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NOTICE OF DEDICATORY INSTRUMENTS
for
HIDE-A-WAY ON THE GULF PROPERTY OWNERS ASSOCIATION,
INCORPORATED

THE STATE OF TEXAS §
 §
COUNTY OF BRAZORIA §

The undersigned, being the President of the *Hide-A-Way on the Gulf Property Owners Association, Incorporated* (Association), a property owners' association as defined in Section 202.001 of the Texas Property Code hereby certifies as follows:

- 1. Property: The Property to which the Notice applies is described as follows:

All of Hide-A-Way on the Gulf, Unit No. 1, a subdivision in Brazoria County, Texas according to the maps or plats thereof recorded beginning at Volume 13, Page 19, and Volume 13, Page 39, of the Plat Records of Brazoria County, Texas.

- 2. Restrictive Covenants. The description of the documents imposing restrictive covenants on the Property, the amendments to such documents, and the recording information for such documents are as follows:

- a. Documents:

- (1) Third Amended Restrictions, Covenants and Conditions of Hide-A-Way on the Gulf, Unit Number 1, Formerly Known as Commodore Cove, Section II.

- b. Recording Information:

- (1) Brazoria County Clerk's File Number 96-005876.

- 3. Dedicatory Instruments: In addition to the Restrictive Covenants identified in Paragraph Two (2) above, the following documents are Dedicatory Instruments governing the Association:

- a. Documents:

- (1) Release of Easement.

- b. Recording Information:

- (1) Brazoria County Clerk's File Number 94-007545.

- 4. Other Dedicatory Instruments: In addition to the Restrictive Covenants identified in Paragraph Two (2) above and the Dedicatory Instrument identified in Paragraph

Three (3) above, the following documents are additional Dedicatory Instruments governing the Association:

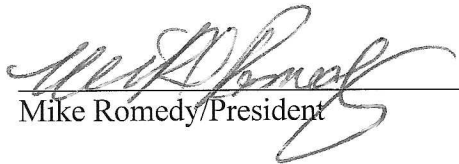
- a. Articles of Incorporation Hide-A-Way on the Gulf Property Owners Association, Incorporated.
- b. Amendment to the Bylaws of Hide A-Way on the Gulf Property Owners Association, Incorporated.

True and correct copies of such Dedicatory Instruments are attached to this Notice.

This Notice is being recorded in the Real Property Records of Brazoria County, Texas for the purpose of complying with Section 202.006 of the Texas Property Code. I hereby certify that the information set forth in this Notice is true and correct and that the copies of the Dedicatory Instruments attached to this Notice are true and correct copies of the originals.

Executed on this 4th day of November, 2002.

HIDE-A-WAY ON THE GULF PROPERTY OWNERS ASSOCIATION, INCORPORATED


Mike Rometry/President



THE STATE OF TEXAS §
 §
COUNTY OF Brazoria §

BEFORE ME, the undersigned notary public, on this day personally appeared Mike Rometry, President of the *Hide-A-Way on the Gulf Property Owners Association, Incorporated*, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purpose and in the capacity therein expressed. SUBSCRIBED AND SWORN TO BEFORE ME on this the 4th day of November, 2002, to certify which witness my hand and official seal.


Notary Public in and for the State of Texas

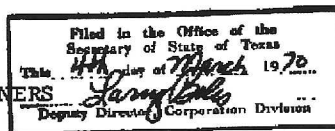
Return to: ✓

Butler & Hailey, P.C.
1616 S. Voss, Suite 500
Houston, Texas 77057
78604/3152-001-001

ARTICLES OF INCORPORATION

OF

HIDE-A-WAY ON THE GULF PROPERTY OWNERS
ASSOCIATION, INCORPORATED



We, the undersigned natural persons of the age of twenty-one (21) years or more, all of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act do hereby adopt the following Articles of Incorporation, for such corporation.

ARTICLE ONE

The name of the corporation is the Hide-A-Way On The Gulf Property Owners Association, Incorporated.

ARTICLE TWO

A. The corporation is a Non-Profit corporation.

B. The corporation shall be organized and operated exclusively for non-profit purposes. No part of its net earnings shall inure to the benefit of any officer, director, member or private individual, nor shall it ever declare or make to any of such persons any dividend or other distribution.

