

UNITED STATES OF AMERICA
State of Louisiana
Al Ater

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
a copy of an Amendment to the Articles of Incorporation of

GRANDE HILLS ESTATES HOMEOWNERS ASSOCIATION, INC.

Domiciled at COVINGTON, LOUISIANA,

Was filed and recorded in this Office on January 27, 2006.

St. Tammany Parish
Instrmnt #: 1536253
Registry #: 1576529
02/10/2006 2:15:00 PM
MB CB MI X UCC

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,
January 27, 2006*

A. Ater
VSC 34155831N 36104847

Secretary of State



AMENDMENT TO THE
ARTICLES OF INCORPORATION

OF

GRANDE HILLS ESTATES
HOMEOWNERS ASSOCIATION, INC.
(A Non-Profit Corporation)

UNITED STATES OF AMERICA

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

[Signature]
Secretary of State

Date: 01.17.06 *[Signature]*

SECRETARY OF STATE
2006 JAN 27 AM 10:34

I.

Grande Hills Estates Homeowners Association, Inc., pursuant to the provisions of the Louisiana Non-Profit Corporations laws, hereby adopts the following Amendment to its Articles of Incorporation, regarding changes to the method and procedure for any future modifications of the Articles or By-Laws of the corporation.

II.

Article XI. of the Articles regarding the method of amending the By-Laws of the corporation is amended to read as follows, by now requiring the approval of corporation's membership for same:

Amendments to the By-Laws shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
2. A resolution by the members adopting a proposed amendment must receive approval by a vote of a simple majority at any meeting of the members called for the purpose of said amendment. Members not present at the meetings considering the amendment may express their approval in writing thereafter.
3. The membership shall have the power to make, amend, and repeal By-Laws to govern this Corporation provided they are in accordance with and do not conflict with these Articles. The Board of Managers shall not have the authority to

amend the By-Laws without the approval of a majority vote of the members as further provided herein.

4. An amendment may be proposed and adopted by either the Board of Managers or by any members of the Association as further set forth in these Articles and the By-Laws.

5. No amendment shall discriminate against any property owner unless the property owners so affected shall consent.

6. No amendment to the By-Laws shall operate to change or increase the owner's share of the budgeted expenses, or change the voting rights of members, unless the record owner of the property concerned and all record mortgagees thereof shall join in the execution of the amendment.

III.

Article XIV. of the Articles regarding the method of amending the Articles of the corporation is amended to read as follows:

The Articles may be amended by a two-third (2/3) membership vote of the quorum at any annual or special meeting where written notice is given at least ten (10) days prior to the meeting date to each member.

IV.

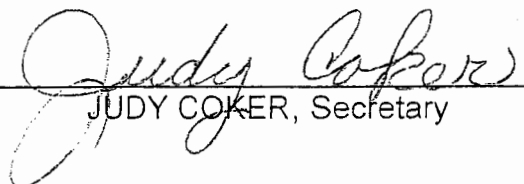
Each amendment made by this Amendment to the Articles of Incorporation has been effected in conformity with the provisions of the Louisiana Non-Profit Corporations laws and the prior Articles of Incorporation in effect for this entity. Such Amendment to the Articles of Incorporation were duly adopted in the following manner: The Amendment to the Articles of Incorporation as so amended were adopted by the Board of Directors at a

meeting held on January 23, 2006, at which a quorum was present. The Amendment to the Articles of Incorporation received a unanimous vote of the Board of Directors.

WITNESSES:


JUDITH L. ROBERTS


JAMES T. SEWELL


JUDY COKER, Secretary

ACKNOWLEDGMENT

State of Louisiana
Parish of St. Tammany

BEFORE ME the undersigned authority personally came and appeared, Judy Coker, who being duly sworn acknowledges in my presence that she has executed the foregoing Amendment to the Articles of Incorporation of Grande Hills Estates Homeowners Association, Inc., as her free act and deed.

IN WITNESS WHEREOF, the said Appearer has executed this acknowledgment in my presence and in the presence of the undersigned competent witnesses on this 24th day of January, 2006.

Judy Coker
Judy Coker, Secretary

Judith L. Roberts
WITNESS JUDITH L. ROBERTS

James T. Sewell
WITNESS JAMES T. SEWELL

Allanagh D. Sewell #39685
Notary Public
ALLANAGH D. Sewell

ALLANAGH D. SEWELL
Notary Public
St. Tammany Parish, State of Louisiana
My Commission Expires 12/31/2008