



**WINDERMERE OAKS PROPERTY OWNERS' ASSOCIATION
AFFIDAVIT OF ACTING SECRETARY
AT DECEMBER 5, 2009 SPECIAL MEETING OF MEMBERS**

BEFORE ME, the undersigned authority, on this day personally appeared Lois Vogelsang, who after being by me duly sworn, deposed and stated on her oath as follows:

(1) on the 5th day of December, 2009, there was held a special meeting of the members of the WINDERMERE OAKS PROPERTY OWNERS' ASSOCIATION, a Texas non-profit corporation (the "Association"), at which special meeting the undersigned authority served as Acting Secretary;

(2) at said meeting, members entitled to cast at least one-tenth (1/10) of the votes in the Association were present in person or by proxy;

(3) at least fifteen (15) days written notice of said meeting was given in accordance with the Bylaws of the Association; and

(4) at said meeting, Amendment No. 1 to the Bylaws of the Association, a copy of which is attached hereto as Exhibit "A" (the "Amendment"), was duly and legally adopted by a vote of a majority of a quorum of members present in person or by proxy.

Lois Vogelsang
LOIS VOGELSANG

STATE OF TEXAS §

COUNTY OF BURNET §

SWORN TO AND SUBSCRIBED before me on this 10th day of December, 2009, by Lois Vogelsang, to witness which appears my signature and seal of office.

Sharon Rosenberg
Notary Public Signature

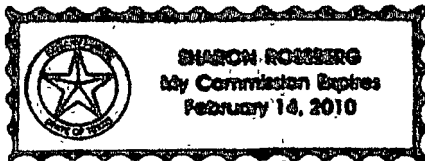


EXHIBIT "A"

**AMENDMENT TO BYLAWS OF
WINDERMERE OAKS PROPERTY OWNERS' ASSOCIATION
(a Texas Non-Profit Corporation)**

In accordance with the requirements of Article 2.09B of the Texas Non-Profit Corporation Act and Article XIII, Section 1 of the Bylaws of the Windermere Oaks Property Owners' Association, a Texas non-profit corporation (the "**Association**"), the following amendment to the Bylaws of the Association has been duly adopted, at a special meeting of the members of the Association, by a vote of a majority of a quorum of members present in person or by proxy.

Article VII, Section 3 is hereby added to the Bylaws of the Association and provides as follows:

Section 3. Required Consent of Members. Notwithstanding any provision in these Bylaws to the contrary, the Board of Directors shall not be permitted to take any of the following actions unless and until such actions have been approved by a majority of a quorum of members in person or by proxy at either the annual meeting or at a special meeting called for the purpose of approving such action(s):

(a) any purchase or expenditure of Association funds, other than for trash service, which, whether in a single transaction or in a series of transactions for a common purpose, totals more than \$25,000;

(b) any increase in the amount of the annual assessment by more than twenty percent (20%) over the amount of the prior year's annual assessment; or

(c) the levy of a special assessment or other assessment to defray expenses in excess of the Association's usual and customary expenses incurred in connection with discharging its responsibilities under the Restrictions.

FILED AND RECORDED



OFFICIAL PUBLIC RECORDS

Janet Parker

200910805

December 11, 2009 12 16.14

FEE: \$20.00

Janet Parker, County Clerk

Burnet County, Texas

375449-1 12/07/2009