

BYLAWS

RAVENWOOD PARQUE INC.

ARTICLE 1

DEFINITIONS

Project Defined

1.01. "Project" shall mean all of the certain real property located in the City of Houston, County of Harris, State of Texas, including the land, all improvements and structures thereon, and all easements, rights, and appurtenances thereto, more particularly described in the attached legal description exhibit "A".

ARTICLE 2

APPLICABILITY OF BYLAWS

Corporation

2.01. The provisions contained herein constitute the Bylaws of the non-profit corporation known as RAVENWOOD PARQUE INC. Condominium Association, Inc., and hereinafter referred to as the "Council."

Project Applicability

2.02. The provisions of these Bylaws are applicable to the Project as defined in Paragraph 1.01, above.

Personal Application

2.03. All present or future owners, tenants, future tenants, or their employees, or any other person that might use the facilities of the Project in any manner, are subject to the regulations set forth in these Bylaws. The mere Acquisition or act of occupancy of any of the Apartments will signify that these Bylaws are accepted and ratified and will be complied with by the purchaser, tenant, or occupant.

ARTICLE 3

OFFICES

Principal Office

3.01. The principal office of the Council shall be located in the City of Houston, county of Harris, State of Texas.

Registered Office and Registered Agent

3.02. The Council shall have and shall continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office of the corporation, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE 4

QUALIFICATIONS FOR MEMBERSHIP

Membership

4.01. The membership of the Council shall consist of all the owners of the Apartments within the Project.

Proof of Membership

4.02. The rights of membership shall not be exercised by any person until satisfactory proof has been furnished to the Secretary of the Council that the person is qualified as a Member. Such proof may consist of a copy of a duly executed and acknowledged Deed evidencing ownership of an Apartment on the Project and shall be deemed conclusive in the absence of a conflicting claim based on a later Deed or policy.

No Additional Qualifications

4.03. The sole qualification for membership shall be ownership of an Apartment in the Project. No initiation fees, costs, or dues shall be assessed against any person as a condition of membership except such assessments, levies, and charges as are specifically authorized under the Articles of Incorporation or the Declaration.

Certificates of Membership

4.04. The Board of Directors may provide for the issuance of certificates evidencing membership in the Council which shall be in such form as may be determined by the Board. All certificates evidencing membership shall be consecutively numbered. The name and address of such Member and the date of issuance of the certificate shall be entered for the records of the Council and maintained by the Secretary at the registered office of the Council.

ARTICLE 5

VOTING RIGHTS

Voting

5.01. Voting shall be on a one unit-one vote basis. The Owner of each Apartment is entitled to one vote. If an Apartment has more than one Owner, the aggregate vote of the Owners of the Apartment may not exceed the one vote assigned to the Apartment.

Proxies

5.02. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary of the Council. Every proxy shall be revocable and shall automatically cease on conveyance by the Member of his Apartment, or on receipt of notice by the Secretary of the death or judicially declared incompetence of such Member. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise specifically provided in the proxy.

Quorum

5.03. The presence, either in person or by proxy, at any meeting, of Members entitled to cast at least twenty-five (25)

percent of the total voting power of the Council shall constitute a quorum for any action, except as otherwise provided in the Governing Instruments. In the absence of a quorum at a meeting of Members, a majority of those Members present in person or by proxy may adjourn the meeting to a time not less than five (5) days nor more than thirty (30) days from the meeting date.

Required Vote

5.04. The vote of the majority of the votes entitled to be cast by the Members present, or represented by proxy, at a meeting at which a quorum is present shall be the act of the meeting of Members, unless the vote of a greater number is required by statute or by the Governing Instruments

ARTICLE 6

MEETINGS OF MEMBERS

Annual Meetings

6.01. The first meeting of the Members of the Council shall be held within sixty (60) days after the closing of the sale of the first Apartment within the Project. Thereafter, the annual meeting of the Members of the Council shall be held on the first Sunday of April of each succeeding calendar year at the hour of 5:00 o'clock p.m. If the day for the annual meeting of the Members is a legal holiday, the meeting shall be held at the same hour on the first day following which is not a legal holiday (excluding Saturday and Sunday).