C. Nothing herein shall prevent payment of reasonable compensation for services rendered or the reimbursement of reasonable expenses incurred in connection with the affairs of the corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purposes for which the corporation is organized are:

a. To promote the civic interests of those persons who own or occupy residential lots in Hide-A-Way On The Gulf, a subdivision in Brazoria County, Texas.

b. To promote the safety and health of those persons owning or occupying residential lots in Hide-A-Way On The Gulf, a subdivision of Brazoria County, Texas.

c. To promote the cleanliness, beautification and protection of the property located within Hide-A-Way On The Gulf, a subdivision of Brazoria County, Texas.

d. To act as custodian of the Hide-A-Way On The Gulf Maintenance Fund and to own and maintain all facilities and including specifically but not way of limitation, streets, canals, channels and other areas for the purpose of establishing community recreation areas and equipping these areas with recreational equipment for the use and benefit of the members of this Association and to maintain.

e. To engage in all lawful civic activities duly authorized by the Texas Non-Profit Corporation Act, and all lawful civic activities not specifically prohibited by any act, statute or law of the State of Texas.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 1503 Blue Water Drive, Freeport, Texas, and the name of the initial registered agent is W. D. Weller, who resides at 1503 Blue Water Drive, Freeport, Texas.

ARTICLE SIX

The corporation shall have no stock or shares. The corporation shall have one or more classes or members and a designation of such class or classes, the manner of election or appointment, and the qualification and rights of the members of each class shall be as fixed from time to time by the by-laws of the corporation. The affairs of the corporation shall be managed by a Board of Directors, who shall be elected or appointed in the manner and for the terms as shall be provided from time to time by the by-laws of the corporation.

ARTICLE SEVEN

A. No substantial part of the activities of the corporation shall be the carrying on or propaganda otherwise attempting to influence legislation.

B. The corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE EIGHT

In the event of dissolution, liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all liabilities, shall be distributed to such organization or organizations as shall in the opinion of the then Board of Directors of the corporation, be best able to carry forward the purposes of the corporation.

ARTICLE NINE

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

NAME	ADDRESS
W. D. Weller	1503 Blue Water Drive Freeport, Texas 77541
Alvin E. Dugat	512 Magnolia Lane Richwood Village Clute, Texas 77531
A. C. Whitney, II	127 Admiral Lane Freeport, Texas 77541

ARTICLE TEN

The name and street address of each incorporator is:

NAME	ADDRESS
W. D. Weller	1503 Blue Water Drive Freeport, Texas 77541
Alvin E. Dugat	512 Magnolia Lane Richwood Village Clute, Texas 77531
A. C. Whitney, II	127 Admiral Lane Freeport, Texas 77541

In Witness Whereof, we have hereunto set our names this 16 day of January, 1970.

W. D. Weller
W. D. Weller

Alvin E. Dugat
Alvin E. Dugat

A. C. Whitney, II
A. C. Whitney, II

THE STATE OF TEXAS X

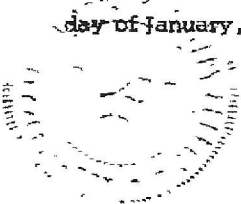
COUNTY OF BRAZORIA X

I, Dana Gay Weller, a Notary Public, do hereby certify that on this the 16th day of January, 1970, personally appeared W. D.

Weller, Alvin E. Dugat and A. C. Whitney, II, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements contained therein are true.

In Witness Whereof, I have hereunto set my hand and seal the 16th

day of January, 1970.



Dora Gay Weller
Notary Public in and for Brazoria
County, Texas.

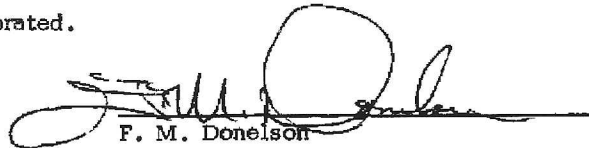
DORA GAY WELLES
Notary Public in and for Brazoria County, Texas
My Commission Expires June 1, 1971

THE STATE OF TEXAS X

COUNTY OF BRAZORIA X

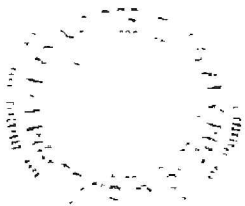
BEFORE ME, the undersigned authority on this day personally appeared
F. M. Donelson, who after being duly sworn, upon his oath deposes and says:

Affiant is the President of Hide-A-Way On The Gulf, Inc., a Texas
corporation and as such, hereby agrees and consents that the Secretary of
the State of Texas may issue a charter to Hide-A-Way On The Gulf Property
Owners Association, Incorporated.


