

MAR 01 1991

CERTIFICATE OF SECOND AMENDMENT
OF THE BYLAWS OF
CHAMPION FOREST FUND, INC.

529-95-3197

The undersigned, being the duly elected, qualified and acting Secretary of CHAMPION FOREST FUND, INC., a Texas non-profit corporation (the "Fund"), and the keeper of the minutes and records of the Fund, does hereby certify the following amendment of the Bylaws of the Fund was approved by a majority of the Members of the Fund present at the Annual Meeting of the Members held on the 1st day of February, 1991, at which a quorum was present, and which was duly called to, among other things, to vote on an amendment to the Bylaws.

Article IV, Section 2 of the Bylaws of the Fund, is hereby amended to read as follows:

Section 2: Term of Office. At the 1991 annual meeting of the members three (3) Directors shall be elected to serve a term of one (1) year and two (2) Directors shall be elected to serve a term of two (2) years and at each annual meeting thereafter the members shall elect that number of Directors whose terms are expiring for terms of two (2) years.

All other provisions of the Bylaws of the Fund shall remain in full force and effect.

TO CERTIFY WHICH WITNESS my hand on this 18th day of March, 1991.

CHAMPION FOREST FUND, INC.
By: Kathie M. Gilbreath Secretary

STATE OF TEXAS X
 X
COUNTY OF HARRIS X

Before me, the undersigned authority, on this day personally appeared Kathie M. Gilbreath Secretary of CHAMPION FOREST FUND, INC., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration, and in the capacity therein expressed.

GIVEN UNDER MY HAND AND SEAL, of office on this 18th day of March, 1991.



Karen N. Lightfoot
Notary Public - State of Texas
Karen N. Lightfoot
Typed/Printed Name of Notary
My Commission Expires: January 15, 1994