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In the Office of the
Secretary of State of Texas

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LAKESIDE VILLAGE HOMEOWNERS ASSOCIATION, INC.

AUG 30 1972

J. W. High
Director, Corporations Division

Pursuant to the provisions of Article 1396-4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which: (1) provide the method for dissolution of the corporation; (2) provide the method of amendment of the Articles of Incorporation.

I.

The name of the corporation is "LAKESIDE VILLAGE HOMEOWNERS ASSOCIATION, INC."

II.

The Articles of Incorporation are hereby amended by adding thereto new Articles Eleven, Twelve and Thirteen reading as follows:

"Article Eleven. Amendments to the Articles of Incorporation may be made in the following manner:

- (1) Where there are members having voting rights, the Board of Directors may adopt a Resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members having voting rights, which may be either an annual or a special meeting. Written or printed notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member entitled to vote at such meeting no less than fifteen (15) nor more

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than fifty (50) days before the date of the meeting, either personally or by mail, or at the direction of the President, or Secretary, or the officers, or the persons calling for such meeting. The proposed amendment shall be adopted upon receiving at least two-thirds (2/3) of the votes which members present at such meeting in person or by proxy are entitled to cast.

- (2) Where there are no members, or no members having voting rights, an amendment shall be adopted at a meeting of the Board of Directors upon receiving the vote of a majority of the directors in office.
- (3) Any number of amendments may be submitted and voted upon at any one meeting."

"Article Twelve. The corporation may dissolve and wind up its affairs in the following manner:

- (1) Where there are members having voting rights, the Board of Directors shall adopt a resolution recommending that the corporation be dissolved, and directing that the question of such dissolution be submitted to a vote at a meeting of members having voting rights, which may be either in annual or special meeting. Written or printed notice stating that the purpose or purposes of such meeting is to consider the advisability of dissolving the corporation and notice thereof shall be given to each member entitled to vote at such meeting within the time and in the manner provided herein for the amendment of the Articles of Incorporation. A resolution to dissolve the corporation shall be adopted upon receiving at least two-thirds (2/3) of the votes which members present at such meeting in person or by proxy are entitled to cast.
- (2) Where there are no members, or no members having voting rights, the dissolution of the corporation shall be authorized at a meeting of the Board of Directors upon the adoption of a resolution to dissolve by a majority of the directors.
- (3) Upon the adoption of such resolution by the members, or by the Board of Directors as provided herein, the corporation shall cease to

conduct its affairs except insofar as may be necessary for the winding up thereof, shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor and claimant against the corporation, and shall proceed to collect its assets and apply and distribute them as provided in the Texas Non-Profit Corporation Act."

"Article Thirteen. Unless otherwise provided in the Articles of Incorporation or in the By-Laws, members holding one-tenth (1/10) of each class of votes entitled to be cast, represented in person or by proxy, shall constitute a quorum."

III.

Article Six of the Articles of Incorporation is hereby amended by revising subparagraph (b) and adding subparagraph (c) to the description of Class B shares, which shall read as follows:

"Class B. The owner of the above-described property at the time of the filing of the subdivision plat with the County Clerk of Rockwall County, Texas, and its successors and assigns shall be entitled to hold Class B shares and to Class B membership which shall entitle the holder thereof to three votes for each lot owned. Class B shares and membership shall cease and be automatically converted to Class A shares and membership on the happening of one of the following events, whichever is the first to occur: (a) When the total number of Class A shares shall equal the total number of Class B votes represented by Class B shares and membership; or (b) on December 31, 1976; or (c) on the date that seventy-five (75%) percent of the dwellings proposed for the development are completed and sold."

IV.

The foregoing amendments were adopted at a meeting of members held on June 12, 1972, at which a quorum was present, and the amendments each received at least two-thirds (2/3) of

the votes which members present or represented by proxy at such
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meeting were entitled to cast.

Dated this 24th day of August, 1972.

LAKESIDE VILLAGE HOMEOWNERS
ASSOCIATION, INC.

By James O. Abston
James O. Abston, President
and

By Gerry Lynch
Gerry Lynch, Secretary

THE STATE OF TEXAS X
COUNTY OF Dallas X

I, Rose Marie Culmen, a Notary Public,
do hereby certify that on this 26th day of August, 1972,
personally appeared before me James O. Abston, being duly sworn,
and declared that he is the President of the corporation exe-
cuting the foregoing document and that he signed the foregoing
document in the capacity therein set forth, that the statements
therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal the day and year before written.

Rose Marie Culmen
Notary Public in and for Dallas
County, Texas
My Commission Expires: 6-1-73

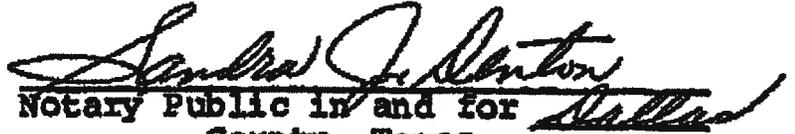
THE STATE OF TEXAS X
COUNTY OF Dallas X

I, Sandra J. Denton, a Notary Public,
do hereby certify that on this 24th day of August, 1972,

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personally appeared before me Gerry Lynch, being duly sworn,
and declared that she is the Secretary of the corporation exe-
cuting the foregoing document and that she signed the foregoing
document in the capacity therein set forth, that the statements
therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal the day and year before written.


Notary Public in and for Dallas
County, Texas
My Commission Expires: 6-1-73