



# The State of Texas

## SECRETARY OF STATE

### CERTIFICATE OF AMENDMENT OF

HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

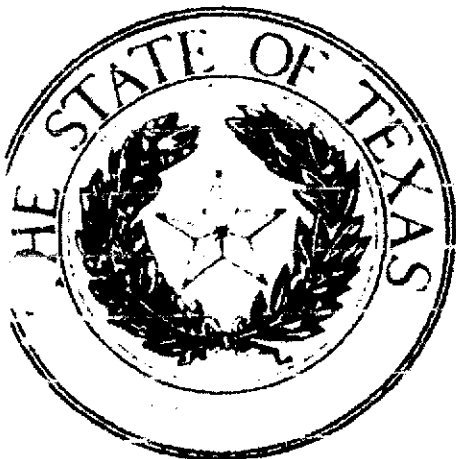
The undersigned, as Secretary of State of the State of Texas, hereby certifies that Articles of Amendment to the Articles of Incorporation of the above corporation duly executed pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this Office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment to the Articles of Incorporation and attaches hereto a copy of the Articles of Amendment.

Dated October 13, 1992

John Ham Jr  
Secretary of State

109



ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

FILED  
In the Office of the  
Secretary of State of Texas

OCT 13 1992

Corporations Section

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which amend the corporation articles to provide for the limitation of liability for directors of the corporation, except under those certain situations set forth in these Articles of Amendment.

ARTICLE ONE

The name of the corporation is HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the corporation on the 26 day of September, 1992.

The Articles of Incorporation are hereby amended by adding thereto a new article eighth to read as follows:

EIGHTH: Pursuant to Article 13.02-7.06, Vernon's Annotated Texas Statutes, a director of the corporation shall not be liable to the corporation or its members for monetary damages for an act or omission in the directors capacity as a director, except that to the extent otherwise provided by Statute of the State of Texas. This Article shall not eliminate or limit the liability of a director for the following actions:

- (1) a breach of a director's duty of loyalty to the corporation or its shareholders or members;
- (2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law;
- (3) a transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office;
- (4) an act or omission for which the liability of a director is expressly provided for by statute.

The Articles of Incorporation are hereby amended by adding thereto a new article ninth:

NINTH: The corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or a person related to the corporation. As provided in the Bylaws of the corporation, the board of directors shall have the power to define the requirements and limitations for the corporation to indemnify directors, officers, or other persons related to the corporation.

ARTICLE THREE

The amendments were adopted in the following manner:

The amendments were adopted a meeting of the members held on the 2 day of June, 1992 at which a quorum was present and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast.

Dated the 28 day of September, 1992.

HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

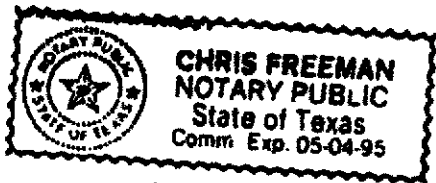
By: Vivine R. Stubbs  
President Chairman

STATE OF TEXAS #

COUNTY OF POLK #

BEFORE ME, the undersigned notary, on this date personally appeared Vivine R. Stubbs  
\_\_\_\_\_ known to me to be the person whose name is subscribed to the foregoing document and, being  
by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 28 day of September, 1992.



Chris Freeman  
Notary Public, State of Texas