

CERTIFICATE OF AMENDMENT
OF THE BYLAWS OF
BELLAIRE WEST COMMUNITY IMPROVEMENT ASSOCIATION
AMENDMENT VII

The undersigned, being the duly elected, qualified and acting Secretary of BELLAIRE WEST COMMUNITY IMPROVEMENT ASSOCIATION, a Texas non-profit corporation (the "Association"), and the keeper of the minutes and records of the Association, does hereby certify the following amendment of the Bylaws of the Association was approved by a majority of the Board of Directors of the Association at the Regular Meeting held on the 31st day of January, 2002, and which was duly called, among other things, to vote on an amendment to the Bylaws.

Article II - Functions of the Corporation, Section 1, is hereby supplemented and amended to read as follows:

(g) The Corporation may adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(h) The Corporation may suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;

(i) The Board of Directors may exercise all powers, duties and authority vested in or delegated to this Corporation and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;

(j) The Corporation may employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties;

(k) The Board of Directors shall supervise all officers, agents and employees of the Corporation, and see that their duties are properly performed;

(l) The Corporation may fix the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

(m) The Corporation shall send written notice of each annual assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period;

(n) The Corporation may institute and pursue any and all lawful means to collect any past due assessments, including without limitation, foreclosure of the lien against any property for which the assessments are not paid within thirty (30) days after the due date or institute any action at law against the owner personally obligated to pay the same;

(o) The Corporation may issue, or cause to be issued, upon demand of any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Corporation for the issuance of these certificates. If the certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(p) The Corporation shall procure and maintain adequate liability and hazard insurance on property owned by the Corporation;

(q) The Corporation may exercise any and all powers, rights, and privileges that a corporation organized under the Non-Profit Corporation Law of the State of Texas by law may now or hereafter have or exercise.

All other provisions of the Bylaws of the Association shall remain in full force and effect.

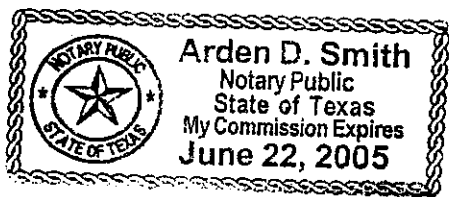
TO CERTIFY WHICH WITNESS my hand on this 1 day of February, 2002.

Lucy Schmotzer
Lucy Schmotzer, Secretary

STATE OF TEXAS §
§
COUNTY OF HARRIS §

Before me, the undersigned authority, on this day personally appeared Lucy Schmotzer, Secretary of Bellaire West Community Improvement Association, 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, and in the capacity therein expressed.

GIVEN UNDER MY HAND AND SEAL of office on this 1 day of February, 2002.



Arden D. Smith
NOTARY PUBLIC, STATE OF TEXAS
PRINTED NAME OF NOTARY:
Arden D. Smith
MY COMMISSION EXPIRES:
June 22, 2005

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 on

APR 26 2002

Arden D. Smith
Notary Public in and for the State of Texas
My Commission Expires June 22, 2005



Beverly B. Kaufman
COUNTY CLERK
HARRIS COUNTY, TEXAS

FILE FOR RECORD
8:00 AM

APR 26 2002

Beverly B. Kaufman
County Clerk, Harris County, Texas