



CERTIFICATION

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

I, the undersigned, pursuant to §202.006 of the Texas Property Code, do hereby certify, as follows:

- (1) I am an Agent for Estates of Silver Ridge Neighborhood Association, Inc. a Texas non-profit corporation;
- (2) An Instrument titled: **"Bylaws"**, is attached hereto;
- (3) The property affected by the said Instrument is described as, to wit:

Estates of Silver Ridge, an addition in Fort Bend County, Texas, according to the map or plat thereof, recorded in the Map Records of Fort Bend County, Texas, under Plat Nos. 2001089405 and 2002066084, along with any amendments, replats and extensions thereto

- (4) The attached Instrument is a true and correct copy of the original;

IN WITNESS WHEREOF, I have subscribed my name on this 23rd day of October, 2019.

By: *[Signature]*
Luke P. Tollett, Attorney for Estates of Silver Ridge Neighborhood Association, Inc.

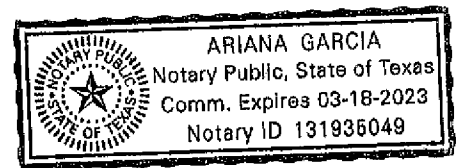
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BEFORE ME, the undersigned authority, on the day personally appeared Luke P. Tollett, Agent for Estates of Silver Ridge Neighborhood Association, Inc., and being by me first duly sworn, declared that he is the person who signed the foregoing document in his representative capacity and that the statements contained therein are true and correct.

Given under my hand and seal of office this the 23rd day of October, 2019.

[Signature]
Notary Public, State of Texas

After recording return to:
HOLT & YOUNG, P.C.
9821 Katy Freeway, Ste. 350
Houston, Texas 77024



BY-LAWS
of
ESTATES OF SILVER RIDGE NEIGHBORHOOD ASSOCIATION
A Texas Non-Profit Corporation

The Estates of Silver Ridge Neighborhood Association ("ESRNA") is a Non Profit Corporation formed on November 16, 2009 under Certificate of Filing Number 801195112 filed with the Office of the Secretary of State of Texas.

ARTICLE 1
OFFICES

Section 1.1. Principal Office. The principal office of the Association shall be located in the State of Texas at such place as the Board of Directors may determine or as the affairs of the Association may require from time to time.

ARTICLE II
MEMBERS. MEETINGS AND VOTING RIGHTS

Section 2.1. Owners/Members. Each owner of a lot in the Subdivision shall be a member in the Association and such membership shall terminate automatically when such ownership ceases. Upon the transfer of ownership of a lot, the new owner thereof shall, concurrently with such transfer, become an owner/member in the Association. There shall be one class of voting membership. Each owner/member 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 Owners/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.

No owner/member shall have any right or interest in the assets of the Association, including without limitation, any right to distribution of assets in the event of the liquidation, dissolution or winding up of the Association, whether voluntary or involuntary. Upon dissolution of the Association the remaining assets shall be distributed to a similar non-profit organization.

Section 2.2. Voting Rights. An owner/member shall be entitled to vote at any meeting of the Association. Any owner/member who is in default in the payment of his annual maintenance, charges, special assessments or any other sums owed to the Association (including attorney's fees, late fees, collection costs, interest, fines and damages) may vote.

In the event that ownership interest in a lot are owned by more than one owner/member of the Association, such owners/members shall exercise their right to vote in such manner as they may among themselves determine, but in no event shall more than one vote be cast for each lot. The Board shall be entitled to rely on any vote cast by any co-owner of a Lot, unless prior written notice signed by a majority of the co-owners has been received by the Board designating one of the co-owners to exercise the vote for the vote to be taken. All owners/members of the Association may attend

meetings of the Association and they may exercise their vote at such meetings either in person or proxy. Fractional votes, split votes and cumulative voting will not be permitted.

Section 2.3. Annual Meeting. An annual meeting of the owners/members shall be held at the principal office of the Association or at such other place as may be designated in writing by the Board on the day and at the hour specified in the notice, for the purpose of electing Directors and for the transaction of such other business as may come before the meeting.

Section 2.4. Special Meetings. Special meetings of the owners/members may be called at any time by the President, a majority of the Board of Directors, or owners/members representing not less than ten percent (10%) of the votes entitled to be cast in the Association.

