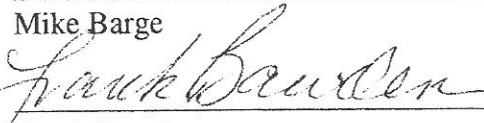


Geneva West, Secretary

Jim Ness



Nick Kondra

Mike Barge


Frank Bawden

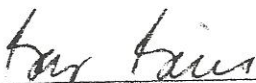
COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 5 rev 072406]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):


RESOLVED, that Article III, Section A, Section 6 Term of Office for Directors of the Original By-Laws be amended by deleting same in its entirety and substituting the following paragraph:

"Section 6. Term of Office for Directors. Each Director shall serve a three (3) year term of office, provided however that prior to the end of the first year of the first elected Board's term of office, the first elected board of six (6) Directors shall determine the number of years that each such original elected Director will serve, as follows: three (3) Directors shall serve for a two (2) year term, with the other three (3) Directors to serve for a three (3) year term. Thereafter, each elected Director shall serve a three (3) year term of office. There shall be a limit on consecutive terms of office which a Director may serve, with no elected Director being eligible to run for re-election, it being further provided that any former Director(s) may seek election to the Board of Directors in a subsequent election."

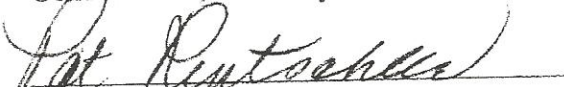
Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on August L, 2006.




Gary Gius, President



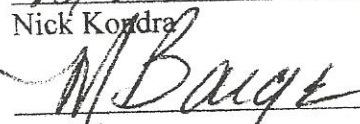
Geneva West, Secretary



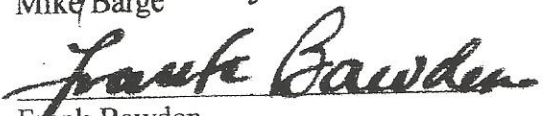
Pat Rentschler



Nick Kondra



Mike Barge



Frank Bawden

COLUMBIA LAKES HOMEOWNERS ASSOCIATION
RESOLUTIONS OF DIRECTORS
(Proposed Amendment 5 rev 090907)

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association (the "Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

RESOLVED, that Article III, Section A, Section 6 Term of Office for Directors of the Original By-Laws be amended by deleting same in its entirety and substituting the following paragraph:

"Section 6. Term of Office for Directors. Each elected Director shall serve a three (3) year term of office, provided, however, that prior to the end of the first year of the first elected Board's term, the first elected Board of six (6) Directors shall determine the number of years each original elected Director will serve, as follows: Three (3) Directors will serve a two (2) year term and three (3) Directors will serve a three (3) year term. Thus allowing the staggering of elections in the future and thereby maintaining three (3) experienced members on the Board at all times.

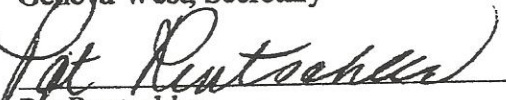
Adopted by affirmation vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on September 9, 2007.



Gary Gius, President



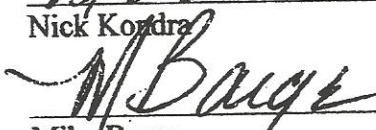
Geneva West, Secretary



Pat Rentschler



Nick Kondra



Mike Barge



Frank Bawden

COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 6]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

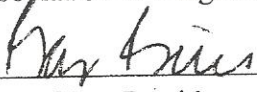
RESOLVED, that Article III, Section A, Section 7 Removal of Directors and Vacancies of the Original By-Laws be amended by deleting same in its entirety and substituting the following paragraph:

"Section 7. Removal of Directors and Vacancies. *Except as herein provided*, any vacancy created by the resignation and removal of a member of members of the Board of Directors may be filled by the remaining Directors.

