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STATE OF TEXAS

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF MONTGOMERY

WHEREAS DIAMOND PROPERTIES, INC., a Texas corporation, pursuant to that certain Declarations of Covenants, Conditions and Restrictions of Lakeside Place (the "Declaration"), as more fully set forth under Clerk's File No. 9612907 in the Real Property Records of Montgomery County, Texas, is designated therein as the Developer.

WHEREAS, the Declaration provides that upon the Transfer Control Date, as therein defined, the Developer shall transfer, by written instrument, to the Lakeside Place on Lake Conroe Property Owners Association, (the "Association"), all authority and power previously given the Developer by virtue of Article IV of said Declaration, and that said instrument is to be placed of record in the Real Property Records of Montgomery County, Texas.

WHEREAS, the Transfer Control Date is February 8, 1999.

NOW THEREFORE, Developer hereby transfers to the Association all authority and power previously given the Developer by virtue of Article IV of said Declaration.

Executed this 5TH day of February, 1999.

Diamond Properties, Inc.

By: [Signature]
Joseph Ranieri, President

ACKNOWLEDGMENT

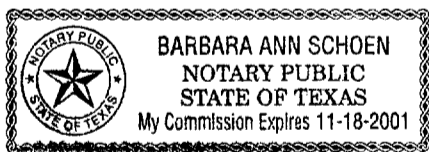
STATE OF TEXAS

COUNTY OF MONTGOMERY

BEFORE ME, the undersigned authority, on this 5th day of February, 1999, personally appeared JOSEPH RANIERI, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as the act of Diamond Properties, Inc., a Texas corporation, of which he is president, for the purposes and consideration expressed and in the capacity stated therein, and that he was authorized to do so.

[Signature]
Notary Public in and for
The State of Texas

My Commission Expires:



Return To:

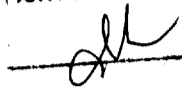
2101 Langmier Rd
Conroe, TX 77034

492-00-1595

FILED FOR RECORD

99 FEB -5 PM 2:10


MARK TURNBULL, CO. CLERK
MONTGOMERY COUNTY, TEXAS

 DEPUTY

STATE OF TEXAS
COUNTY OF MONTGOMERY
I hereby certify that this instrument was filed in
File Number Sequence on the date and at the time
stamped herein by me and was duly RECORDED in
the official Public Records of Real Property of
Montgomery County, Texas.

FEB 5 1999




COUNTY CLERK
MONTGOMERY COUNTY, TEXAS