



BY-LAWS  
OF  
GRANTS LAKE TEMPOS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is GRANTS LAKE TEMPOS ASSOCIATION, INC., hereinafter referred to as the "Association." The principal office of the corporation shall be located at 15915 Katy Freeway, Suite 250, Houston, Texas, but meetings of members and directors may be held at such places within the State of Texas, County of Fort Bend, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to GRANTS LAKE TEMPOS ASSOCIATION, INC., a Texas Non-Profit Corporation, its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean all real property owned by the Association for the common use and enjoyment of the Owners.

Section 4. "Building Plot" shall mean and refer to each of the individual tracts of land or resubdivision of same, into which the property (including any added or annexed property), excepting the Common Area, has been divided for the construction of townhouses thereon for individual use and ownership.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Building Plot which is a part of the properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to TRENDMAKER HOMES, INC., its successors and assigns, if such successors and assigns should acquire more than one undeveloped Building Plot from the Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Office of the County Clerk of Fort Bend County, Texas.

AS PER ORIGINAL

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

ARTICLE III

MEMBERS AND ORGANIZATION

Section 1. Members. There shall be two classes of membership in this Association as provided in the Declaration.

Section 2. Annual Meetings. The first annual meeting of the members shall be held on the 5th day of December in each year, beginning with the year 1984, at the hour of 7:30 o'clock, P. M., and each subsequent regular annual meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 7:30 o'clock, P. M. If the day of the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 3. Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all the votes of the Class A membership.

Section 4. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 but not more than 30 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association 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 purpose of the meeting.

Section 5. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have 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. Proxies. 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. Every

proxy shall be revocable and shall automatically cease upon conveyance by the member of his Building Plot.

ARTICLE IV

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The members of the initial board of directors, or their successors, shall serve until December 5th, 1984.

Section 2. Term of Office. At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three years; and at each annual meeting thereafter the members shall elect one director for a term of three years.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the

number of vacancies that are to be filled. Such nominations may be made from among members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

#### ARTICLE VI

##### MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors, after not less than three (3) days' notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

#### ARTICLE VII

##### POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 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 any facilities owned or operated by the Association by a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;

(c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the



membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;

(d) 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; and

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

Section 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 which such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;

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

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment against each Building Plot at least thirty (30) days in advance of each annual assessment period; and

(2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same;

(d) issue, or to 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 these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) cause all officers, directors, or employees having fiscal responsibilities to be bonded, as it may deem appropriate; provided that

the total amount of fidelity bond coverage required shall be based upon best business judgment and shall not be less than the estimated maximum of funds, including reserve funds, in the custody of the Association or the management agent, as the case may be, at any give time during the term of each bond, and that in no event may the aggregate amount of such bonds be less than a sum equal to three months' aggregate assessments on all Building Plots plus reserve funds;

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

(h) cause the exterior of the dwellings to be maintained.

#### ARTICLE VIII

##### OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of who shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the

other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

President

(a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes, except as may be otherwise approved by the Board of Directors.

Vice-President

(b) The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

Treasurer

(d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; 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.

ARTICLE IX

COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In



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addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X

RECORDS

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 By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of ten (10%) per cent per annum, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, 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 Building Plot.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: GRANTS LAKE TEMPOS ASSOCIATION, INC.

ARTICLE XIII

AMENDMENTS

The By-Laws of this Association are hereby adopted by the initial Board of Directors and until December 5th, 1984, shall be amended or altered by a majority of the members of the initial Board of Directors, or their successors, and thereafter by a vote of the members holding a majority of the membership votes of this Association.

ARTICLE XIV

INDEMNIFICATION OF OFFICERS AND MANAGERS

The Association shall indemnify every manager or officer, his heirs, executors and administrators, against all loss, costs and expense, including counsel fees, reasonably

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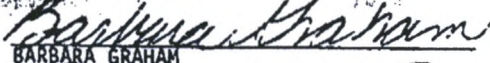

incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a manager or officer of the Association, except as to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Association is advised by counsel that the person to be indemnified has not been guilty of gross negligence or willful misconduct in the performance of his duty as such manager or officer in relation to the matter involved. The foregoing rights shall not be exclusive of other rights to which such manager or officer may be entitled. All liability, loss, damage, costs and expense incurred or suffered by the Association by reason or arising out of or in connection with the foregoing indemnification provisions shall be treated and handled by the Association as Common Expenses; provided, however, that nothing in this Article XIV contained shall be deemed to obligate the Association to indemnify any member or owner of a townhouse unit, who is or has been a manager or officer of the Association, with respect to any duties or obligations assumed or liabilities incurred by him under and by virtue of the Declaration as a member or owner of a townhouse unit covered thereby.

