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Diann Bruce/dcl

002-70-2180

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AMENDED BY-LAWS OF

OLD BRIDGE LAKE COMMUNITY SERVICE CORPORATION

WHEREAS, the undersigned, being legal representatives of OLD BRIDGE LAKE COMMUNITY SERVICE CORPORATION, and desiring to amend the By-Laws by deleting the By-Laws filed for record under County Clerk's File No. J080831, Harris County, Texas, reference to which is here made for all purposes and particulars, and do hereby establish, adopt and promulgate the hereinafter set out Amended By-Laws which shall be applicable to said OLD BRIDGE LAKE COMMUNITY SERVICE CORPORATION. Said By-Laws being duly amended by a majority vote of members in the legally prescribed manner.

ARTICLE I
NAME AND PURPOSE

1.1 Name

The name of the corporation is OLD BRIDGE LAKE COMMUNITY SERVICE CORPORATION, hereinafter referred to as the "Corporation".

1.2 Location

The principal office of the Corporation shall be located at 182 Old Bridge Lake, Houston, Texas 70069.

1.3 Purpose

This Corporation is organized for charitable and educational purposes. The purpose of the organization shall be to promote the civic, cultural and general welfare of the residents and property owners of the OLD BRIDGE LAKE Subdivision, meaning and referring to that certain real property described in the Restrictions of OLD BRIDGE LAKE, Section One (1). More specifically, the Corporation is created solely as an organization described in section 501(c) (3) and exempt from taxation under section 501(a) of the Internal Revenue Code of 1954 or corresponding provisions hereinafter in effect. The Corporation shall be operated exclusively for such purposes; no part of its net earnings shall inure to the benefit of any private member, director or individual; no substantial part of its funds shall be spent to carry on propaganda to directly influence legislation, or to directly intervene in a political campaign on behalf of or in opposition to any candidate for public office.

1.4 Common Area

Common Area shall mean all real property owned by the Corporation for the common use and enjoyment of the owners as set out in instruments filed for record with the County Clerk of Harris County, Texas under numbers E327291 and F407934, Film Code numbers 114-03-0956 and 182-16-1605.

ARTICLE II
MEMBERSHIP

Membership in the Corporation shall be restricted to the record owners of lots in the aforesaid subdivision. Those entitled to membership shall include the present owners and their successors and assigns. Said members shall pay such dues and assessments and have such rights as are provided in the By-Laws of this organization. A member who disposes of this property automatically ceases to be a member.

2.1 Voting rights

All Members shall have voting rights on the election of directors and all issues brought to the Annual or Special Members Meeting for a referendum vote. Each member will have one vote and one vote only per lot assessed by the Corporation. Cumulative voting is not permitted.

2.2 Dues and Fees

As more fully provided in the Restrictions, each member is obligated to

RETURN TO:
DIANN M. BRUCE
2200 West Loop South
Houston, Texas 77002

pay to the Corporation annual and special assessments (Community Service Charges) which are secured by a continuing lien upon the property against which the assessment is made. The Community Service Charge shall be set and the Members notified thereof as set forth in the Restrictions. Any Community Service Charge not paid within thirty (30) days after the due date shall bear interest from the due date at the rate of ten (10) percent per annum and a late charge of ten (10) per cent shall be applied. Said past due Community Service Charge and the late charge shall bear interest from the date of delinquency, and the Corporation may bring an action at law against the owner personally obligated to pay the same, or foreclose the lien against the property, and interest, late charge, costs and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by non-use of the common Area or abandonment of his lot.

2.3 Access to the Corporation at Reasonable Hours

For the purpose of maintaining or making necessary repairs on any lot or parcel, including landscaping, as set out in article 32 of the Restrictions, the Corporation, through its authorized agents, servants, employees, or contractors, shall have the right to enter upon any Lot within the Properties at reasonable hours, except Sundays and Legal Holidays. Such entry shall, however, require a two-thirds (2/3) vote of the Board of Directors.

ARTICLE III MEETINGS AND QUORUMS

3.1 Date and time of the Annual Members Meeting

The annual meeting of the Corporation shall be held in January of each year on a day, place, and time to be established by the Board. It shall be the duty of the Secretary of the Corporation to give a minimum of 15 days notification to all members of the Corporation to be sent by regular mail to the last recorded address in the Corporation's Records.