Section 2.5. Place of Meeting. The Board of Directors may designate any place within Fort Bend County as the place of meeting for any meeting called by the Board of Directors.

Section 2.6. Notice of Meetings. Written, printed, or email notice stating the place, day, and hour of any meeting of owners/members shall be delivered either personally, by mail, facsimile, or email to each owner/member entitled to vote at such meeting, at least ten (10) days before the date of such meeting, by or at the direction of the President or the Secretary. The purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the Association, with postage thereon prepaid.

Section 2.7. Quorum. The owners/members holding ten percent (10%) of the total number of votes in the Association entitled to be cast shall constitute a quorum at any meeting. If a quorum is not present at any meeting of owners/members, a majority of the owners/members present and entitled to cast votes may adjourn and reconvene the meeting from time to time without further notice, until a quorum shall be present or represented. At such reconvened meetings, at which the time and place shall be announced in advance, at which a quorum shall be present or represented by proxy, any business may be transacted as was set out in the notification of the original meeting.

Section 2.8. Proxies. At any meeting of owners/members, an owner/member entitled to vote may vote by proxy executed in writing by the owner/member or by his duly authorized attorney-in-fact. Proxies shall be filed with the Secretary of the Association at or before the appointed time of each meeting of the Association. All proxies cannot be irrevocable and will expire automatically after eleven (11) months..

Section 2.9 Majority Vote. All action to be taken or authorized by the owners/members shall be deemed validly taken or authorized upon the approval of a majority of the votes entitled to be cast by the owners/members present or represented by proxy except for those actions that specifically require a larger percentage for approval.

ARTICLE III
BOARD OF DIRECTORS

Section 3.1. Number, Qualification and Nomination. The Board of Directors shall consist of three (3) persons. Each Director must be an owner/member of the Association. Nominations for the election to the Board shall be made by owners/members of the Association.

Section 3.2. Election. The Directors shall be elected by the owners/members. The owners/members shall elect one Director for a term of one (1) year, one Director for a term of two (2) years, and one Director for a term of three (3) years. Thereafter, at the annual meeting of the members, the members shall elect the number of Directors necessary in order to fill the positions of the Directors whose terms have expired at the time of the annual meeting, each to serve a term of three (3) years. The nominees receiving the highest number of votes shall be elected. The nominee receiving the highest number of votes shall serve a term of three (3) years; the nominee receiving the second highest number of votes shall serve a term of two years; the nominee receiving the third highest number of votes shall serve a term of one year. All votes shall be cast by written ballot.

Section 3.3. Removal and Vacancies. Any Director may be removed from the Board with or without cause, by the affirmative vote of owners/members representing two-thirds (2/3's) of the total number of votes in the Association at a special meeting called for such purpose. A successor for such removed Director shall be elected by a vote of the Association. Vacancies in the Board of Directors due to expiration of a term may only be filled by a vote of the members. A Director elected to fill a vacancy created on the Board shall serve for the unexpired term of his predecessor.

Section 3.4. Meetings. A regular or special meeting of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call meetings of the Board may fix any place within Fort Bend County or a neighboring county as the place for holding any meeting of the Board.

Section 3.5. Notice. Notice of any special meeting of the Board of Directors shall be given at least three (3) and not more than thirty (30) days prior to by written notice delivered personally, by mail (to his address as shown by the records of the Association), by facsimile, or by email. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Director may waive notice of any meeting before or after the meeting by signed, written waiver. The attendance of a Director at any 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 because the meeting is not lawfully called or convened. The business to be transacted at the meeting must be specified in the notice or waiver of notice of any special meeting.

Section 3.6. Quorum: Manner of Acting. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. The acts approved by a majority of those present at a duly called meeting at which a

quorum was present shall constitute the acts of the Board. The Directors may vote at any meeting of Directors by proxy executed in writing.

Section 3.7. Compensation. Directors shall not receive any compensation for their services, but shall be reimbursed for reasonable expenses incurred while serving in such capacity.

Section 3.8. Indemnification. The Association shall indemnify a Director who was or is threatened to be named as a defendant or respondent in a proceeding to the greatest extent indemnification is allowed under the Texas Non-Profit Corporation Act.

Section 3.9. Consent by Directors. The Directors shall not have the right to take any action without a meeting, except in certain circumstances in which a meeting of the Directors shall require unanimous consent. Those actions are set forth in 209.0051 of the Property Code.