ARTICLE XV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, we, being all of the Directors of GRANTS LAKE TÉMPOS ASSOCIATION, INC., have hereunto set our hands the 20<sup>th</sup> day of November, A. D., 1982.

  
LUCILLE PEVERLEY  
  
BARBARA GRAHAM  
  
EDWARD L. FREED

AS PER ORIGINAL

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting Secretary of the GRANTS LAKE TEMPOS ASSOCIATION, INC., a non-profit corporation, and

THAT the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 2nd day of November, A. D., 1982.

IN WITNESS WHEREOF, I have hereunto subscribed by name and affixed the seal of said Association this 2nd day of November, A. D., 1982.

Barbara Chapman  
Secretary

**SECRETARY'S CERTIFICATE OF ADOPTION OF RESOLUTION BY  
BOARD OF DIRECTORS OF GRANTS LAKE TEMPOS ASSOCIATION, INC.**

I, Kevin M. Sager, certify that:

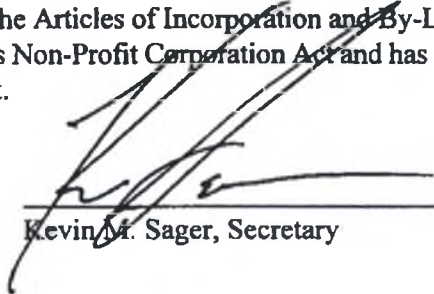
I am the duly qualified and acting Secretary of Grants Lake Tempos Association, Inc., a duly organized and existing non-profit Texas corporation.

The following is a true copy of a resolution duly adopted by the Board of Directors of Grants Lake Tempos Association, Inc., at a meeting that was legally held on July 27, 1999, and entered in the Minutes of the Meeting which are contained in the Minute Book of the Corporation.

RESOLVED that the Board of Directors of Grants Lake Tempos Association, Inc., amends the By-Laws of Grants Lake Tempos Association, Inc., as set forth in the AMENDMENT TO BY-LAWS attached to these minutes as Exhibit "A."

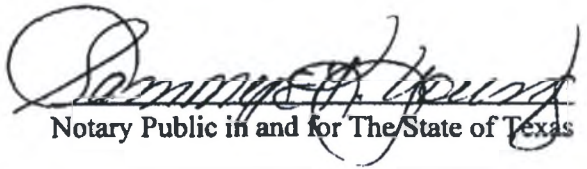
The above resolution is in conformity with the Articles of Incorporation and By-Laws of the Corporation, and Article 1396-2.09B(1) of the Texas Non-Profit Corporation Act and has never been modified or repealed, and is in full force and effect.

Dated: 7-27-99

  
\_\_\_\_\_  
Kevin M. Sager, Secretary

THE STATE OF TEXAS           §  
  §  
COUNTY OF HARRIS         §

This instrument was acknowledged before me on the 27<sup>th</sup> day of July, 1999, by Kevin M. Sager, Secretary of Grants Lake Tempos Association, Inc., a non-profit Texas corporation, on behalf of said corporation.

  
\_\_\_\_\_  
Notary Public in and for The State of Texas

RETURN TO:  
  
BARTLEY & SPEARS, P.C.  
14811 St. Mary's Lane, Suite 270  
Houston, Texas 77079

**AMENDMENT TO BY-LAWS**

WHEREAS, the Board of Directors ("the Board") of Grants Lake Tempos Association, Inc. ("the Association"), at a Board meeting duly noticed and held on July 27, 1999, at the offices of Texas Community Management, Inc., 11011 Richmond, Suite 615, Houston, Texas 77042;

WHEREAS, the following directors were present: Janet Musselman, Vera Felder, and Kevin M. Sager, being a quorum;

WHEREAS, Janet Musselman was elected chairman of the meeting and Kevin M. Sager was elected secretary of the meeting;

WHEREAS, Article IV, Section 1 of the By-Laws of Grants Lake Tempos Association, Inc., reads as follows:

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The members of the initial board of directors, or their successors, shall serve until December 5th, 1984.

