

**FIRST AMENDMENT TO THE BYLAWS OF
BENTLEY MANOR HOMEOWNERS ASSOCIATION**

After Recording Return To:

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Houston, Texas 77056

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First Amendment to Bylaws

**FIRST AMENDMENT TO THE BYLAWS OF
BENTLEY MANOR HOMEOWNERS ASSOCIATION**

STATE OF TEXAS §
COUNTY OF BEXAR §

THIS FIRST AMENDMENT TO THE BYLAWS OF BENTLEY MANOR HOMEOWNERS ASSOCIATION (hereinafter the "First Amendment") is made on the date set forth below by the Board of Directors of the Bentley Manor Homeowners Association (the "Association").

WITNESSETH:

WHEREAS, the Bentley Manor Homeowners Association (hereinafter the "Association" or alternatively the "Corporation") adopted the Bylaws of the Association (hereinafter the "Original Bylaws") for the operation of the Association; and

WHEREAS, the Bylaws were recorded at Vol. 9275, Page 1823 in the Official Public Records of Real Property of Bexar County, Texas; and

WHEREAS, the property affected by these Bylaws is the property described in the Declaration of Covenants, Conditions and Restrictions for Shavano Park Subdivision, Unit 17A Planned Unit Development and Provisions for Bentley Manor Homeowners Association ("Declaration"), recorded under Clerk's File No. 2001-0080832 in the Official Public Records of Real Property of Bexar County, Texas, as same has or may be amended from time to time, and any other subdivisions which have been or may be subsequently annexed and made subject to the authority of the Association; and

WHEREAS, the words used in this First Amendment shall have the same meaning as set forth in the Original Bylaws; and

WHEREAS, pursuant to the Texas Business Organizations Code, the Bylaws may be amended from time to time by a vote of the Board of Directors of the Association; and

WHEREAS, the Board of Directors desires to amend the Original Bylaws.

NOW THEREFORE, pursuant to the authority in the Original Bylaws and the Texas Business Organizations Code, the Board of Directors hereby amends the Original Bylaws as follows:

Article II, Section 3 of the Bylaws shall be deleted in its entirety and replaced with the following:

*Except as otherwise provided in these Bylaws or in the
Declaration, the presence in person or proxy of Owners*

representing ten percent (10%) of the total eligible votes in the Association shall constitute a quorum at all meetings of the Association.

The Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment. In the event, however, a sufficient number of Members leave less than a quorum at such meeting, business may continue to be conducted.

Article III, Section 6, shall be deleted in its entirety and replaced with the following:

If the required quorum is not present at the initially called meeting, another meeting may be called immediately after the adjournment of the initial meeting or at a time to be determined by the Board of Directors, following the initial meeting. If the subsequent meeting shall take place within forty-eight (48) hours after the initial meeting, verbal notice conveyed to those present at the initial meeting shall be sufficient notice to satisfy all notice provisions in the Bylaws. If the subsequent meeting shall take place more than forty-eight (48) hours after the initial meeting, then the subsequent meeting shall be subject to the notice requirements in the Bylaws. The quorum requirement at the subsequent meeting shall be satisfied by the owners in attendance in person or by proxy.

Article IV, Section 5, shall be deleted in its entirety and replaced with the following:

At the 2011 annual meeting, two (2) of the Directors' terms will be expiring, and the third Director will have one (1) year remaining in his/her term. With respect to the terms expiring and in order to maintain the staggering of terms, the Members shall elect one (1) Director who will serve a (2) year term and one (1) Director who will serve a three (3) year term. Unless otherwise established by the Board, the candidate receiving the most votes shall serve the three (3) year term, and the candidate receiving the next most number of votes shall serve the two (2) year term.

At annual meetings thereafter, the Members shall elect directors for three-year terms. The term of office of each

Director shall be for three (3) years from the date of their election or appointment, with the understanding that a Director may be reelected for additional three-year terms. Each Director shall continue to hold office until his/her successor is appointed or elected and qualified. In the event the number of Directors shall be increased by amendment to the Bylaws, the additional positions created shall likewise be classified to provide for staggered terms approximating one-third of each class.

If any provision of this First Amendment is found to be in conflict with the Bylaws, as amended, this First Amendment shall control.

Unless the context clearly indicates otherwise, all other definitions and restrictions shall remain as stated in the Bylaws.

This First Amendment shall be effective as of the 27 day of September, 2011.

CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of Bentley Manor Homeowners Association;

That the foregoing constitutes the First Amendment to the Bylaws of Bentley Manor Homeowners Association as duly adopted at a meeting of the Board of Directors where a quorum was present held on the 27 day of September, 2011.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 27 day of September, 2011.

Sandra Woodell Cooley
Secretary

STATE OF TEXAS

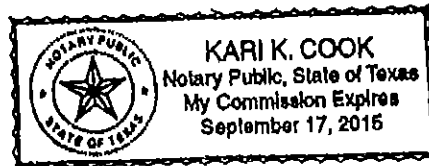
COUNTY OF BEXAR

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BEFORE ME, on this day personally appeared Sandra W Cooley, the Secretary of Bentley Manor Homeowners Association known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that s/he executed the same for the purposes therein expressed and in the capacity therein and herein stated, and as the act and deed of said corporation.

Given under my hand and seal of office, this 27 day of September, 2011.

Kari K Cook
Notary Public – State of Texas



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BEXAR COUNTY
GERARD RICKHOFF COUNTY CLERK

Fees 32.00

STATE OF TEXAS
COUNTY OF BEXAR
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