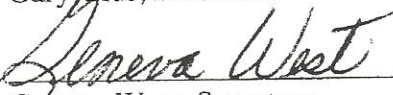
Any Director elected by vote of the Members may be removed, with or without cause, by vote of the Members in Good Standing holding a majority of the votes entitled to be cast for the election of such Director. Any director whose removal is sought *in such manner by action of the Members* shall be given notice prior to any meeting called for that purpose. Upon removal of a Director by vote of the Members, a successor shall then and there be elected by the Members entitled to vote to fill the vacancy for the remainder of the term of such Director.

Any Director who has three (3) consecutive unexcused absences from Board meetings, or, who is delinquent in the payment of any assessment or other charge due the Association or *who is* not in compliance with the Restrictions for more than thirty (30) days, may be removed by *vote of* a majority of the Directors present at a regular or special meeting at which a quorum is present, and a successor may be appointed by the Board of Directors to fill the vacancy for the remainder of the *removed Director's* term. In the event of the death, disability or resignation of a Director, a vacancy may be declared by the Board, and it may appoint a successor."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.



Gary Gius, President

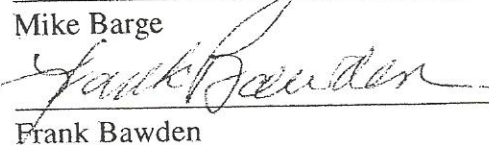


Geneva West, Secretary

Jim Ness



Nick Kondra

Mike Barge


Frank Bawden

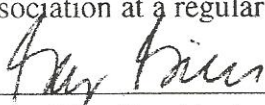
COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 7]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

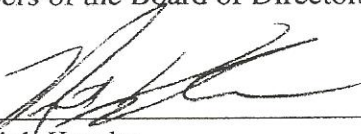
RESOLVED, that Article III, Section B, Section 3. Special Meetings of the Original By-Laws be amended by deleting same in its entirety and substituting the following paragraph:

"Section 3. Special Meetings. Special meetings of the Board of Directors shall be held when called by written notice issued at the request of the President of the Association or by any Director. The notice shall specify the time, *date*, place and *purpose* of the meeting. The notice shall be given to each Director by one of the following methods: (a) by personal delivery; (b) *by* first class mail, postage prepaid; (c) by telephone communication—*facsimile*—or other such communication methods, *including email*, either directly to the Director or to a person at the Directors office or home who would reasonably be expected to communicate such notice promptly to the Director; or (d) by telegram, charges prepaid. All such notices shall be given at the Director's telephone number, or sent to the Director's address as shown on the records of the Association. Notices sent by first class mail shall be deposited into a United States mailbox at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone/*facsimile*, email or telegraph shall be delivered, telephoned/*faxed*, *emailed* or given to the telegraph company at least seventy-two (72) hours before the time set for the meeting."

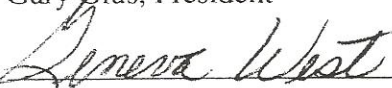
Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.



Gary Gius, President



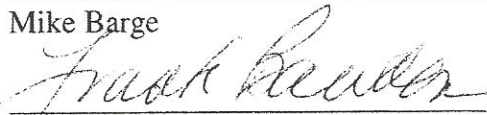
Nick Kondra



Geneva West, Secretary

Mike Barge

Jim Ness



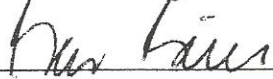
Frank Bawden

COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 8]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

RESOLVED, that Article III, the second sub-section thereof labeled A, which is entitled "Powers and Duties", of the Original By-Laws, be amended by deleting the reference thereto as "A. Powers and Duties" and substituting for such title in said Article III the following: "C. Powers and Duties."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.



Gary Gius, President



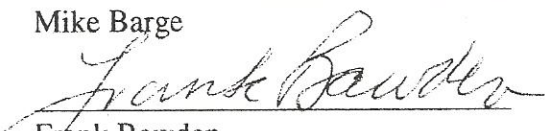
Nick Kondra



Geneva West, Secretary

Mike Barge

Jim Ness



Frank Bawden

**COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS**

[Proposed Amendment 9 rev. 050306]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

RESOLVED, that Article III, Section A, (now amended to be Section C.) entitled Powers and Duties Section 4. Borrowing, of the Original By-Laws be deleted in its entirety and replaced with the following:

"Section 4. Borrowing and Spending Limits.