WHEREAS, Article 1396-2.09 of the Texas Non-Profit Corporation Act, reads as follows:

B. A corporation's board of directors may amend or repeal the corporation's by-laws, or adopt new by-laws, unless:

- (1) the articles of incorporation or this Act reserves the power exclusively to the members in whole or in part;
- (2) the management of the corporation is vested in its members; or
- (3) the members in amending, repealing, or adopting a particular by-law expressly provide that the board of directors may not amend or repeal that by-law.

WHEREAS, after motion made, duly seconded and unanimously approved, Article IV,



Section 1 of the By-Laws of the Association was amended by the Board to change the number of directors from three (3) to five (5).

NOW, THEREFORE,

BE IT RESOLVED that Article IV, Section 1 of the By-Laws of Grants Lake Tempos Association, Inc., is amended to read as follows:

Section 1. Number. The Board of this Association was originally made up of three (3) directors. The affairs of this Association shall now be managed by a Board of five (5) directors, who need not be members of the Association. The two (2) additional directors shall be appointed by a majority of the three (3) original directors at the next regularly scheduled Board meeting, one (1) to serve an initial term ending December 31, 2000, and the other to serve an initial term ending December 31, 2001. After expiration of the respective initial terms, then each additional director, or their successors, shall serve three (3) year terms. The number of directors may be changed by amendment of the By-Laws of the Association.

EXECUTED this 27<sup>th</sup> day of July, 1999, to be effective

July 27<sup>th</sup>, 1999.

Janet Musselman  
Janet Musselman, President and Director

**SECRETARY'S CERTIFICATE OF ADOPTION OF RESOLUTION BY BOARD OF DIRECTORS OF GRANTS LAKE TEMPOS ASSOCIATION, INC.**

I, Kevin M. Sager, certify that:

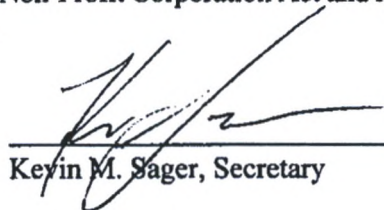
I am the duly qualified and acting Secretary of Grants Lake Tempos Association, Inc., a duly organized and existing non-profit Texas corporation.

The following is a true copy of a resolution duly adopted by the Board of Directors of Grants Lake Tempos Association, Inc., at a meeting that was legally held on July 27, 1999, and entered in the Minutes of the Meeting which are contained in the Minute Book of the Corporation.

RESOLVED that the Board of Directors of Grants Lake Tempos Association, Inc., amends the By-Laws of Grants Lake Tempos Association, Inc., as set forth in the AMENDMENT TO BY-LAWS attached to these minutes as Exhibit "A."

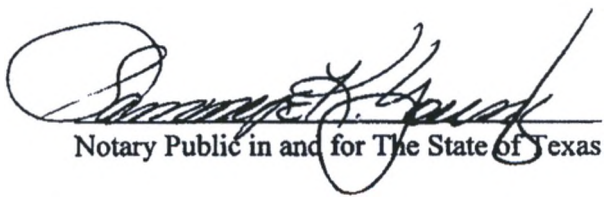
The above resolution is in conformity with the Articles of Incorporation and By-Laws of the Corporation, and Article 1396-2.09B(1) of the Texas Non-Profit Corporation Act and has never been modified or repealed, and is in full force and effect.

Dated: 9-8-99

  
\_\_\_\_\_  
Kevin M. Sager, Secretary

THE STATE OF TEXAS           §  
  §  
COUNTY OF HARRIS         §

This instrument was acknowledged before me on the 9th day of September, 1999, by Kevin M. Sager, Secretary of Grants Lake Tempos Association, Inc., a non-profit Texas corporation, on behalf of said corporation.

