

WALNUT CREEK COMMUNITY ASSOCIATION, INC.

c/o ACMI

12603 Louetta Road, Suite 101

Cypress, Texas 77429-5136

Phone: 1(866)380-2292

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May 15, 2007

Internal Revenue Service
Ogden, UT 84201

RE: Homeowners Association Legal Name Change

Dear IRS:

Attached is a copy of our legal name change documentation for Walnut Creek Community Association, Inc., previously known as Rosehaven Homeowners Association, Inc.

Please update our organization's name and issue a new EIN certificate reflecting the same, and return to us for our records.

Should you require additional information or further assistance, please do not hesitate to contact me directly. Your prompt attention and assistance in this matter is most appreciated.

Regards,



Signature

Javier Martinez, President

FILED
In the Office of the
Secretary of State of Texas

CERTIFICATE OF AMENDMENT

APR 27 2007

Corporations Section

Pursuant to the provisions of Section 3.053 of the Texas Business Organization Code, the undersigned non-profit corporation adopts the following Certificate of Amendment:

1. The name of the non-profit corporation is Rosehaven Community Association, Inc. Its filing number is 800429558.
2. The following amendments to the original Articles of Incorporation, as amended, were adopted on April 24, 2007. Each Article of the original Articles of Incorporation to be amended is hereby amended and restated to read as follows:

ARTICLE I.
NAME OF CORPORATION

The name of the non-profit corporation is Walnut Creek Community Association, Inc., hereinafter called the Association.

ARTICLE II.
REGISTERED OFFICE

The initial registered office of the Association is c/o Lennar Homes of Texas Land & Construction, Ltd., 550 Greens Parkway, Suite 100, Houston, Texas 77067.

ARTICLE III.
REGISTERED AGENT

John Hammond is hereby appointed the initial registered agent of the Association, whose address is the same as that of the initial registered office.

ARTICLE IV.
DURATION

The period of duration of the Association is perpetual.

ARTICLE V.
PURPOSES AND POWERS OF THE ASSOCIATION

The Association is organized to be operated for the sole purpose of carrying on as a homeowners association, as that term is defined by Section

528(c) of the Internal Revenue Code of 1986. Specifically, the Association is formed to provide for the administration, maintenance and preservation of the Property, including the Lots and Commercial Units (as such terms are defined in that certain Declaration of Covenants, Conditions and Restrictions for Walnut Creek, filed for record in the office of the County Clerk of Fort Bend County, Texas (the Declaration) in accordance with the Declaration; to exercise the duties and prerogatives of the Association set forth in the Declaration; to exercise all of the powers and duties set forth in the Bylaws of the Association and the Declaration; to have and to exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Section of the Business Organization Code of the State of Texas may now or hereafter have or exercise; and, to the extent permitted by law, to do any and all other things necessary to implement or accomplish the purposes set forth in the Bylaws of the Association and the Declaration. Capitalized terms used herein, if not defined herein, shall have the definitions from the Declaration.

ARTICLE VI MEMBERSHIP

Each Owner of a Lot or Commercial Unit encumbered by the Declaration shall upon and by virtue of becoming such Owner, automatically become and shall remain a Member of the Association until ownership of the Lot ceases for any reason, at which time the Membership in the Association shall also automatically cease. Membership in the Association shall be appurtenant to and shall automatically follow the ownership of such Lot and may not be separated from such ownership.

The Association shall have two (2) classes of Members:

A. Class A. Class A Members shall be all Owners, with the exception of Declarant. Each Class A Member shall be entitled to one (1) vote for each Lot, equivalent Lot or Commercial Unit owned by such Member in the Properties; provided, however, when more than one person holds an interest in any Lot, equivalent Lot or Commercial Unit, all such persons shall be Members, and the single vote for such Lot, equivalent Lot or Commercial Unit shall be exercised by them as they among themselves determine, but in no event shall more than one (1) vote be cast with regard to any Lot, equivalent Lot or Commercial Unit owned by a Class A Member. The votes of the Class A Members are referred to herein as the Class "A" votes.

B. Class B. The Class B Member shall be Declarant. The Class B Member shall be allowed three (3) votes for each Lot or Commercial Unit owned by Declarant. All Class B votes and the Class B Membership shall cease to exist

and automatically be converted to Class A votes on the happening of any of the following events, whichever occurs earlier:

1. The date on which the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership; or

2. January 1, 2024; or

3. At such earlier time as the holder of the Class B votes may, in its sole discretion, elect, as evidenced by a document recorded in the Office of the County Clerk of Fort Bend County, Texas.

C. Reinstatement of Class B Votes. Notwithstanding the prior provisions of subsection B above, if additional land is made subject to the jurisdiction of the Association pursuant to a Supplemental Declaration, or if Declarant repurchases any Lots or Commercial Units, such that Declarant again owns any Lots or Commercial Units, then the provisions in said paragraph B of Article VI, regarding Class B votes shall be automatically reinstated *ipso facto*.

ARTICLE VII BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Association is three (3) and the names and addresses of the persons who are to serve as the initial Directors are:

<u>Name</u>	<u>Address</u>
Javier Martinez	c/o Lennar Homes of Texas Land & Construction, Ltd. 550 Greens Parkway, Suite 100 Houston, Texas 77067
William Odle	c/o Lennar Homes of Texas Land & Construction, Ltd. 550 Greens Parkway, Suite 100 Houston, Texas 77067
Dondray Thomas	c/o Lennar Homes of Texas Land & Construction, Ltd. 550 Greens Parkway, Suite 100 Houston, Texas 77067

ARTICLE VIII
INCORPORATOR

No Amendment

ARTICLE IX
NON-PROFIT CORPORATION

No Amendment

ARTICLE X
PROHIBITED ACTS

No Amendment

ARTICLE XI
INDEMNIFICATION

No Amendment

ARTICLE XII
ACTIONS WITHOUT MEETINGS

No Amendment

ARTICLE XIII
DISSOLUTION

No Amendment

ARTICLE XIV
AMENDMENTS

No Amendment

3. The amendment was adopted at a meeting of members held on April 24, 2007, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.

Walnut Creek Community Association, Inc.

By: 

Name: Javier Martinez

Title: Resident