3.2 Order of Business

The order of business for the Annual Members Meeting shall be as follows:

1. Call to order.
2. Roll call - Registration.
3. Reading of the notice of the Annual Members Meeting.
4. Reading of the minutes of the last Annual Members Meeting.
5. Committee reports.
6. President's "State of the Corporation Report".
7. Reports of the Officer/Directors, Special Directives of the President and Announcement of Special Meetings.
8. Election of New Directors for the seats of the Directors whose terms have expired.
9. Old Business.
10. New Business.
11. Other business as may be brought before the Directors, and any other matter as specified in the Meeting Notice.
12. Adjournment.

Special Meetings of the General Membership may be called by a majority vote of the Board, by a petition to the Board of not less than 25% of the General Membership, or by the call of the President and the Secretary of the Corporation. The Membership shall be notified of a Special General Meeting in the same manner as notified for the Annual Members Meeting and all procedures herein for the annual meeting will govern the Special Meeting.

3.3 Quorum for the Annual or Special Members Meeting

One Tenth (1/10) of the General Membership, 10%, shall constitute a Quorum for the purposes of the transaction of business at an Annual or Special Members Meeting. For the purpose of determining a quorum, all members present and all proxies, duly registered with the Secretary of the Corporation prior to the Annual or Special Members Meeting, shall be counted. If a quorum is not

present at a regularly called general or special meeting the membership present will set the date for the next general or special meeting call, at which time the meeting will be held without further notification of the General Membership. Those in attendance at this second call meeting shall constitute a quorum.

ARTICLE IV
BOARD OF DIRECTORS

4.1 Number, Tenure, Election and Vacancies

The direction and management of the affairs of the Corporation and the control and disposition of its properties and funds shall be vested in a Board of Directors (the "Board") which shall consist of not less than five (5) nor more than seven (7) persons. The number of directors to be elected shall be specified by each Board one month prior to the Annual Members Meeting, and adjusted as the work-load and the size of the Board's projects dictate. The notice for the Annual Members Meeting shall specify the number of directors to be elected for the following year. Directors shall be elected at the regular Annual Members Meeting of the Corporation by the vote of the Members and shall serve a term of three (3) years and until a successor is duly elected and qualified. The candidate(s) receiving the greatest number of votes either in person or by proxy at the meeting shall be elected. If at any time the entire Board of Directors should be impeached, resign, or for any reason disband, a five (5) member Board shall be elected at the next Annual Members Meeting, or at a Special meeting. The two (2) Candidates receiving the greatest number of votes shall serve for three (3) years. The two (2) receiving the next greatest number of votes shall serve for two (2) years. The Candidate receiving the next greatest number of votes shall serve for one (1) year. Thereafter the Directors shall be elected as if voted upon in normal session, with each director holding a term of three (3) years and until a successor is duly elected and qualified. The Corporation shall not be without a duly elected board for more than thirty (30) days. If this event should occur, on the next business day following the 30th day, a Special Irregular Meeting of the Corporation shall be called. Those people in attendance shall constitute a quorum and shall elect a Board. That Board shall function until replaced under provisions of these By-Laws, or until the expiration of the original terms of office then the respective successors shall be elected, and duly qualified, for terms of three (3) years. No elected Director shall succeed himself, through election, to the board for a period of one year after his term has expired.

A vacancy shall be declared in any seat on the Board upon the death or resignation of the occupant thereof, upon the disability of any occupant rendering the person permanently incapable of participating in the management and affairs of the Corporation, or upon the event that any Director should be absent for three consecutive meetings without adequate reason (as determined by the remaining Board Members). Upon the expiration of the original terms of office the respective successors shall be elected for terms of three years. In case of a vacancy, ~~the Board shall appoint a successor who shall serve for the unexpired term for which the former occupancy thereof was elected.~~

The Board of Directors shall also constitute the operating officers of the Corporation. Directors shall be elected as above by the General Membership and shall serve for the terms described above. The Directors shall each year elect from their number, the Corporation's Operating offices as enumerated below.

