



SANDHILL SHORES SUBDIVISION

THIRD AMENDMENT TO RESTRICTIONS, COVENANTS AND CONDITIONS

STATE OF TEXAS

COUNTY OF GALVESTON

WHEREAS, that certain Restrictions, Covenants and Conditions of Sandhill Shores Subdivision (Restrictions) dated September 9, 1999 was recorded in the Office of the County Clerk of Galveston County, Texas under Clerk's File No. 013-91-0966--013-91-0975 on September 10, 1999 at 2:26 p.m. and subjects real property known as Sandhill Shores Subdivision a subdivision in Galveston County Texas (the Subdivision) to the covenants, conditions, restrictions, easement charges and liens set forth in the Restrictions; and

WHEREAS, the undersigned Lot Owners constituting a majority of Lot Owners in the Subdivision have consented in writing to the amendment of the Restrictions as provided for in Paragraph 28;

NOW, THEREFORE, the undersigned Lot Owners hereby declare that the Restrictions, Covenants and Conditions of Sandhill Shores Subdivision are hereby amended as set forth herein by adding the following Paragraph to the Restrictions dated September 9, 1999:

25A. Special Assessments of Property Owners' Association. Whereas, the Developer created the Sandhill Shores Property Owners Association, Inc.(the "Association"), the Board of Directors of the Association is hereby authorized and empowered, at any time and from time to time, to make special assessments of Members of the Association provided each such special assessment shall have first been authorized by majority vote of the votes represented at any annual meeting or special meeting of the Members of the Association called pursuant to notice as required by Article VIII of the By Laws of the Association, and provided each such notice of a special meeting shall specifically state that the matter of the proposed assessment is to be considered and acted upon at the meeting. Special assessments shall be apportioned among the Members in the same manner as the maintenance charge and the Board of Directors shall have the same powers and remedies to collect such special assessments as they have with regard to the maintenance charge, including the remedies provided for in Article XIII of the By Laws of the Association.

IN WITNESS WHEREOF, the undersigned have executed this **THIRD AMENDMENT TO RESTRICTIONS, COVENANTS AND CONDITIONS** this 29th day of May, 2007, on behalf of the Sandhill Shores Property Owners Association, Inc.

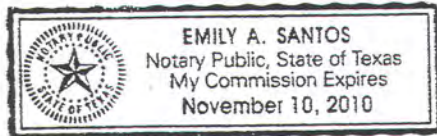
Sandhill Shores Property Owners
Association, Inc.

By: Paul White III
_____, President

STATE OF TEXAS

COUNTY OF Galveston

This instrument was acknowledged before me on this 29th day of May, 2007, by Paul White III, President of the Sandhill Shores Property Owners Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



Emily A. Santos

Notary Public, State of Texas

This **THIRD AMENDMENT TO RESTRICTIONS, COVENANTS AND CONDITIONS** shall be filed in the appropriate records of the Galveston County Clerk upon execution hereof by the requisite number (or more) of Lot Owners.