

**BYLAWS OF THE
JULIA DEVELOPMENT TOWNHOME ASSOCIATION, INC. (A NON-PROFIT
CORPORATION)**

**ARTICLE I
DEFINITIONS**

The following words when used in these Bylaws or any amendments hereto (unless the context shall prohibit) shall have the following meanings:

(a) "Association" shall mean and refer to The JULIA DEVELOPMENT TOWNHOME ASSOCIATION, INC., a Texas non-profit corporation.

(b) "Articles of incorporation: shall men and refer to the Articles of Incorporation of the Association.

(c) "Declarant" (no longer applies)

(d) "The Properties" shall mean and refer to all such existing properties and additions thereto that are subject to the Declaration.

(e) "Common Properties" shall mean and refer to (1) those areas of land and improvements shown on any recorded subdivision plat of The Properties and intended to be donated to the common use and enjoyment of the owners of the Properties, and (2) any personal property acquired by the Association which is intended to be donated to the common use and enjoyment of the owners of The Properties, and (3) the property more particularly described in Exhibit "A" attached hereto and incorporated by reference for all purposes, and including without limitation all common walkways, driveways, parking lots, landscaping, recreational facilities, community identification sign, fences, walls, gates, common drives, easements, drainage areas, and other improvements thereon.

(f) "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of the Properties and any improvements on those Lots with the exception of the Common Properties as heretofore defined.

(g) "Owner" shall mean and refer to the recorded owner, whether one or more persons or entities, of the fee simple title to any Lot situated upon "The Properties" but, notwithstanding any applicable theory of the mortgage, shall not mean or refer to the mortgagee unless and until such mortgage has acquired title pursuant to foreclosure or any proceeding in lieu of foreclosure.

(h) "Declaration" shall mean and refer to that certain Declaration of Covenants and Restrictions applicable to the Properties and recorded in the Harris County property records as the same may hereafter be amended or supplemented from time to time as therein provided.

ARTICLE II MEMBERSHIP

Section 1. Membership. Every person or entity who is now or hereafter becomes an Owner shall automatically be a member of the Association and shall be subject to the Declaration, the Articles of Incorporation and Bylaws of the Association and all amendments thereto. Owners shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. Membership in the Association shall terminate without any formal Association action whenever such person or entity ceases to own an interest in any Lot, but such termination shall not release or relieve any such person or entity from any liability or obligation incurred under or in any way connected with this Association during the period of such ownership, or impair any rights or remedies which the Association has with regard to such former Owner.

Section 2. Designation of Voting Representative. If a Lot is owned by one (1) person or entity, his right to vote shall be established by the record title thereto. If title to a Lot is held by more than one (1) person or by a firm, corporation, partnership, association or other legal entity, or any combination thereof, such Owners shall execute a proxy, in accordance with Article III of these Bylaws, appointing and authorizing one (1) person or alternate persons to attend all annual and special meetings of members and thereat to cast whatever vote all the owners would cast if they were personally present.

ARTICLE III MEETING OF MEMBERS

Section 1. Place of Meetings. All meetings of the members shall be held at the registered office of the Association or at such other place within or without the State of Texas as shall be determined by the Board of Directors and stated in a notice of the meeting or in a duly executed waiver of notice thereof.

Section 2. Annual Meetings. The annual meeting of the members shall be held on the third Thursday of February each year. At such meetings the number of additional Directors required to constitute the Board of Directors shall be elected, and the members may also transact such other business of the Association as may properly come before them.

Section 3. Special Meetings. Special meeting of the members for any purpose of purposes, unless otherwise prescribed by the Declaration, the Articles of Incorporation, these Bylaws or by law, shall be called by the President and by the Secretary at the request in writing of twenty-five per cent (25%) of the entire membership. No business except as stated in the notice shall be transacted at a special meeting.

Section 4. Notice of Meetings. It shall be the duty of the Secretary of the Association or the officer or person calling the meeting to mail a written or printed notice of each annual or special meeting of the members stating the place, day and hour of the meeting and in the case of a special meeting, the purposes for which the meeting is called to each member entitled to vote at such meeting at least fifteen (15) but not more than fifty (50) days prior to the date of such meeting. Electronic mail, email, is a legally acceptable mode of communication for this purpose.