F. M. Donelson

SUBSCRIBED AND SWORN to before me the undersigned authority by the
said F. M. Donelson this 28th day of February, 1970, to certify which witness
my hand and seal of office.

Clare Anne Harris
Notary Public in and for ~~Brazoria~~ Harris
County, Texas



AMENDMENT TO THE BYLAWS OF
HIDE A-WAY ON THE GULF PROPERTY OWNERS ASSOCIATION, INCORPORATED

ARTICLE I - NAME

The name of this corporation shall be HIDE-A-WAY ON THE GULF PROPERTY OWNERS ASSOCIATION, INCORPORATED, and it is hereinafter called "the Association".

ARTICLE II - PURPOSE

- A. To promote the civic interests of those persons who own or occupy residential lots in Hide-A-Way on the Gulf, a subdivision of Brazoria county, Texas.
- B. To promote the safety and health of those persons owning or occupying residential lots in Hide-A-Way on the Gulf, a subdivision of Brazoria County, Texas.
- C. To promote the cleanliness, beautification and protection of the property located within Hide-A-Way on the Gulf, a subdivision of Brazoria County, Texas.
- D. To collect assessments and act as custodian of the Association's funds.
- E. To own real property within or adjacent to Hide-A-Way on the Gulf, a subdivision of Brazoria County, Texas, for the purpose of establishing community recreational areas and equipping those areas with recreational equipment for the use and benefit of the members of this Association.
- F. To engage in all lawful civic activities duly authorized by the Texas Nonprofit Corporation Act and all lawful civic activities not specifically prohibited by any act, statute or law of the State of Texas.
- G. To enforce the provisions of the Amended Restrictions, Covenants and Conditions of Hide-A-Way on the Gulf ' Unit Number I, Formerly Known as Commodore Cove, Section 11, as filed of record in the Deed Records of Brazoria County at Volume 1638, Page 225, as amended and restated from time to time.

ARTICLE III - MEMBERSHIP

Section 1. Membership. Any person, company, partnership, corporation or other entity which now or hereafter owns a lot or property in Hide-A-Way on the Gulf, a subdivision for residential purposes in Brazoria County, Texas, per plat thereof recorded in Volume 13, pages 19-20, Plat Records of Brazoria County, Texas, by ownership is a member of the Association, and such membership may not be suspended, renounced, nor separated from membership. Each lot owner shall be a member of the Association by virtue of his ownership. Such membership shall be appurtenant to ownership in the lot and shall immediately cease upon the transference of title. Each new owner of a lot shall automatically become a member of the Association. No owner may avoid his liabilities as a member by waiving use of any of the facilities or attempting to resign Membership. Each owner's membership rights shall be subject to suspension by the Association in accordance with the bylaws, however, such suspension shall not alleviate any duties of such member as set out herein or in the bylaws. Each member shall have such rights and privileges, in connection with the Association, as may from time to time be specified in its Articles of Incorporation and it's by laws.

Section 2. Prerogatives: All members, except as otherwise herein provided, shall enjoy the same rights and privileges. Each member shall be eligible for election to the Board of Directors or to any officer ship and for appointment to standing or special committees. However, any member who has been ' sued by the Association for violation of the restrictions, bylaws or rules and regulations, or who is more than ninety (90) days delinquent in the nonpayment of any amounts owed to the Association shall be ineligible to run for or hold the office of a member of the Board of Directors or any other officer ship in the Association until such time as the suit has been concluded or until such time as full and complete payment has been made.

Section 3. Classes.

- a. Household Membership A householder shall be considered a member, and a husband and wife shall be considered as only one member. A member shall be entitled to one vote for each lot owned.
- 6 Business Membership. A company, partnership or corporation owning property in Hide-A-Way on the Gulf shall be considered a member, provided, however, that some officer of the company, partnership or corporation shall be designated as the official member, and that person shall be responsible for all matters pertaining to membership, and each membership shall be entitled to one vote for each lot owned.

All members shall be responsible for their guests.