Section 3.10. Order of Business. At meetings of the Board of Directors, business shall be transacted in such order as from time to time the Board may determine. The Secretary of the Association shall act as Secretary of the meetings for the Board of Directors, but in the absence of the Secretary, the presiding Director may appoint any person to act as Secretary of the meeting.

Section 3.11. Presumption of Assent. A Director of the Association who is present at a meeting of the Board of Directors at which action on any matter is taken shall be presumed to have assented to the action unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as Secretary of the meeting before the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

ARTICLE IV OFFICERS

Section 4.1. Officers: The officers of the Association shall be a President, one or more Vice-Presidents (the number thereof to be determined by the Board of Directors), a Secretary, a Treasurer, and such other officers as may be elected in accordance with the provisions of this article. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries, and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors.

Section 4.2. Election and Term of Office. The officers of the Association shall be elected annually by the Board of Directors. New officers may be created and filled at any meeting of the Board of Directors. Each officer shall hold the office until his successor shall have been duly elected and shall have been qualified.

Section 4.3. Removal. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Association would be served thereby.

Section 4.4. Vacancies. A vacancy in any office, because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 4.5. President. The President shall be the principal executive officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association. He/She shall preside at all meetings of the members. He/She may sign, with the Secretary, or any other proper officer of the Association authorized by the Board of Directors, any contracts, or other instruments that the Board of Directors may require. He/She shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 4.6. Vice-President. In the absence of the President or in the event of his/her inability or refusal to act, the Vice-President(s) shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions of the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors. If more than one Vice-President is elected, the Board of Directors shall designate who is First Vice-president, who is the Second Vice-President, etc. The authority to act for the President shall vest to the Vice President in the order of their numerical designation by the Board of Directors, or, in none, by the chronological order of their election as Vice-Presidents.

Section 4.7. Treasurer. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Board of Directors shall determine. He/She shall have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for monies due and payable to the Association from any source whatsoever, and deposit all such monies in the name of the Association in such banks, or other depositories as shall be selected by the Board of Directors; and in general, perform all the duties from time to time as may be assigned to him/her by the President or by the Board of Directors.

Section 4.8. Secretary. The Secretary shall keep the minutes of the meetings of the owners/members and of the Board of Directors; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of the corporate records and of the seal of the Association; keep a register of the address of each member; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.9. Assistant Treasurers and Assistant Secretaries. If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or by the Board of Directors.

Section 4.10. Compensation. Officers of the Association shall not receive any compensation for their services but shall be reimbursed for reasonable expenses

incurred while serving in such capacities. Neither Directors nor Officers shall be employed by the Association.

ARTICLE V COMMITTEES

Section 5.1. Committees. The Board of Directors may designate one or more committees, each of which shall consist of two or more owners/members, which committees, to the extent provided in said resolution shall have and exercise the authority of the Board of Directors in the management of the Association, but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director, of any responsibility imposed on it or him/her by law.

ARTICLE VI CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 6.1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the Association and such authority may be general or confined to specific instances.

Section 6.2. Checks, Drafts, or Orders for Payment. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall from time to time be determined by the Board of Directors.

Section 6.3. Deposits. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks or other depositories as the Board of Directors may elect.

Section 6.4. Gifts. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes, or for any special purpose of the Association. No gifts are to be accepted by an individual Director.

ARTICLE VII MISCELLANEOUS

Section 7.1. Books and Records. The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its meetings. Books and records shall be kept by the Secretary of the Association. All books and records of the Association may be inspected by and at the expense of any owner/member or his agent or attorney, during normal business hours by appointment upon the submission of a written request.. Only the books and records relevant to the request need be made available for inspection.

Section 7.2. Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the last day of December each year.

Section 7.3. Waiver of Notice. Whenever any notice is required to be given under the provisions of the Articles of Incorporation or the By-Laws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time statement therein, shall be deemed equivalent to the giving of such notice.

**ARTICLE VIII
AMENDMENTS**

Section 8.1. Power to Amend By-Laws. These By-Laws may be amended, repealed or added to or new By-Laws may be adopted by the vote or written consent of a majority of the owners/members of the Association at a meeting duly called from that purpose at which a quorum is present.

**ESTATES OF SILVER RIDGE
NEIGHBORHOOD ASSOCIATION**

Date: 7/22/17

By: Roslyn Harrell
Roslyn Harrell, President