

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

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 amended on February 3, 2003) 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 (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."

7. The sole sentence in Subsection (d) of Section 8 of Article VI is amended by substituting the following sentence in its place: "The treasurer will receive and deposit in appropriate bank accounts all funds of the Association, and will disburse such funds as directed by resolution of the board of directors; will sign all checks and promissory notes of the Association; will keep proper books of account; will cause an annual audit of the Association books to be made at the completion of each fiscal year in a manner as shall be directed by the Board of Directors; and will prepare an annual budget and statement of income and expenditures, a copy of which documents will be delivered to each member, and a report on which will be given at the regular annual meeting of members."

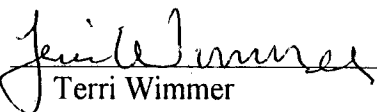
8. The sole sentence in Article XI is amended by substituting the following sentence in its place: "The Association will not have a corporate seal, unless deemed necessary by resolution of the Board of Directors; and which resolution shall specify the format and contents for such seal."

RESOLVED, that the Bylaws of the Ruby Ranch Homeowner's Association (originally approved on October 18, 1995, and amended on February 3, 2003) shall remain in full force and effect as previously amended, and 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, and amended on February 3, 2003).

Effective Date: August 30, 2005

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

By:  Vice- President
Terri Wimmer