The procedure for the removal of a member of the Board of Directors shall be as follows:

Any member in good standing may bring charges against any director/officer of the Corporation by filing the same in writing with the Secretary of the Corporation, together with a petition signed by at least ten (10) percent of the members of the Corporation. The Secretary of the Corporation shall give such director/officer written notice of the charges at least fifteen (15) days prior to the date of the next General Membership Meeting, or Special General Membership meeting, a hearing shall be held and such charges shall be considered. The person charged and the person or persons bringing the charges against him shall be given the opportunity to be heard in person or through counsel and to present witnesses. At the conclusion of such a hearing, a majority vote of the Members shall decide the issue.

4.2 Meetings of the Board of Directors

Meetings of the Board of Directors shall be held monthly on a fixed day or date to be set by the Board. Sufficient notification of the Board members shall be deemed as given when this date is announced at the first Board meeting after the General Membership Meeting and duly recorded in the minutes. This Board meeting may be cancelled by the President and the Secretary, with proper notification given the Board Members in advance of the scheduled meeting.

Business of the board of Directors may be transacted by telephone if a minimum of two-thirds (2/3) of the Board Members are contacted and cast their vote in the affirmative for the proposal being presented.

It is the option of the Board to allow general membership attendance at Board Meetings or to hold closed Board Meetings.

4.3 Quorum for Board Meetings

A majority of the Directors shall constitute a quorum for the transaction of business at all meetings convened according to these by-laws.

ARTICLE V POWERS AND DUTIES OF THE BOARD OF DIRECTORS

5.1 Powers

The Board of Directors shall have power to:

(a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and right to use of the recreational facilities of a member during any period in which such member shall be in default in the payment of any assessment levied by the Corporation. Such rights may also be suspended after notice and hearing, for a period of not more than 60 days for infraction of published rules and regulations;

(c) exercise for the Corporation all powers, duties and authority vested in or delegated in the Corporation and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Restrictions;

(d) employ a manager, an independent contractor or such other employees as they deem necessary and to prescribe their duties.

5.2 Duties

It shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the general membership who are entitled to vote;

(b) supervise all officers, agents and employees of the Corporation and to see that their duties are properly performed;

(c) as more fully provided in the Restrictions:

(1) fix the amount of the annual assessment against each lot at least thirty days in advance of each annual assessment period;

(2) send a written notice of each assessment to every owner subject thereto at least thirty days in advance of each annual assessment period; and

(3) foreclose the lien against any property for which assessments are not paid within thirty days after due date or to bring an action at law against the owner personally obligated to pay such assessment, if in the judgment of the Board it is necessary;

(d) issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of such certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) cause the Common Area to be maintained; and

(f) such other acts, authorized by the Restrictions of such sections brought within the jurisdiction of the Corporation.

ARTICLE VI GENERAL OFFICERS

6.1 The Officers of this Corporation shall be a President, a Vice President, a Secretary and a Treasurer and such other officers as may be determined by the Board. At the Board's first meeting and at the Board meeting immediately following the Annual Members Meeting the Board shall elect the officers. The Officers shall hold office for a period of one year and until their successors are elected and qualify. The Secretary and the Treasurer offices may be combined at the option of the Board. The President may only be elected from those Board Members who have served at least one year on the board.

6.2 Attendance at Meetings

The President, and in his absence the Vice President, shall call meetings of the Board to order, and shall act as chairman of such meetings, and the Secretary of the Corporation shall act as secretary of all such meetings, but in the absence of the Secretary the chairman may appoint any person present to act as secretary for the meeting. If any officer shall fail to attend the regular monthly meetings of the Board for three (3) successive meetings without good and valid reasons for his or her absence in the judgement of the Board, such officer shall automatically cease to be a Member of the Board and the vacancy will be filled as above.