Section 4. Suspension of Privileges. All financial obligations of a member of the Association shall be paid within thirty (30) days from the date of notice thereof to the member. If not paid within ninety (90) days from the date of such notice, the member's right to vote and to hold office or committee appointment shall be automatically suspended. These rights shall be automatically reinstated if the member pays his delinquent financial obligations, however no office or directorship shall be reinstated to the member if the office or directorship has been full filled during the term of its vacancy. Suspension of privileges shall not result in suspension of any duties set out in the restrictions, bylaws, or the rules and regulations.

ARTICLE IV - ASSESSMENTS

Section 1. Assessments. The Association shall establish a regular assessment to be paid by each member. Such assessment may be made upon a monthly, quarterly, semiannual, or annual basis as set by the Board of Directors and shall be payable within thirty (30) days from date of notice. After thirty (30) days from the date of such notice, such assessment, if it has not been received by the Association, shall be past due. The amount of the assessment set by the Association shall be determined by a vote of a majority of the Board of Directors. The total assessment shall be the reasonably anticipated operation and -maintenance cost for the coming year.

ARTICLE V - MEETINGS OF MEMBERS

Section 1. Place and Time of Meetings. All meetings of members shall be held at such time and place in Brazoria county, Texas, as shall be stated in the notice of the meeting.

Section 2. Annual Meeting. The annual meeting shall be held within the first ninety (90) days of the calendar year, at a time and place as the Board of Directors directs by written notice. The purpose of the annual meeting shall be the election of such directors as are necessary to fill directorships expiring at the time of said meeting; presentation of an annual report by the President and of a financial statement by the Treasurer; and such other business as may come before the meeting.

Section 3. Special Meetings. Special meetings of the members may be called by the President, the Board of Directors, or by two-thirds (2/3) of all the members. Business transacted at any special meeting shall be confined to the purpose stated in the notice of the meeting.

Section 4. Notice. Written or printed notice stating the place, day and hour of the meeting, and in case of special meetings, the purpose or purposes for which the meeting is called, shall- be given not less than ten (10) days before the meeting, either personally or by mail, by or at the direction of the President, the Secretary, or the officer or person calling the meeting, to each member entitled to vote at such meeting.

Section 5. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, or a combination of both, one-tenth (1/10th) of the votes of the total membership shall. constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Amended Restrictions, Covenants and Conditions, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the

members entitled to vote thereat shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 6. Voting. Each member having the right to vote shall be entitled to one (1) vote for each lot in Hide-A-Way on the Gulf owned by such member. A husband and wife shall be entitled to only one (1) vote for each lot owned, and each business membership shall be entitled to only one (1) vote for each lot owned. Except as otherwise provided by law or by these Bylaws, a majority of the votes cast by the members at a meeting duly called at which a quorum, is present shall be sufficient to take or authorize action upon any matter which may properly be before the meeting. Voting shall be conducted either in person or by proxy. Any member may act as proxy for any one or more of the other members. A proxy may not be exercised by a person who is not a member of the Association or by a member whose voting right is suspended at the time of the vote. All powers of proxy shall be in writing, dated and signed, except that a spouse shall be deemed to be the proxy of his or her spouse. A proxy may be either general or limited to a specific proposition. No proxy shall be valid for more than one hundred eighty, (180), days from the date of its execution.

Section 7. Membership List. The Secretary shall keep a complete list of all members entitled to vote, arranged in alphabetical order, which shall be produced and kept open at the time and place of the meeting, which list shall also indicate the number, of votes which each such member is entitled to cast.

ARTICLE VI - BOARD OF DIRECTORS

Section 1. Management. The affairs of the Association shall be managed by and under the control of the Board of Directors, who may exercise all such powers of the corporation and do all such lawful acts as are not, by statute or by the Articles of Incorporation or by these Bylaws, directed or required to be exercised or done by the members.

Section 2. Number, Qualifications, Election and Term. The Board of Directors shall consist of 7 directors. All directors shall be members of the Association and must at all times be entitled to hold the offices of director and officer and to vote. At the annual meeting of the membership in 1994, three directors shall be elected, each of whom shall serve for a two (2) year term. In each succeeding odd year thereafter, the membership shall elect four directors who shall serve for terms of two (2) years, and in each succeeding even year thereafter, the membership shall elect three (3) directors who shall serve for terms of two (2) years.