Special Meetings

6.02. Special meetings of the Members may be called by the President, the Board of Directors, or by Members representing at least ten (10) percent of the total voting power of the Council.

Place

6.03. Meetings of the Members shall be held within the Project or at a meeting place as close thereto as possible as the Board may specify in writing.

Notice of Meetings

6.04. Written notice of all Member's meetings shall be given by or at the direction of the Secretary of the Council (or other persons authorized to call the meeting) by mailing or personally delivering a copy of such notice at least ten (10) but not more than fifty (50) days before such meeting to each Member entitled to vote at such meeting, addressed to the Member's address last appearing on the books of the Council, or supplied by such Member to the Council for the purpose of notice. Such notice shall specify the place, day, and hour of the meeting and, in the case of a special meeting, the nature of the business to be undertaken.

Order of Business

6.05. The order of business at all meetings of the Members shall be as follows:

- (a) Roll call;
- (b) Proof of notice of meetings or waiver of notice;
- (c) Reading of Minutes of preceding meetings;

- (d) Reports of officers;
- (e) Reports of committees;
- (f) Election of directors
- (g) Unfinished business
- (h) New business.

Action Without Meeting

6.07. Any action required by law to be taken at a meeting of the Members, or any action which may be taken at a meeting of the Members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members and filed with the Secretary of the Council.

ARTICLE 7

BOARD OF DIRECTORS

Number

7.01. The affairs of this Council shall be managed by a Board Of Directors consisting of three (3) persons, all of whom must a Member of Council.

Term

7.02. At the first meeting of the Council, the Members shall elect the initial Directors who shall hold office until the first annual election of Directors by the Members. Thereafter, Directors shall be elected at the annual meeting of the Members and shall hold office for a term of one (1) year and until their successors are elected and qualified.

Removal

7.03. Directors may be removed from office without cause by a majority vote of the Members of the Council.

Vacancies

7.04. In the event of a vacancy on the Board caused by the death, resignation, or removal of a Director, the remaining Directors shall, by majority vote, elect a successor who shall serve for the unexpired term of his predecessor. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of Members called for that purpose.

Compensation

7.05. With the prior approval of a majority of the voting power of the Council residing in the Members, a Director may receive compensation in a reasonable amount for services rendered to the Council. A Director may be reimbursed by the Board for actual expenses incurred by him in the performance of his duties.

Powers and Duties

7.06. The Board shall have the powers and duties, and shall be subject to limitations on such powers and duties, as enumerated in the Governing Instruments of the Project.

ARTICLE 8

NOMINATION AND ELECTION OF DIRECTORS

8.01. Nomination for election to the Board of Directors shall be made from the floor at the annual meeting of the Members.

Elections

8.02. Directors are elected at the annual meeting of Members of the Council. Members, or their proxies, may cast, in respect to each vacant directorship, as many votes as they are entitled to exercise under the provisions of the Declaration. The nominees receiving the highest number of votes shall be elected.

ARTICLE 9

MEETING OF DIRECTORS

Regular Meetings

9.01. Regular meetings of the Board of Directors shall be held monthly at such place within the Project, and at such time as may be fixed from time to time by resolution of the Board. Notice of the time and place of such meeting shall be posted at a prominent place or places within the Common Elements.

Special Meetings

9.02. Special meetings of the Board of Directors shall be held when called by written notice signed by the president of the Council or by any two Directors other than the President. The notice shall specify the time and place of the meeting and the nature of any special business to be considered. Notice of any special meeting must be given to each Director not less than three (3) days, or more than fifteen (15) days prior to the date fixed for such meeting by written notice and delivered personally or sent by mail or telegram to each Director at his address as shown in the records of the Council. A copy of such notice shall be posted in a prominent place or places in the common Elements of the Project within three (3) days prior to the date of the meeting.

Quorum

9.03. A quorum for the transaction of business by the Board of Directors shall be the lesser of either a majority of the number of Directors constituting the Board of Directors as fixed by these Bylaws.

Voting Requirements

9.04. The act of the majority of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless any provision of the governing instruments requires the vote of a greater number.