A. Borrowing: The Board of Directors shall have the power to borrow money on behalf of the Association, for the purpose of maintenance, repair or restoration of the streets, easements and reserves, if any, or for such other proper purpose, without the approval of the Members of the Association.

B. Spending Limits: *Spending by the Board of Directors shall not create a negative balance in the Association's bank account(s).*

C. Limitation on Capital Expenditure: *Unless a majority of the Members in Good Standing voting in an election approve it, no spending on a capital item or of a capital expenditure nature, shall be allowed by the Board in excess of \$100,000.00 per fiscal year."*

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.

Gary Gius, President

Nick Kondra

Geneva West, Secretary

Mike Barge

Jim Ness

Frank Bawden

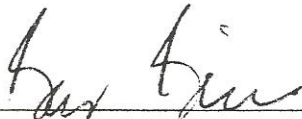
COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 10]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

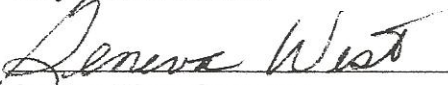
RESOLVED, that Article IV, Section A. entitled Officers, of the Original By-Laws be amended by adding the following:

"The President shall not vote except *as necessary to break a tie* vote between members of the Board of Directors."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.




Gary Gius, President




Geneva West, Secretary

Jim Ness



Nick Kendra

Mike Barge



Frank Bawden

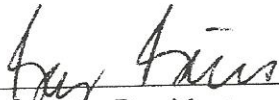
COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 11]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

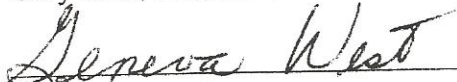
RESOLVED, that Article IV, Section D, entitled Powers and Duties, of the Original By-Laws be amended by adding the following:

"The President shall not vote except *as necessary to break a tie* vote between members of the Board of Directors."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.




Gary Gius, President



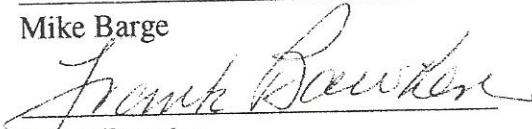
Geneva West, Secretary

Jim Ness



Nick Kondra

Mike Barge



Frank Bawden

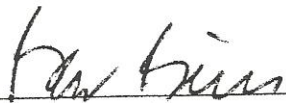
COLUMBIA LAKES OWNERS ASSOCIATION
RESOLUTION OF DIRECTORS
[Proposed Amendment 12]

Pursuant to Article V, Section F of the By-Laws of the Columbia Lakes Homeowners Association ("the Association") the undersigned, being the members of the Board of Directors of the Association, a Texas non-profit corporation, by this Resolution hereby adopt the following resolution amending specified provisions of the By-Laws of the Association which were adopted at a meeting of the individuals then serving as the membership of the original Board of Directors of the Association, by action taken at a meeting held on September 8, 2005 (hereinafter referred to as the "Original By-Laws"):

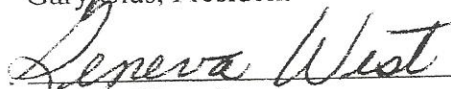
RESOLVED, that Article VI, Section G, entitled Transfer of Functions of the Developer, of the Original By-Laws be amended by adding the following:

"G. Functions of the Developer. This Association is organized and is operating for the purpose of exercising all of the duties and prerogatives of the "Developer" of Columbia Lakes Subdivision under the Restrictions, including matters relating to the Architectural Control Committee and the Maintenance Fund."

Adopted by affirmative vote of the undersigned members of the Board of Directors of the Association at a regular meeting conducted on May 2, 2006.




Gary Gius, President

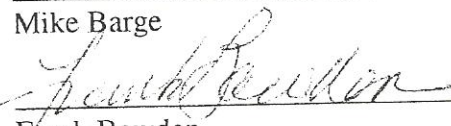


Geneva West, Secretary

Jim Ness



Nick Kondra

Mike Barge


Frank Bawden