Section 3. Vacancy. In the event an elected director dies, resigns, ceases to be a member or becomes physically unable to carry on his duties or is removed for cause, the Board of Directors shall, by an affirmative vote by the majority of the remaining directors, elect a successor to serve for the unexpired term of his predecessor in office.

Section 4. Removal. The Board of Directors may remove a director for cause or whenever the Board shall determine that the incumbent is physically incapable of performing the duties of such office. Absence from three consecutive meetings of the Board of Directors, provided such meetings are called and held in accordance with these Bylaws and all applicable statutes of the State of Texas, shall be cause for removal but shall not constitute the exclusive cause for removal. Unanimous vote of the other members of the Board of Directors shall be required for such action. The director affected shall be given, by certified mail, a written notice of any such proposed action of the Board, together with a detailed statement of the reason therefore, at least ten (10) days before removal action by the Board. The director may appear in person or present a statement in opposition to the proposed action.

Section 5. Meeting. Meetings of the Board of Directors, regular or special, may be held either within or without Brazoria County, Texas. Regular meetings of the Board of Directors may be held without notice at such time and place as shall be from time to time designated by the Board. Special meetings of the Board of Directors may be called by the President and shall be called by the Secretary on the written request of a majority of the directors. Written notice of a special meeting of the Board of Directors shall be given to each director at least three (3) days before the day of the meeting. The purpose of any special meeting of the Board of Directors must be

specified in the notice of such meeting.

Section 6. Quorum. At least three (3) directors must be present to constitute a quorum. The act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board of Directors, except as otherwise specifically provided by statute or by the Articles of Incorporation or by these Bylaws.

Section 7. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, is signed by all of the directors. Such consent shall have the same force and effect as a unanimous vote and may be stated as such in any document.

ARTICLE VII - OFFICERS

Section 1. Number and Qualification. The officers of the corporation shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer. Each of these officers shall be elected by the Board of Directors at the first meeting after the annual meeting of the members. Such other officers and assistant officers and agents as may be deemed necessary may be Elected or appointed by the Board of Directors at any time. Any two or more of f ices may be held by the same person, except the President and the Secretary shall not be the same person. Each officer or agent must be a member of the Association whose voting rights have not been suspended.

Section 2. Term. The officers of the corporation shall hold office until their successors are chosen and qualify. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in their judgment the best interest of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment shall not of itself create contract rights.

Section 3. President. The President shall be the chief Executive officer of the Association and shall preside at all meetings of the members of the Association and of the Board of Directors. He shall have general responsibility for the activities of the Association and the powers and duties usually associated with the office of president, and shall have such other powers and perform such other duties as may be prescribed by the Bylaws or by the Board of Directors. He shall serve on all committees and exercise general supervision over their work in order to assure the most effective operation of the Association. He shall have the Authority to appoint and discharge agents and employees, to make and enter into contracts, to make purchases or sales, to sign, execute and deliver all contracts, conveyances, deeds, deeds of trust, leases, assignments, mortgages, security agreements, pledges and releases, and all other written instruments of any character appropriate to any other powers or duties of the President, in the name of and binding upon the Association, all subject to the approval of a majority of the Board of Directors.

Section 4. Vice President. The Vice Presidents in the order of their seniority, unless otherwise determined by the Board of Directors, shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. They shall perform such other duties and have such other powers as the Board of Directors shall prescribe or as the President may delegate.

Section 5. Secretary. The Secretary shall attend all meetings of the Board of Directors and all meetings of the members and record all of the proceedings of such meetings in a book to be kept for that purpose. He shall give or cause to be given notice of all meetings of the members and special meetings of the Board of Directors and shall perform such other duties as may be prescribed by the Board of Directors or the President, under whose supervision he shall be. He shall keep in safe custody the seal of the corporation and affix the same to any instrument requiring it, and, when so affixed ' it shall be attested ' it shall be attested by his signature or by the signature of an Assistant Secretary.

Section 6. Treasurer. The Treasurer shall have custody of corporate funds and securities and shall keep full

and accurate accounts of receipts and disbursements and books belonging to the corporation and shall deposit all monies and all other valuable effects in the name and to the credit of the corporation in such Depositories as may be designated by the Directors; shall disburse the funds of the corporation as may be ordered by the Directors, taking proper vouchers for such disbursements, and shall render to the President and the Board of Directors at its regular meetings, or when the Board of Directors so requires, an account of all the transactions of the Treasurer and of the financial condition of the corporation. The books shall be audited by an outside auditor, to be selected by the Board of Directors each time a new Treasurer is elected.