6.3 Duties

The principal duties of the several officers are as follows:

(a) President. The President shall preside at all meetings of the Board. He shall be the Chief Executive Officer of the Corporation, and, subject to the control of the Board, shall have general charge and supervision of the administration of the affairs and business of the corporation. He shall see that all orders and resolutions of the Board are carried into effect. He shall sign and execute all legal documents and instruments in the name of the Corporation when authorized to do so by the Board and shall perform such other duties as may be assigned to him from time to time by the board. He shall also have the power to appoint and remove subordinate employees. The President shall submit to the Board plans and suggestions for the work of the Corporation, shall direct its general correspondence and shall present his recommendations in each case to the board for decision. He shall also submit a report of the activities and the business affairs of the corporation at each Annual Membership Meeting.

(b) Vice-President. The Vice-President shall discharge the duties of the President in the event of the President's absence or disability for any cause whatever, and shall perform such additional duties as may be prescribed from time to time by the Board.

(c) Secretary. The Secretary shall have charge of the records and correspondence of the Corporation under the direction of the President and the Board, and shall be the custodian of the seal of the Corporation. He shall give notice of and attend all meetings of the Board. He shall take and keep true minutes of all meetings of the Board and General Membership Meetings. He shall discharge such other duties as shall be assigned to him by the President, or the Board. In case of the absence or disability of the Secretary his assistant or an appointed member of the board may perform his duties.

(d) Treasurer. The Treasurer shall keep account of all monies, credits and properties of the Corporation which shall come into his hands and keep an

accurate account of all monies received and discharged. Except as otherwise ordered by the Board, he shall have the custody of all the funds and securities of the Corporation and shall deposit the same into such banks or depositories as the Board shall designate. He shall keep proper books of account and other books showing at all times the amount of the funds and other property belonging to the Corporation, all of which books shall be open at all times to the inspection of the Board and by appointment to the inspection of the general membership. He shall also submit a report of the accounts and financial condition of the Corporation at the Annual Membership Meeting and at each Board meeting. The Treasurer shall, under the direction of the Board, disburse all monies and sign, with another officer, all checks and other instruments drawn on or payable out of the funds of the Corporation, which checks, however, may be signed by any two officers and members of the Board. All checks and above instruments will require two (2) signatures of two (2) separate officers of the Corporation. He shall make such transfers and alterations in the securities of the Corporation as may be ordered by the board. He shall cause an audit to be made by a public accountant each fiscal year. He shall also prepare a budget prior to the beginning of each fiscal year for the Board's approval. In general, the Treasurer shall perform, or oversee, all the duties which are incident to the office of the Treasurer, subject to the Board and shall perform such additional duties as may be prescribed from time to time by the board.

6.4 Compensation

No Officer or Director of this Non Profit Corporation shall receive compensation for his services to this corporation.

ARTICLE VII COMMITTEES

7.1 Standing committees

The following are standing Committees, and their general charge, whose Chairpeople shall be appointed by the Board yearly at the first Board meeting following the General Membership Meeting.

(a) The Nominating committee - to keep a list of interested members for yearly nomination to the Board, to supply names of members to Committee Chairpeople looking for help, and to see that the Board and the Committees are properly staffed.

(b) The Architectural Control committee - to monitor new construction and additions or changes to existing structures, such as but not limited to, new roof, painting, fences, etc., and to enforce the existing Deed Restrictions as required by the Restrictions.

(c) Hospitality - to welcome new homeowners in the subdivision and inform them of all recreational amenities, security gates, etc.

(d) The Newsletter Committee - to publish a timely newsletter for the general information of the membership

7.2 Ad Hoc committees

The Board, or the President may at any time appoint single issue Committees to accomplish certain projects which the Board determines will aid the Corporation and its Membership.

ARTICLE VIII INSURANCE

The Board will provide whatever insurance it deems is necessary and prudent to protect the corporation's assets and to insure those Board Member Officers that handle the funds of the Corporation.

