

**ARTICLES OF AMENDMENT
OF
RCH WATER SUPPLY CORPORATION**

FILED
In the Office of the
Secretary of State of Texas

AUG 31 2009

Corporations Section

I, the undersigned officer for RCH WATER SUPPLY CORPORATION, do hereby certify that the following changes to RCH Water Supply Corporation's Articles of Incorporation were adopted by the Corporation's members. I submit the following Articles of Amendment on behalf of the RCH Water Supply Corporation. Articles III, VII, and XI of the Articles of Incorporation for the RCH Water Supply Corporation shall read as follows:

ARTICLE III

The period of its duration is perpetual.

ARTICLE VII

The Corporation's members shall be a record owner of a fee simple title to property in an area served by the Corporation or a person or entity who is granted membership in the Corporation and who either currently receives or will be eligible to receive water service from the Corporation. All customers of the Corporation must be members of the Corporation unless exempt or prohibited by law.

All officers and directors of the Corporation must be members of the Corporation.

A person or entity is entitled to only one vote regardless of the number of members a person or entity owns.

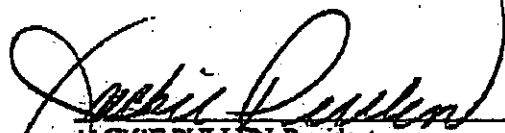
ARTICLE XI

The Corporation is and shall continue to be a Corporation without capital stock, and membership in the Corporation shall be deemed a personal estate and shall be transferable only on the books of the Corporation only in the manner as the bylaws may prescribe. Notwithstanding the personalty characterization of memberships, memberships may be conditioned upon or tied to ownership in real property in the area served. Membership in the Corporation may be sold as determined by the Board of Directors. A fee is not required to sell memberships in the corporation.

The above amendments were adopted by a vote at a special meeting of the members held on August 26, 2009, in which a quorum was present and the amendments approved by at least a 2/3 affirmative vote of the members.

Any repeal or modification of this Article of Amendment shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification.

DATED the 26th day of Aug, 2009


JACKIE PULLEN, President