Section 7. Vacancies. If an officer shall die or resign, become physically unable to carry on his duties, cease to be a member, or be removed for cause, the Board shall fill the vacancy.

Section 8. Removal. The Board of Directors may by a vote of three-fourths (3/4) vacate any office for cause, or whenever the Board shall determine an incumbent is physically incapable of performing the duties of such office. The officer affected shall be given, by certified mail, written notice stating such proposed action, of the Board, together with a detailed statement of the reasons therefore, at least ten (10) days before removal action by the Board. The officer may appear in person or present a statement in Opposition to the proposed action. A vacancy in any office maybe filled for the unexpired term by designation of the Board.

ARTICLE VIII - COMMITTEES

The Board of Directors shall appoint such committees as from time to time the Board of Directors shall think proper. Members of such committees shall be chosen from the Board of Directors and/or from the general membership.

The Board of Directors shall define the duties of such committees. All actions by the committees shall be subject to approval of the Board of Directors.

ARTICLE IX - MISCELLANEOUS

Section 1. Notice and Transfer Fee. Whenever, under the provisions of these Bylaws, notice is required to be given to any member or director or officer, such notice may be given personally or may be given in writing by depositing the same in the United States mail addressed to the person to receive same at his address as it appears on the books of the Association, with ordinary postage thereon paid. Each new owner is required to notify the Secretary of the Association of the mailing address to which he wants notices to be sent. Each new member shall be required to pay a transfer fee to the Association in an amount as set by the Board of Directors and to disclose to the Association his tax identification number (social security number) which is required by the Association for filing federal forms. Any such person may waive any notice required to be given, and presence at any meeting shall constitute a waiver of notice of such meeting, except where attendance is for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Section 2. Checks and Notes. All checks or demands for money end notes of the corporation shall be signed by such officer or officers or such other person or persons as the Board of Directors may from time to time designate.

Section 3. Fiscal Year. The fiscal year of the corporation shall be fixed by the resolution of the Board of Directors.

Section 4. Seal. The corporation seal (of which there maybe one or more exemplars) shall be in such form as shall be fixed by resolution of the Board of Directors. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any other manner reproduced.

Section 5. Rules of Order. Except where inconsistent with these 13ylaws or the laws of the State of Texas, Roberts Rules of Order (latest revision) shall govern the conduct of the meetings of the members of the Association and the meetings of the Board of Directors.

ARTICLE X - INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall indemnify any person who was, is, or is threatened to be made a named defendant or respondent in a proceeding because the person is or was a director or officer of the Association to the full extent and under the circumstances as allowed in Texas Revised Civil Statute Art. 1396-2.22 A. The Association may purchase and maintain insurance for its officers, directors and employees to protect them from liability for their actions in accordance with that statute or other statutes pertaining to them, including, but not limited to, the Texas Charitable Immunities Act.

ARTICLE XI - AMENDMENTS

These Bylaws may be amended at any regularly scheduled meeting, or at any special meeting, provided notice of intent to amend is stated in the notice of the meeting, by the affirmative vote of three-fourths (3/4) of the members of the Board of Directors, who shall thereupon submit the proposed amendment to the membership for vote thereon at the annual meeting or at a special meeting. Such amendment or amendments shall become effective upon the affirmative vote of two-thirds (2/3) of the members present and voting in person or by proxy, at any duly constituted meeting of the memberships provided, however, that no provision of the Bylaws may be amended, repealed or adopted when the effect of such action is inconsistent with the status of the Association as a nonprofit corporation under the laws of the State of Texas. Any proposed amendment shall be submitted in writing to each member of the Association not less than ten (10) days before the date of the meeting at which such proposed amendment is to be voted on.

FILED FOR RECORD

02 NOV 21 PM 3: 11

Joyce Hudman
COUNTY CLERK
BRAZORIA COUNTY TEXAS



STATE OF TEXAS
COUNTY OF BRAZORIA

I, JOYCE HUDMAN, Clerk of the County Court in and for Brazoria County, Texas do hereby certify that this instrument was FILED FOR RECORD and RECORDED in the OFFICIAL RECORD at the time and date as stamped hereon by me.

Joyce Hudman
County Clerk of Brazoria Co., TX