Section 5. Proxies At any meeting of the members every member having the right to vote shall be entitled to vote in person or by proxy appointed by an instrument in writing subscribed by such member or his duly authorized attorney in fact. No proxy shall be valid beyond a period of eleven (11) months unless otherwise provided in the proxy, and every proxy shall automatically cease upon sale by member of his Lot. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and in no event shall it remain irrevocable for a period of more than eleven (11) months from the date of its execution. All proxies shall be filed with the Secretary of the Association at least ten (10) days prior to an annual or special meeting of the members of the Association in order to be valid.

Section 6. Quorum Except as otherwise provided in the Declaration, the Articles of Incorporation, these Bylaws or by law, the presence in person or by proxy of members eligible to vote, equal to ten percent (50%) of the full membership, shall constitute a quorum at any meeting. If, however, a quorum shall not be present or represented at any meeting of the members, the members present in person or represented by proxy shall have the power to adjourn the meeting from time to time, without notice other than announcement at the meeting until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented any business may be transacted which might have been transacted at the meeting as originally notified.

Section 7. Majority Vote Other than for the election of the Board of Directors and except as may otherwise be provided in the Declaration, the Articles of Incorporation, these Bylaws or by law, when a quorum is present at any meeting, a vote of a majority of the members present in person or by proxy shall be sufficient to defeat or approve any proposed action and shall be the act of the members meeting.

Section 8. Action by Written Consent Any action required by the Declaration, the Articles of Incorporation, these Bylaws or by law to be approved at a meeting of the members, or any action that may be taken at a meeting of the members, may be approved or taken without a meeting of the members if a consent in writing, setting

forth the action to be taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 9 Voting. Each member may cast as many votes as he is entitled to exercise under the terms and provisions of these Bylaws, the Articles of Incorporation and the Declaration on each matter submitted to a vote at a meeting of members. except to the extent that the voting rights of any member have been suspended in accordance with these Bylaws or the Declaration. At each election for the Board of Directors every member entitled to vote at such election shall have the right to cast as many votes as he is entitled to exercise under the terms and provisions of these By laws, the Articles of Incorporation and the Declaration in person or by proxy, for as many persons as there are Directors to be elected and for whose election he has a right to vote, and members of the Association are expressly prohibited from cumulating their votes in any election for Directors of the Association. Pursuant to Texas Property Code Section 209.0059, all members of the association are eligible to vote regardless of the status of payment of assessments.

Section 10 Membership List The Officer or agent having charge of the corporate books shall make, at least ten (10) days before each meeting of members, a complete list of the members entitled to vote at such meeting or any adjournment thereof, arranged in alphabetical order, with the address of each, which list, for a period of ten (10) days prior to such meeting, shall be kept on file at the principal office of the Association and shall be subject to inspection by any member at any time during the usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting.

Section 11. Record Date The Board of Directors may fix in advance a date, not exceeding fifty (50) days preceding the date of any meeting of members, as a record date for the determination of the members entitled to notice of, and to vote at, any such meeting, and any adjournment thereof, and in such case such members and only such members as shall be members of record on the date so fixed shall be entitled to such notice of and to vote at such meeting and any adjournment thereof, notwithstanding any change of membership on the books of the Association after any such record date fixed as aforesaid.

ARTICLE IV

BOARD OF DIRECTORS

Section 1 General Powers The affairs of the Association shall be managed by the Board of Directors. The Board of Directors may exercise all such powers of the Association and do all such lawful acts and things as are not by the Declaration, the Articles of Incorporation, these Bylaws or by law directed or required to be exercised or done by the members.

Section 2. Specific Power and Authority The power and authority of the Board of Directors shall include, but shall not be limited to, the following, all of which shall be done for and on behalf of the Association and the members:

- (a) To administer and enforce the covenants, conditions, restrictions,

easements, uses, limitations, obligations, and all other provisions set forth in the Declaration and the Articles of Incorporation and Bylaws of the Association and all amendments and supplements thereto and to adopt and publish rules and regulations governing the use of the Common Properties and facilities and the personal conduct of the members and their guests thereon.

