

**FIRST AMENDMENT TO THE DECLARATION OF COVENANTS,
CONDITIONS, AND RESTRICTIONS FOR WYNDEHAVEN LAKE ESTATES**

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

This FIRST AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR WYNDEHAVEN LAKE ESTATES ("First Amendment") is made by ROESNER LAND, L.P., a limited partnership organized under the laws of the State of Texas, (hereinafter referred to as "Declarant");

WITNESSETH:

WHEREAS, Declarant filed that certain Declaration of Covenants, Conditions, and Restrictions for Wyndehaven Lake Estates ("Declaration"), which is recorded under Clerk's File No. 2011004185; recorded in the Official Public Records of Real Property of Fort Bend County, Texas; and

WHEREAS, reference is hereby made to the Declaration for all purposes, and any and all capitalized terms used herein shall have the meanings set forth in the Declaration, unless otherwise specified in this First Amendment; and

WHEREAS, pursuant to Article XV of the Declaration, for so long as Class "B" membership exists, approval of two-thirds (2/3) of the combined total votes of Class A and Class B Membership shall be required to amend or modify the Declaration; and

WHEREAS, Class "B" membership exists; and

WHEREAS, the Declarant desires to amend the Declaration.

NOW THEREFORE, the Declarant who represents more than two-thirds (2/3) of the combined total votes of Class A and Class B Membership, hereby amends the Declaration as follows:

That portion of Article IX, C, which currently reads as follows:

All Lots adjacent to lakes shall have a minimum rear setback of twenty-five (25'); all Lots adjacent to a greenbelt or Common Area shall have a minimum rear setback of twenty feet (20'); all other Lots shall have a minimum rear setback as established in the Guidelines or the applicable plat.

shall be deleted in its entirety and replaced with the following:

All Lots shall have a minimum rear setback (i) as established in the Guidelines, or (ii) as set out on the applicable plat, or (iii) as established by the ARC; provided however, in no case may the rear setback be less than fourteen feet (14') from the rear Lot line.

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

This First Amendment may only be amended by an amendment to the Declaration as provided in Article XV of the Declaration.

IN WITNESS WHEREOF, this First Amendment to the Declaration of Covenants, Conditions and Restrictions for Wyndehaven Lake Estates is executed as of the 22nd day of March, 2011.

DECLARANT:

ROESNER LAND, L.P., a Texas limited partnership

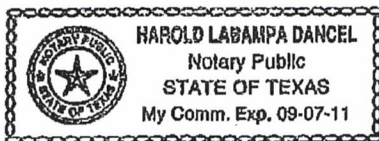
By: its general partner, Roesner Land GP, LLC., a Texas limited liability company

By: Randall L. Jones
Randall L. Jones, Managing Member

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Randall L. Jones, the Managing Member of Roesner Land GP, LLC., the general partner of Roesner Land, L.P., known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein expressed.

Given under my hand and seal of office, this 22nd day of March, 2011.



Randall L. Jones
Notary Public – State of Texas

After Recording, Return To:
Stephanie Quade
Roberts Markel
2800 Post Oak Blvd., 57th Floor
Houston, TX 77056