  
\_\_\_\_\_  
Notary Public in and for The State of Texas

RETURN TO:

BARTLEY & SPEARS, P.C.  
14811 St. Mary's Lane, Suite 270  
Houston, Texas 77079

**AMENDMENT TO BY-LAWS**

WHEREAS, the Board of Directors ("the Board") of Grants Lake Tempos Association, Inc. ("the Association"), at a Board meeting duly noticed and held on July 27, 1999, at the offices of Texas Community Management, Inc., 11011 Richmond, Suite 615, Houston, Texas 77042;

WHEREAS, the following directors were present: Janet Musselman, Vera Felder, and Kevin M. Sager, being a quorum;

WHEREAS, Janet Musselman was elected chairman of the meeting and Kevin M. Sager was elected secretary of the meeting;

WHEREAS, Article 1396-2.09 of the Texas Non-Profit Corporation Act, reads as follows:

B. A corporation's board of directors may amend or repeal the corporation's by-laws, or adopt new by-laws, unless:

- (1) the articles of incorporation or this Act reserves the power exclusively to the members in whole or in part;
- (2) the management of the corporation is vested in its members; or
- (3) the members in amending, repealing, or adopting a particular by-law expressly provide that the board of directors may not amend or repeal that by-law.

WHEREAS, after motion made, duly seconded and approved, Article IV of the By-Laws of the Association was amended by the Board to prevent future Directors related by consanguinity and/or affinity from serving on the Board at the same time.

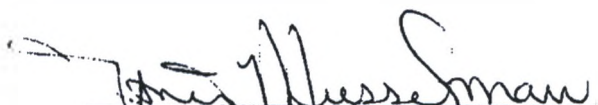
NOW, THEREFORE,

BE IT RESOLVED that Article IV of the By-Laws of Grants Lake Tempos Association, Inc., is amended to add the following provision:

Section 6. Consanguinity and Affinity. No director shall be allowed to serve on the Board at the same time with another director who is related through the first degree of consanguinity (blood) or the first degree of affinity (marriage).

EXECUTED this 9 day of 8, 1999, to be effective

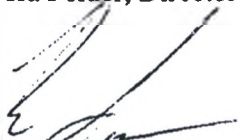
9-8-, 1999.



Janet Musselman, Director



Vera Felder, Director



Kevin M. Sager, Director

FILED AND RECORDED  
OFFICIAL PUBLIC RECORDS



04-14-2000 03:21 PM 2000030079  
DBC \$53.00  
DIANNE WILSON, COUNTY CLERK  
FORT BEND COUNTY, TEXAS





**AMENDMENT TO BY-LAWS**

WHEREAS, the Board of Directors ("the Board") of Grants Lake Tempos Association, Inc. ("the Association"), at a Board meeting duly noticed and held on January 22, 2004, at the home of Earney Wright, 2510 Grants Lake #95, Sugarland, Texas 77479.

WHEREAS, the following directors were present: Janet Musselman, Michele Baugher and Earney Wright, being a quorum;

WHEREAS, Earney Wright was elected chairman of the meeting and Janet Musselman was elected Secretary of the meeting; —

WHEREAS, Article IV, Section 1 of the By-Laws of Grants Lake Tempos Association, Inc., reads as follows:

Section 1. Number. The Board of this Association was originally made up of three (3) directors. The affairs of this Association shall now be managed by a Board of five (5) directors, who need not be members of the Association. The two (2) additional directors shall be appointed by a majority of the three (3) original directors at the next regularly scheduled Board meeting, one (1) to serve the initial term ending December 2003, and the other to serve an initial term ending December 2003. After expiration of the respected initial terms, then each additional director, or their successors, shall serve a three (3) year terms. The number of directors may be changed by amendment of the By-Laws of the Association.

NOW, THEREFORE,

BE IT RESOLVED that Article IV, Section 1 of the By-Laws of Grants Lake Tempos Association, Inc., is amended to read as follows:

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The members of the initial board of directors, or their successors, shall serve until December 5, 1984.

WHEREAS, Article 1396-2.09 of the Texas Non-Profit Corporation Act, read as follows:

- B. A corporation's board of directors may amend or repeal the corporation's by-laws, or adopt new by-laws, unless:

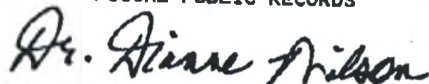
- (1) the articles of incorporation or this Act reserves the power exclusively to the members in whole or in part;
- (2) the management of the corporation is vested in its members; or
- (3) the members in amending, repealing, or adopting a particular by-law expressly provide that the board of directors may not amend or repeal that by-law.

