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Parties:

Direct- THE VILLAS OF SOUTH PADRE OWNI  
Indirect- PLAYA SAN PABLO LTD

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\*\*\*\*\* THIS PAGE IS PART OF THE INSTRUMENT \*\*\*\*\*

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.



A handwritten signature in black ink, appearing to be "A. S. L.", is located below the seal.

Stewart Title of Cameron County Inc. dba  
Cameron County Title Company

GF # Courtesy recording

AMENDMENT OF BYLAWS  
OF

THE VILLAS OF SOUTH PADRE OWNERS ASSOCIATION, INC.

STATE OF TEXAS  
COUNTY OF CAMERON

I, Leonard Gilchrist, President of The Villas of South Padre Owners Association, Inc., a Texas non-profit corporation, being the subdivision owners association for The Villas of South Padre Subdivision, Town of South Padre Island, Cameron County, Texas hereby certify the following:

WHEREAS, The Villas of South Padre, Inc., The Villas of South Padre Owners Association, Inc., and Playa San Pablo, Ltd., made and executed the Fourth Restated and Amended Declaration of Covenants, Conditions, Restrictions and Easements for The Villas of South Padre Subdivision of South Padre Island, Cameron County, Texas, ("the Declaration"), such Declaration being duly recorded in the Official Records of Cameron County, Texas at Volume 10952, Page 193 et seq., and appurtenant to the Declaration were the Bylaws of The Villas of South Padre Owners Association, Inc. recorded in the Official Records of Cameron County, Texas at Volume 10952, Page 232; and

WHEREAS, Article 11, Section 11.02 of the said Bylaws provides that Bylaws may be amended by the vote of the members of the association holding at least seventy five percent (75%) of the membership votes of the Association; and

WHEREAS, at a meeting of the Association held on December 8, 2007, over seventy five per cent (75%) of the said membership votes voted in favor of an amendment of the Bylaws, the following amendment was adopted:

AMENDMENT OF BYLAWS

The Bylaws of the Villas of South Padre Owners Association, Inc. as the same are recorded in the Official Records of Cameron County, Texas at Volume 10952, Page 232 et seq. are hereby amended as follows:

Section 7.01 of Article 7 is amended in its entirety as follows:

7.01 Board of Directors. The Board of Directors of the Association shall consist of five (5) persons.

Section 11.02 of Article 11 is hereby amended in its entirety as follows:

11:02 Amendment of Bylaws. These Bylaws may be amended by the vote or written consent of fifty-one percent (51%) of the membership votes of the Association.

Signed this 24 day of April, 2008.

THE VILLAS OF SOUTH PADRE OWNERS ASSOCIATION, INC.

By: Leonard A. Gilchrist  
Leonard Gilchrist, President

STATE OF TEXAS  
COUNTY OF CAMERON

This instrument was acknowledged before me on the 24<sup>th</sup> day of April, 2008 by Leonard Gilchrist on behalf of The Villas of South Padre Owners Association, Inc.

Petra M. Orta  
Notary Public, State of Texas