- (b) To collect delinquent assessments by suit or otherwise and to enjoin or seek damages from any member as is provided in the Declaration and these Bylaws and to enforce and collect any charges, interests and all other expenses, including attorneys' fees recoverable by the Association under the provisions of the Declaration and associated with and incurred in regard to such delinquency, as well as suspend the rights of the member, his guests, tenants, lessees and invitees in the event the assessments remain unpaid as specified in these Bylaws and the Declaration.
- (c) To protect and defend the Association from loss and damage by suit or otherwise.
- (d) To borrow funds in order to pay for any expenditure or outlay required pursuant to the authority granted by the provisions of the Declaration, the Articles of Incorporation and these Bylaws and to execute all such instruments evidencing such indebtedness as the Board of Directors may deem necessary.
- (e) To enter into contracts as it may deem necessary within the scope of their duties and powers.
- (f) To establish a bank account or accounts, for the common treasury and for all separate funds which are required or may be deemed advisable by the Board of Directors.
- (g) To maintain and to make repairs, additions, alterations, and improvements to the Common Properties and perform other maintenance duties of the Association.
- (h) To procure and maintain liability and hazard insurance on the Common Property and on improvements on The Properties.
- (i) To administer, establish, levy and assess, and collect the assessments or charges as provided in the Declaration and these Bylaws and to cause the assessment proceeds to be expended for the purposes specified therein.
- G) To employ managers, independent contractors, or such other employees of the Association as it may deem necessary and to supervise all officers, agents and employees of the Association and see that their duties are properly performed.
- (k) In general, to carry on the administration of this Association and to do any and all things necessary and reasonable in order to carry out the provisions of the Declaration, the Articles of Incorporation and these

Bylaws.

- (1) To declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors.
- (m) To 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 twenty-five percent (25%) of the entire membership.
- (n) To issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the Board of Directors for the issuance of these certificates. Such certificates shall be conclusive evidence of any assessment therein stated to have been paid.
- (o) To perform or cause to be performed the duties of the Architectural Control Committee in accordance with and subject to the terms and conditions set forth in the Declaration.

Section 3. Number of Directors The number of Directors which shall constitute the whole Board shall be three (3), which number may be increased by amendment of the Bylaws.

Section 4. Election and Term Directors, other than the initial Board of Directors and except as otherwise provided herein, Directors shall be elected by a majority of the votes cast for each Director at the annual meeting of the members and such directors shall be elected to serve a term of 2 years or until the next annual meeting following 2 years and until his successor shall be elected and shall qualify. Directors shall be members of the Association, and need not be residents of the State of Texas.

Section 5. Vacancies Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors even though such majority may constitute less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by election at the annual meeting of the members or at a special meeting of members called for that purpose.

Section 6. Resignation and Removal Any Director may resign at any time. At any duly called annual or special meeting of the members, any one (1) or more of the Directors may be removed with or without cause by the majority vote of a quorum of members, and a successor may then and there be elected by the members to fill the vacancy thus created. Any Director whose removal has been proposed by the members shall be given an opportunity to be heard at the meeting.

ARTICLE V

MEETINGS OF THE BOARD

Section 1. Meetings. Meetings of the Board of Directors will be held in Harris County, Texas. The first meeting of each newly elected Board of Directors shall be held at such time and place as shall be fixed by the vote of the members at the annual meeting of the members and no notice of such meeting shall be necessary to the newly elected Directors in order legally to constitute the meeting, providing a quorum shall be present. In the event of the failure of the members to fix the time and place of such first meeting of the newly elected Board of Directors, or in the event such meeting is not held at such time and place so fixed by the members, the meeting may be held at such time and place as shall be specified in a notice given as hereinafter provided for special meetings of the Board of Directors, or as shall be specified in a written waiver signed by all of the Directors.

Section 2. Regular Meetings Regular meetings of the Board of Directors may be held at such time and place and with or without notice as determined by the Board, but at least one (1) such meeting shall be held during each calendar year. All meetings shall be conducted in accordance with Roberts Rules of Order.

Section 3. Special Meetings Special meetings of the Board of Directors shall be held when called by the President, or by any two Directors. Written notice of special meetings of the Board of Directors shall be given to each Director at least three (3) days before the date of the meeting. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need to be specified in the notice or waiver of notice of such meeting.

