

NORTHLAKE HILLS PROPERTYOWNERS' ASSOCIATION, INC.
(A Texas Non-Profit Corporation)

CORPORATE RESOLUTION (DATED AS OF SEPTEMBER 22, 2006)

Pursuant to the authority contained in Article 1396.10 of the Texas Non-Profit Corporation Act, the undersigned, being all the members of the Board of Directors of NorthLake Hills, Section One Propertyowners' Association, Inc. (the "Corporation"), do hereby adopt the following resolution with the same force and effect as though adopted at a **special** meeting of said Board of Directors duly called and held on September 22, 2006:

RESOLVED, that the BYLAWS OF NORTHLAKE HILLS PROPERTYOWNERS ASSOCIATION, INC., Section 4, Annual Meetings is revised effective immediately and Section 4, Annual Meetings shall now read, in its entirety, as follows:

There shall be an annual meeting of the Members of the Association at a time and place set by the Board; provided, however, that such meetings shall be held on a day other than a holiday. Written notice of each annual meeting of the Association shall be delivered to all Members not less than thirty (30) days nor more than sixty (60) days prior to the date fixed for any such meeting. Should an annual meeting be postponed after initial written notice is delivered to the Members, the meeting may be rescheduled by the Board, at a time and place as determined by the Board, and with no less than fifteen (15) days written notice of the rescheduled meeting to all Members. All notices of meetings shall be addressed to each Member at his/her address as it appears on the books and records of the Association. The President of the Association, or in his/her absence, the Vice President of the Association, shall call meetings of the Association to order and act as chairperson of such meetings. In the absence of both officers, the Board shall appoint any Member entitled to vote as chairperson of the meeting.

IN WITNESS WHEREOF, the undersigned have executed this consent to be effective as of the date first indicated above.

DIRECTORS:

Dave Nelsen

Bob Walker

Mike Avera