EXECUTED this 22 day of JAN, 2004, to be effective 1-22-04

  
\_\_\_\_\_  
President and Director

**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS



2004 Feb 03 04:47 PM

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SF \$11.00

Dianne Wilson, Ph.D. COUNTY CLERK

FT BEND COUNTY TEXAS



**CERTIFICATE OF AMENDMENT  
TO THE BY-LAWS OF  
GRANTS LAKE TEMPOS ASSOCIATION, INC.  
(ALTERNATE ELECTION PROCEDURE)**

**THE STATE OF TEXAS       §  
  §  
COUNTY OF FORT BEND   §**

**KNOW ALL MEN BY THESE PRESENTS:**

The undersigned, being the duly elected, qualified and acting Secretary of Grants Lake Tempos Association, Inc., a Texas non-profit corporation, the corporation set forth and described in that certain "Declaration of Covenants, Conditions and Restrictions (for) Grants Lake Tempos", recorded under Fort Bend County Clerk's File No. 48986 and all amendments thereto as (said recorded documents and all exhibits and amendments thereto being referred to as "Declaration"), the undersigned Secretary further being the keeper of the minutes and records of said corporation, does hereby certify that the following is a true and correct copy of an amendment to the By-Laws of Grants Lake Tempos Association, Inc., as adopted at a duly constituted meeting of the Board of Directors held on November 8, 2011, and approved, adopted, ratified and confirmed by a majority of the Board of Directors in accordance with and pursuant to the authority granted by Section 209.00593 of the TEXAS PROPERTY CODE to adopt an alternate election procedure. The effective date of the Amendment to the By-Laws shall be January 1, 2012.

**AMENDMENT TO THE BY-LAWS  
OF GRANTS LAKE TEMPOS ASSOCIATION, INC.**

**RESOLVED**, that Article V of the By-Laws is amended by adding the following Section 3:

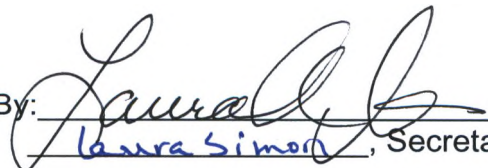
**"Section 3. Alternate Election Procedure. Notwithstanding anything to the contrary in these By-Laws, the following**

provision shall be applicable in the event that there is not a quorum at any annual meeting of the Association where an election of Director(s) was to occur.

If a quorum was not present, in person or by proxy, at the annual meeting of the Association, then the following alternate election procedure shall be followed. Within five (5) business days after the date of the called annual meeting, the Association shall mail a notice to all the members of the Association advising that an election will be held by mail-out ballots. The notice shall state that any member interested in being placed on the mail-out ballot as a candidate must contact the Association or the Association's managing agent in writing within ten (10) days from the date of the notice and request to be placed on the mail-out ballot as a candidate. Upon the expiration of the ten (10) days, nominations of candidates shall be deemed closed, and no additional candidates shall eligible for consideration. After the expiration of ten (10) days from the date of the notice, the Association shall prepare and mail the mail-out ballots to the members. The members shall be required to return the completed mail-out ballots by the specific date and time as specified on the mail-out ballot which shall not be more than thirty (30) days from the date the mail-out ballots were mailed. After the stated deadline has passed, the Association or its managing agent shall tabulate the mail-out ballots, and the candidate or candidates receiving the highest number of votes shall be elected to fill the available positions on the Board of Directors.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 8<sup>th</sup> day of November, 2011.

**GRANTS LAKE TEMPOS ASSOCIATION, INC.,** a Texas non-profit corporation

By:  \_\_\_\_\_  
Laura Simon, Secretary

THE STATE OF TEXAS     §  
  §  
COUNTY OF FORT BEND   §

This instrument was acknowledged before me on the 9th day of November, 2011, by Laura Simon, Secretary of Grants Lake Tempos Association, Inc., a Texas non-profit corporation.

Kelly Futral  
Notary Public in and for the State of Texas

RECORD AND RETURN TO:  
Frank, Elmore, Lievens,  
Chesney & Turet, L.L.P.  
Attn: K. Slaughter  
9225 Katy Freeway, Suite 250  
Houston, Texas 77024



**FILED AND RECORDED**

OFFICIAL PUBLIC RECORDS

Dianne Wilson

2011 Nov 16 02:27 PM

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Dianne Wilson COUNTY CLERK

FT BEND COUNTY TEXAS