

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF KNIGHTS BRIDGE ESTATES HOMEOWNERS' ASSOCIATION, INC.,
a Texas, non-profit corporation**

Pursuant to the provisions of Article 1396 - 4.03 and Article 1396 - 9.10 of the Texas Corporation Act, KNIGHTS BRIDGE ESTATES HOMEOWNERS' ASSOCIATION, INC., a Texas, non-profit corporation (the "Association"), adopts the following amendment to the Articles of Incorporation of the Association:

FIRST

The name of the Association is KNIGHTS BRIDGE ESTATES HOMEOWNERS' ASSOCIATION, INC., a Texas non-profit corporation.

SECOND

The members of the Association adopted a resolution setting forth the following addition to the Articles of Incorporation of the Association:

The Association's Articles of Incorporation are amended to add the following provision:

**"ARTICLE IX
ACTION WITHOUT A MEETING**

Any action required by the Texas Non-Profit Corporation Act (the "Act") to be taken at a meeting of the members or directors of the Association or any action that may be taken at a meeting of the members or directors or any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of members, directors or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted. The written consent and notice of such shall conform to the requirements of Art. 1396-9.10 of the Act."

The addition was adopted at a meeting which took place on June 24, 1996. A quorum was present at such meeting. The addition received at least two-thirds of the votes which members present at such meeting in person or by proxy were entitled to cast. There is

no class entitled to vote as a class thereon by the terms of the Articles of Incorporation or the By-laws.

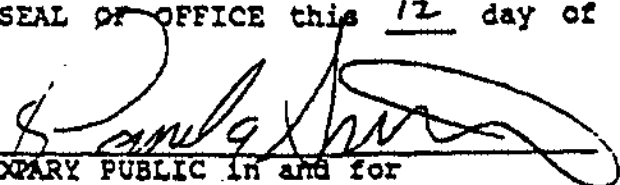


STEVEN LANGHOFF,
President

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned notary public, on this day personally appeared STEVEN LANGHOFF, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 12 day of July, 1996.



NOTARY PUBLIC in and for
The State of TEXAS

My Commission Expires:

