

**RATIFICATION AND CONSENT IN LIEU OF SPECIAL MEETING OF
THE CLASS B MEMBER OF
RUBY RANCH HOMEOWNER'S ASSOCIATION**

12032774 Bk Vol Pg
OPR 4484 287

Pursuant to Article 1396- 9.10 of the Texas Non-Profit Corporation Act and the authority granted to the Class B Member of the Ruby Ranch Homeowner's Association in Article III of the Bylaws of Ruby Ranch Homeowner's Association (approved on October 18, 1995) and the provisions of Article XIII of such Bylaws, the undersigned, being the sole Class B Member of the Ruby Ranch Homeowner's Association, does hereby unanimously consent to and ratify the action described below:

RESOLVED, that the Bylaws of the Ruby Ranch Homeowner's Association are amended as follows:

1. The second sentence of Article I is amended by substituting the following sentence in its place: "The principal address for the corporation is P.O. Box 71, Buda, Texas 78610, and meetings of the members and directors may be held at such places within the County of Hays and State of Texas as may be designated by the board of directors."
2. The first sentence of Paragraph A of Article II is amended by substituting the following sentence in its place: "The purpose or purposes for which the Association is organized are to act as agent for the property owners of all Phases of Ruby Ranch subdivision, according to the maps or plats of such subdivision filed for record in Volume 6, Page 398, Volume 7, Page 22, Volume 7, Page 331, Volume 8, Page 235, Volume 8, Page 241, Volume 8, Page 384, Volume 9, Page 131 and Volume 9, Page 318, Plat Records, Hays County, Texas (and any and all additions to such subdivision, as permitted by the declaration of restrictive covenants applicable to such subdivision) (herein referred to collectively as the "Subdivision"), and to perform those functions (in addition to those set out herein) set forth in the declarations of covenants, conditions, and restrictions filed for record in Volume 1181, Page 57, Volume 1214, Page 247, Volume 1344, Page 410, Volume 1470, Page 141, Document Number 9917185, Volume 1637, Page 1 (corrected in Volume 1638, Page 407) and Volume 1746, Page 168, Official Public Records, Hays County, Texas (and any and all permitted amendments to such declarations) (herein referred to collectively as the "Declaration")."
3. The first (and only) sentence in Section 1 of Article V is amended by substituting the following sentence in its place: "The affairs of the Association will be managed by a board of five (5) directors, who will be natural persons, 18 years of age or older and citizens of the State of Texas."
4. The Article shown and reading as "Article IV" on Page 15 of the Bylaws (approved on October 18, 1995) is hereby corrected by substituting the following article number in its place: "Article XIV".


RESOLVED, that the Bylaws of the Ruby Ranch Homeowner's Association (originally approved on October 18, 1995) shall remain in full force and effect as amended by this instrument.

RESOLVED, that the Secretary of the Ruby Ranch Homeowner's Association is hereby directed to place the original of this instrument with the original Bylaws of the Ruby Ranch Homeowner's Association (originally approved on October 18, 1995).

Effective Date: February 3, 2003

Bk Vol Pg
12032774 DPR 4484 288

TWC Enterprises, Inc., a Texas corporation
(Class B Member of the Ruby Ranch
Homeowner's Association)

By:  _____, President
Michael Thames

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RESOLVED, that the Bylaws of the Ruby Ranch Homeowner's Association (approved on October 18, 1995, and amended on February 3, 2003) are amended as follows:

1. The second sentence of Article IV is amended by substituting the following sentence in its place: "Subsequent annual meetings of the voting members will be held within 60 days after the first of each year and the date and time of such meetings will be provided to the voting members by written notice mailed at least 30 days prior to such meeting."
2. Section 2 of Article V is amended by adding the following sentence at the end of such Section: "The Board of Directors shall have the authority to establish written rules/guidelines of the nominating committee."
3. Section 3 of Article V is amended by deleting in its entirety the last sentence of such Section.
4. The first sentence of Subsection (a) of Section 4 of Article V is amended by substituting the following sentence in its place: "Regular meetings of the board of directors will be held without notice, at such date, time and place as may be fixed from time to time by resolution of the board."
5. Section 7 of Article V is amended by replacing both of the existing sentences with the following: "At the annual meeting of the voting members to be held in 2006, there shall be elected five (5) Directors, who shall be divided into two classes. There shall be two (2) Directors in the first class, who shall hold office until the next annual meeting of the voting members after their election and until their successors are elected and qualified; there shall be three (3) Directors in the second class, who shall hold office until the second annual meeting of the voting members after their election and until their successors are elected and qualified; at each annual meeting of the voting members thereafter, Directors shall be elected for the class whose term of office expires at that meeting, and they shall hold office until the second annual meeting of the voting members after their election and until their successors are elected and qualified."
6. The second sentence of Section 3 of Article VI is amended by substituting the following sentence in its place: "Each will hold office for a term of one (1) year unless he or she will sooner resign, or will be removed or otherwise disqualified to serve."