Section 4. Quorum and Voting At all meetings of the Board of Directors a majority of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by the Declaration, the Articles of Incorporation, these Bylaws or by law. If a quorum shall not be present at any meeting of the Board, the Directors present may adjourn the meeting from time to time, without notice other than announcement at such meeting, until a quorum shall be present. Once a quorum is obtained, no new notice shall be required and any business may be transacted which could have been transacted at the meeting as originally called.

Section 5. Action by Unanimous Written Consent Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if consent in writing, (electronic mail will be acceptable), setting forth the action so taken, is executed by all the members of the Board of Directors.

ARTICLE VI

NOTICES

Section 1 Notice to Directors and Members Notices to Directors and members shall be in writing and delivered personally, mailed, or electronically mailed to the Directors or members at their addresses appearing on the books of the Association. The Owner, or several Owners of a Lot, shall have one (1) and the same registered address to be used

by the Association for notices and all other communications, and such registered address shall be the only mailing address of a person, or persons, firm, corporation, partnership, association, or other legal entity, or any combination thereof to be used by the Association. Such registered address of an Owner, or Owners, shall be furnished by such Owner or Owners, to the Secretary of the Association within fifteen (15) days after transfer of title, or after a change of address, and such notification of registered address shall be in written form and signed by all of the Owners of the Lot, or by such persons as are authorized by law to represent the interest (of all) of the Owners thereof.

Notice by mail shall be deemed to be given at the time when deposited in the United States Mail addressed to the member or Director at his address as it appears on the books of the Association, with postage thereon prepaid.

Section 2. Written Waiver Whenever any notice is required to be given to any member or Director under the provisions of any statute, the Declaration, the Articles of Incorporation or of these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice. This notice may be given by electronic mail with a duly recognized electronic signature being affixed.

Section 3. Attendance as Waiver Attendance of any member or Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

ARTICLE V OFFICERS

Section 1. Executive Officers The officers of the Association shall be a President, a Secretary, and a Treasurer, all of whom shall be elected by the Board of Directors, and such assistant officers as the Board of Directors shall, from time to time, elect or appoint. Such officers need not be members of the Board of Directors, but each shall be a member of the Association. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Election of Officers The officers of the Association shall be elected annually by the Board of Directors at the first meeting of each new Board of Directors and shall hold office for one (1) year unless he shall sooner resign or shall be removed, or otherwise disqualified to serve. Any vacancy occurring in any office of the Association by death, resignation, and removal or otherwise shall be filled by the Board of Directors.

Section 3. Removal of Officers Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause and with or without notice, whenever in its judgment the best interests of the Association will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed, and his successor shall be elected at any regular meeting of the Board of Directors, or at any special meeting of the Board

of Directors called for such purpose.

Section 4. President The President shall be the chief executive officer of the Association. He shall preside at all meetings of the members and the Board of Directors and he shall have all of the general powers and duties which usually pertain to such office and shall see that orders and resolutions of the Board of Directors are carried out. He shall execute all leases, bonds, mortgages, deeds and other written instruments and shall cosign all checks and promissory notes, except where required by law to be otherwise signed and executed.

Section 5. Secretary The Secretary shall attend all meetings of the Board of Directors and all meetings of the members and record all the votes and proceedings of the meetings of the members of the Association and of the Board of Directors in a book to be kept for that purpose and shall perform like duties for the standing committees when required. 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 the duties incident to the Office of Secretary, such other duties of the office of Secretary as may be provided in these Bylaws, the Declaration and the Articles of Incorporation, and such other duties as may be prescribed by the Board of Directors or President, under whose supervision he shall be. He shall keep in safe custody the seal of the Association and, when authorized by the Board of Directors, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his signature or by the signature of the Treasurer or an Assistant Secretary.

Section 6. Treasurer The Treasurer shall have the custody of the Association funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall receive and deposit all monies and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Board of Directors. He shall disburse the funds of the Association as may be authorized by the Board of 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 his transactions as Treasurer and of the financial condition of the Association. He shall sign all checks and promissory notes of the Association and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members. He shall cause an annual audit of the Association's books to be made by a public accountant at the completion of each fiscal year.