ARTICLE IX INDEMNIFICATION

The Corporation shall indemnify and hold harmless each of its Directors and Officers, each member of any Committee appointed pursuant to the By-Laws of

the Corporation, and the Board, against all contractual and other liabilities to others arising out of contracts made by or other acts of such Directors, Board, Officers or Committee Members, on behalf of the Subdivision, or arising out of their status as Directors, Board, Officers or Committee Members unless any such contract or act shall have been made fraudulently or with gross negligence or criminal intent. It is intended that the foregoing indemnification shall include indemnification against all costs and expenses for (including, but not limited to) counsel fees, amounts of judgements paid and amounts paid in settlement reasonably incurred in connection with the defense of any claim, action, suit or proceeding, whether civil, criminal, administrative or other, in which any such Director, Officer, Board or Committee Member may be involved by virtue of such persons being or having been such Director, Officer, Board or Committee Member; provided however, that such indemnity shall not be operative with respect to (a) any matter as to which such person shall have been finally adjudged in such action, suit or proceeding to be liable for gross negligence or fraud in the performance of his duties as such Director, Officer, Board or Committee Member, or (b) any matter settled or compromised, unless, in the opinion of independent counsel selected by or in a manner determined by the Board, there is not reasonable ground for such persons being adjudged liable for gross negligence or fraud in the performance of his duties as such Director, Officer, Board or Committee Member. To the extent that a member of the Board of Directors or an Officer of the Corporation or a Member of any Committee appointed pursuant to the By-Laws of the Corporation, has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to above, or in defense of any claim, (including attorneys' fees) actually and reasonably incurred by him in connection therewith. Expenses incurred in defending a civil or criminal action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the person or entity seeking such indemnification or payment in advance to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article. The Corporation and the Board shall have the power to raise and the responsibility of raising, by special assessment or otherwise any sums required to discharge its obligations under this Article. Such right to indemnification shall continue as to a person or entity who has ceased to be a member of the Board of Directors, Officer of the Corporation or a Member of such Committee, and shall inure to the benefit of the heirs, executors, administrators, successors and assigns of such person or entity.

ARTICLE X AMENDMENTS

These By-Laws may be amended by a vote of the majority of the members at a Regular General Membership Meeting or at a Special General Membership Meeting called for that purpose. Provided that a notice of a vote on a proposed By-Laws change be included in the mailing of the notice of the meeting. The General Membership may delegate such power to the Board of Directors in which case the amendment to the By-Laws shall be adopted by a majority vote of the director/officers at any meeting of the Board.

ARTICLE XI FISCAL YEAR

The Fiscal year of this Corporation shall begin on the 1st day of September and end on the 31st day of August each year.

ARTICLE XII CONTRACT WITH THE MEMBERS

The members of the Corporation acknowledge that the terms and provisions of the Articles of Incorporation and this code of By-Laws shall constitute a contract between the Corporation and the members and both the Corporation and the members are bound by said contract as fully as though each member had individually signed a separate instrument containing said terms and conditions.

ARTICLE XIII CORPORATE SEAL

The Corporation shall have a seal in a circular form having within its circumference the words "Old Bridge Lake Community Service Corp."

ARTICLE XIV
RECORDING

These By-Laws shall be recorded to establish that the "common area" which includes streets, etc. is owned by all property owners of properties described in Article I, Section 1.4.

CERTIFICATION

I, the undersigned, Carol Daniel, Secretary of OLD BRIDGE LAKE COMMUNITY SERVICE CORPORATION, do hereby certify as follows:
"I am the duly elected and acting Secretary of OLD BRIDGE LAKE COMMUNITY SERVICE CORPORATION, a Texas corporation. The foregoing By-Laws constitute the Amended By-Laws of said corporation as duly amended at a meeting of the members of said corporation held on the 20th day of August, 1984."

Carol Daniel
CAROL DANIEL

THE STATE OF TEXAS
COUNTY OF HARRIS

BEFORE ME, the undersigned authority, on this day personally appeared Carol Daniel, Secretary of Old Bridge Lake Community Service Corporation, a Texas corporation, 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 therein expressed, in the capacity therein stated and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 11th day of December, 1984.

My commission expires
August 24, 1985.

B. H. Martin
B. H. Martin, Notary Public in and
for the State of Texas



STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in the Public Records on the date and at the time stamped herein by me; and was duly RECORDED, in the Official Public Records of Real Property of Harris County, Texas on

DEC 17 1984



Quita Rodden
COUNTY CLERK,
HARRIS COUNTY, TEXAS

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Quita Rodden
COUNTY CLERK
HARRIS COUNTY, TEXAS

RETURN TO:
DIANN M. BRUCE
2200 West Loop South
Houston, Texas 77027