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**CORPORATE CERTIFICATE  
OF  
MEMORIAL PARK VILLAGE COMMUNITY ASSOCIATION, INC.**

**AMENDMENT TO THE BYLAWS  
(ALTERNATE ELECTION PROCEDURE)**

**This Amendment to the Bylaws (Alternate Election Procedure) relates to the Memorial Park Village Subdivision, as established by that certain "Declaration of Covenants, Conditions, Restrictions and Easements for Memorial Park Village" recorded under Harris County Clerk's File No. Y546960 of the Real Property Records of Harris County, Texas, together with all amendments thereto.**

The undersigned, being a duly elected, qualified and acting Officer of Memorial Park Village Community Association, Inc., a Texas non-profit corporation (the "Association"), the corporation set forth and described in: (i) the "Declaration of Covenants, Conditions, Restrictions and Easements for Memorial Park Village" recorded under Harris County Clerk's File No. Y546960 of the Real Property Records of Harris County, Texas, and all amendments thereto as (said recorded documents and all exhibits and amendments thereto being referred to as "Declaration"); and (ii) the Bylaws of the Association, recorded under Harris County Clerk's File No. Y729248 of the Real Property Records of Harris County, Texas ("Bylaws"); does hereby certify that the following is a true and correct copy of an amendment to the Bylaws of the Association, adopted at a duly constituted meeting of the Board of Directors held on August 13, 2019, and approved, adopted, ratified and confirmed by a majority of the Board of Directors in accordance with and pursuant to the authority granted by Section 209.00593 of the TEXAS PROPERTY CODE to adopt an alternate election procedure.

**AMENDMENT TO THE BYLAWS  
OF MEMORIAL PARK VILLAGE COMMUNITY ASSOCIATION, INC., A TEXAS  
NON-PROFIT CORPORATION**

RESOLVED, that Article V, Section 5.4 of the Bylaws of the Association shall be amended by adding the following sub-paragraph (1):

"5.4.1. Alternate Election Procedure. Notwithstanding anything to the contrary in these Bylaws, the following election procedure shall be applicable *in the event that there is not a quorum* at any annual meeting (whether initially called, re-adjourned, re-scheduled, or re-called) of the Association where an election of Director(s) was to occur:

- (a) Notwithstanding the absence of a quorum, an election of Director(s) shall take place. This is the only business that may be conducted at such meeting, and such election shall be valid notwithstanding the lack of a quorum.
- (b) A vote for candidate(s) shall take place by those members present in person, or by proxy, at such meeting.
- (c) Voting shall take place by written ballot.
- (d) The candidate(s) receiving the highest number of votes out of the total votes cast at the meeting shall be deemed elected to the vacant position(s) to be filled."

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 23 day of August, 2019.

**MEMORIAL PARK VILLAGE COMMUNITY ASSOCIATION, INC.**, a Texas non-profit corporation

By: \_\_\_\_\_

(signature)

Danielle Oldham

(name printed)

Its: HOA President

(title/position)

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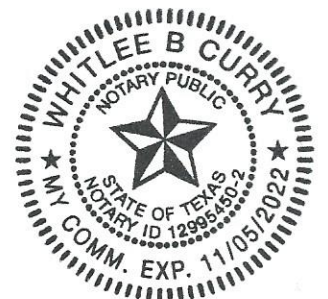
THE STATE OF TEXAS

COUNTY OF HARRIS

This instrument was acknowledged before me on the 23rd day of August, 2019, by Danielle Oldham, HOA President of **MEMORIAL PARK VILLAGE COMMUNITY ASSOCIATION, INC.** a Texas non-profit corporation, on behalf of said corporation.

\_\_\_\_\_  
Notary Public in and for the State of Texas

RECORD AND RETURN TO: ✓  
Richard C. Lievens  
Frank, Elmore, Lievens, Chesney & Turet LLP  
9225 Katy Freeway Suite 250  
Houston, TX 77024



FILED FOR RECORD

8:00:00 AM

Friday, August 30, 2019

*Diane Troutman*

COUNTY CLERK, HARRIS COUNTY, TEXAS

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

THE STATE OF TEXAS  
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED; in the Official Public Records of Real Property of Harris County Texas

Friday, August 30, 2019



*Diane Troutman*

COUNTY CLERK  
HARRIS COUNTY, TEXAS