Open Meetings

9.05. Regular and special meetings of the Board shall be open to all Members of the Council, provided, however that Council Members who are not on the Board may not participate in any deliberation or discussion unless expressly so authorized by the vote of a majority of a quorum or the Board.

Date: 10/23/08 Time: 8:13:50 AM

Executive Session

9.06. The Board may, with the approval of a majority of a quorum, adjourn a meeting and reconvene in executive session to discuss and vote on personnel matters, litigation in which the Council is or may become involved, and other business of a confidential nature. The nature of any and all business to be considered in executive session shall first be announced in open session.

ARTICLE 10

OFFICERS

Enumeration of Officers

10.01. The Officers of this Council shall be a President and Vice-President, and a Secretary and Treasurer. The Board of Directors may by resolution, create such other offices as it deems necessary or desirable.

Term

10.02. The Officers of this Council shall be elected annually by the Board of Directors and each shall hold office for a term of one (1) year, unless such officer shall sooner resign, be removed, or be otherwise disqualified to serve.

Resignation and Removal

10.04. Any Officer may resign at anytime by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect at the date of receipt of such notice or at any later time specified therein. Any officer may be removed from office by the Board whenever, in the Board's judgment, the best interests of the Council would be served by such removal.

Multiple Offices

10.05. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Compensation

10.06. Officers shall receive such compensation for services rendered to the Council as determined by the Board of Directors and approved by a majority of the voting power of the Council residing in the Members.

ARTICLE 11

PRESIDENT

Election

11.01. At the first meeting of the Board immediately following the annual meeting of the Members, the Board shall elect one of their members to act as President.

Duties

11.02. The President shall:

- (a) Preside over all meetings of the Members and of the Board;

Date: 10/12/00 Time: 0:00:00

- (b) Sign as President all Deed, contracts, and other instruments in writing which have been first approved by the Board, unless the Board, by duly adopted resolution, has authorized the signatures of a lesser Officer;
- (c) Call meetings of the Board whenever he deems it necessary in accordance with rules and on notice agreed to by the Board. The notice period shall, with the exception of emergencies, in no event be less than three (3) days;
- (d) Have, subject to the advise of the Board, general supervision, direction, and control of the affairs of the Council and discharge such other duties as may be required of him by the Board.

ARTICLE 12
VICE-PRESIDENT

Election

12.01. At the first meeting of the Board immediately following the annual meeting of the Members, the Board shall elect one of its Members to act as Vice-president.

Duties

12.02. The Vice-President shall:

- (a) Act in the place and in the stead of the President in the event of his absence, inability, or refusal to act;
- (b) Exercise and discharge such other duties as may be required of him by the Board. In connection with any such additional duties, the Vice-President shall be responsible to the President.

ARTICLE 13
TREASURER

Election

14.01. At the first meeting of the Board immediately following the annual meeting of the Members, the Board shall elect a Treasurer.

Duties

14.02. The Treasurer shall;

- (a) Receive and deposit in such bank or banks as the Board may from time to time direct, all of the funds of the Council;
- (b) Be responsible for, and supervise the maintenance of, books and records to account for such funds and other Association assets;
- (c) Disburse and withdraw said funds as the Board may from time to time direct, and in accordance with prescribed procedures.
- (c) Prepare and distribute the financial statements for the Council required by the Declaration.

ARTICLE 15

BOOKS AND RECORDS

Maintenance

15.01. Complete and correct records of account and minutes of proceedings of meetings of Members, Directors, and committees shall be kept at the registered office of the corporation. A record containing the names and addresses of all Members entitled to vote shall be kept at the registered office or principal place of business of the Council.

Inspection

15.02. The Governing Instruments of the Project, the membership register, the books of account, and the minutes of proceedings, shall be available for inspection and copying by any Member of the Council or any Director for any proper purpose at any reasonable time.

ARTICLE 16

Amendment of Bylaws

16.01. These Bylaws may be amended, altered, or repealed at a regular or special meeting of the Members of the Council, by the affirmative vote in person or by proxy of Members representing a majority of a quorum of the Council. Notwithstanding the above, the percentage of voting power necessary to amend a specific clause or provision shall not be

less than the prescribed percentage of affirmative votes required for action to be taken under that clause.