ARTICLE VIII

COMMITTEES

Section 1. General The Board of Directors shall designate representatives to perform the duties and exercise the authority of the Architectural Control Committee pursuant to and as provided in the Declaration. The Board of Directors may, but shall not be required to, appoint an executive committee and a nominating committee as hereinafter provided, and it may designate and appoint members of the Association to any and all other committees that it deems necessary or convenient to assist in the administration of the Association.

Section 2. Executive Committee The executive committee shall consist of two (2) persons. One (1) shall be the President and the other shall be a member of the Board of

Directors. The executive committee shall supervise the affairs of the Association and shall regulate its internal economy, approve expenditures and commitments, act and carry out the established policies of the Association and report to the Directors at each regular meeting of the Board of Directors. The designation of an executive committee, if any and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed upon it or him by law. The executive committee may hold regular meetings, monthly or as it may in its discretion determine. Special meetings of the executive committee may be called at any time by any of its members, personally or by mail, telephone or telegraph, and a special meeting may be held by telephone.

Section 3. Nominating Committee Before each annual meeting, the Board of Directors may appoint a committee of three (3) members who shall nominate candidates for the Board of Directors. The names of the candidates shall be submitted on or before sixty (60) days before the election. Members may submit names of candidates other than those submitted by the nominating committee at least thirty (30) days prior to the election. No person shall be elected whose name is not so submitted unless no nominations are made by either the nominating committee or by the members, in which event the names of candidates shall be submitted at the election by the members.

Section 4. Term, Minutes and Vacancies A vacancy in any committee shall be filled by the President or Vice President until the next meeting of the Board of Directors. Each committee shall keep regular minutes of its proceedings and report the same to the Board of Directors when required. Members of Committees shall hold office until their successors are chosen and qualify. Any officer or agent or member of any committee elected or appointed by the Board of Directors may be removed by the Board of Directors with or without notice, whenever in its judgment the best interest of the Association will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

ARTICLE IX

COMPENSATION

This Association is not organized for profit. No member, member of the Board of Directors nor any officer shall receive or shall be lawfully entitled to receive any pecuniary profit from the operations of the Association, and in no event shall any part of the funds or assets of the Association be paid as salary or compensation to, or distributed to, or inure to the benefit of any member, any member of the Board of Directors or any officer; provided, however, that any member, Director or officer may from time to time, be reimbursed for his actual and reasonable expenses incurred in connection with the administration of the affairs of the Association.

ARTICLE X

INDEMNIFICATION, FIDELITY BONDS AND OFFICER'S BONDS

Section 1. Indemnification. The association shall have the power to indemnify any

Director or officer or former Director or officer of the Association for expense and costs (including attorneys' fees) actually and necessarily incurred by him in connection with any claim asserted against him, by action in court or otherwise, by reason of his being or having been such Director or officer, except in relation to matters as to which he shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought. If the Association has not fully indemnified him, the court in the proceeding in which any claims against such Director or officer has been asserted, or any court having the requisite jurisdiction of an action instituted by such Director or officer on his claim for indemnity, may assess indemnity against the Association, its receiver or trustee, for the amount paid by such Director or officer in satisfaction of any judgment or in compromise of any such claim exclusive in either case of any amount paid to the Association and any expenses and costs (including attorneys' fees) actually and necessarily incurred by him in connection therewith, to the extent that the court shall deem reasonable and equitable; provided, never the less, that indemnity may be assessed under this Section only if the court finds that the person indemnified was not guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

Section 2. Bonds The Board of Directors may require that any or all officers and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds. The Board of Directors may require that any officer shall furnish the Association an adequate bond for the faithful performance of the duties of his office and for the restoration to the Association, in case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the Association.

ARTICLE XI

OBLIGATIONS OF OWNERS

Section 1. Payment of Assessments - Good Standing. The rights of membership in the Association are subject to the payment of assessments, the obligation of which assessments is imposed against the Owner of and becomes a lien upon each Lot against which such assessments are made as provided in the Declaration, which is incorporated herein by reference and made a part hereof for all purposes. A member shall be deemed to be in good standing and entitled to vote at any annual or special meeting of members, within the meaning of these Bylaws, if, and only if, he shall have paid all assessments made or levied against him and the Lot owned by him under and in accordance with the Declaration. Any member may be suspended by the Board of Directors for such period as such assessments remain unpaid, but upon payment of such assessments, his rights and privileges shall be automatically restored.

- Payment of Assessments- Delinquent. Pursuant to the Texas Property Code, Section 209.0063, members of the association delinquent in payment of association dues will have subsequent payments applied in an "Order of Priority". Payments will now be applied first to the delinquent fees and next to current assessments, next to attorney's fees, then to fines and last to other charges or fees
- Pursuant of Texas Property Code, Section 209.0062, members in delinquent status

may request an alternative payment schedule from the association in writing. Details of such payment plan is available from the association office. See attachment for detail plan.

Section 2. Evidence of Ownership Except for those Owners who initially purchase Lots from Declarant, any person or entity on becoming an Owner of a fee interest in a Lot shall furnish to the Secretary of the Association, a machine or certified copy of the recorded instrument vesting that person or entity with a fee interest in the Lot, which copy shall remain in the files of the Association. An Owner shall not be deemed to be in good standing nor shall he be entitled to vote at any annual or special meeting of the members of this Association unless this requirement is first met.

Section 3. Use of Common Properties Each member shall use the Common Properties in accordance with the purpose for which they are intended without hindering or encroaching upon the lawful rights of the other members. If, at any time, the Board of Directors shall have adopted and published rules and regulations governing the use of the Common Properties and facilities, and the personal conduct of members, their families and their guests thereon, they may, in their discretion, for violation of such rules and regulations by a member or by his family or guests, suspend the rights of such member and/or the person committing the violation, such suspension to continue for a period not to exceed sixty (60) days. Any member may delegate his right of enjoyment in the

Common Properties to the members of his family who reside upon The Properties and to his guests subject to the rules and regulations adopted by the Board of Directors.

Section 4. Adherence to Declaration, Articles of Incorporation and Bylaws. Each member shall adhere to and strictly comply with all the provisions of the Declaration, the Articles of Incorporation and these Bylaws.

ARTICLE XII MANAGING AGENT

The Association through its Board of Directors may delegate by written agreement any of its duties, powers and functions to any person or firm to act as Managing Agent at an agreed compensation, except such duties, powers, and functions as are required by the Declaration, the Articles of Incorporation, these Bylaws or by law to be performed by the members of the Association or by the Board of Directors or officers of the Association.

ARTICLE XIII GENERAL

Section 1. Fiscal Year The fiscal year of the Association shall be fixed by resolution of the Board of Directors

Section 2. Books and Records The Association shall keep at its registered office a record of its members containing the names and addresses of all members. All other books and records of the Association may be kept at such other place or places within the State of Texas as the Board of Directors may from time to time determine. The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the Bylaws of the Association shall be available for inspection by any member.

Section 3. Seal The corporate seal shall have inscribed thereon the name of the Association, the year of its organization and the words "Corporate Seal, State of Texas." The seal may be used by causing it or a facsimile thereof to be impressed, affixed or reproduced.

Section 4. Amendment These Bylaws may be altered, amended or repealed or new Bylaws may be adopted at any annual or special meeting of the members at which a quorum is present in person or by proxy by the affirmative vote of a majority of the members present in person or by proxy; provided, however, that wherever by law, the Articles of Incorporation, the Declaration or these Bylaws, a larger quorum or a greater than majority vote or approval by the members is required, the portions of these Bylaws relating to such matters may be amended only in compliance with such requirements.

Section 5. Report to Members. The Board of Directors must, when requested by members entitled to cast at least one-third (1/3) of all the votes of the entire

membership, present written reports of the operation and condition of the Association.

Section 6. Conflicting Provisions. Any conflict between one or more provisions of these Bylaws and one or more provisions of the Articles of Incorporation shall be resolved in favor of the provision(s) set forth in the Articles of Incorporation., Any conflict between one or more provisions of these Bylaws and one or more provisions of the Declaration shall be resolved in favor of the provisions(s) set forth in the Declaration.

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of The Julia Development Townhome Association, Inc., A Texas Non-Profit Corporation, and

THAT the foregoing Bylaws constitute the amended Bylaws of said corporation, as duly adopted at meeting of the members and Board of Directors thereof, held on the _____ day of _____, _____.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said corporation this _____ day of _____ month _____ year.