

BYLAWS
OF
CHERRY MEADOWS COMMUNITY ASSOCIATION INC.
A RESIDENTIAL SUBDIVISION IN HARRIS COUNTY, TEXAS
AS OF
JANUARY 1, 2006

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BYLAWS
OF
CHERRY MEADOWS COMMUNITY ASSOCIATION INC.,
A TEXAS CORPORATION

ARTICLE I – NAME AND LOCATION

The name of the corporation is **CHERRY MEADOWS COMMUNITY ASSOCIATION INC., A TEXAS CORPORATION**, hereinafter referred to as the "Association". The principal office of the Association shall be located at **1503 JOSEPH COURT, TOMBALL, TEXAS 77375-6689**, but meetings of members and directors may be held at such places within the State of Texas, County of Harris, as may be designated by the Board of the Directors of the Association.

ARTICLE II – DEFINITIONS

1.1. **Definitions.** In these bylaws:

"Association" means the **CHERRY MEADOWS COMMUNITY ASSOCIATION INC., A TEXAS CORPORATION, A NONPROFIT CORPORATION** organized and existing under the laws of the State of Texas.

"Deed Restrictions" shall mean the Declaration of Covenants, Conditions and Restrictions for **CHERRY MEADOWS COMMUNITY ASSOCIATION INC., A TEXAS CORPORATION** which are recorded in the Office of the County Clerk of Harris County, Texas under Clerk's File No. **U-093650**. Deed Restrictions shall include any additional amendments to the Deed Restrictions.

"Lot" or "Lots" shall mean and refer to a tract or parcel of land which is within the Property and which is shown on the recorded plat of the Property described below.

"Member" shall mean and refer to those persons who are owners of a Lot or Lots within the Property and entitled to membership within the Association as provided in the Deed Restrictions, and as further described in the Articles of Incorporation of the Association.

"Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

"Property" shall mean and refer to all those certain residential lots platted in **CHERRY MEADOWS [excluding any commercial reserves]**, a subdivision out of the **J. Pruitt Survey**, Abstract No. 629, in Harris County, Texas, according to the map or plat thereof filed in Film

Code No. 418116 of the Map Records of Harris County, Texas; also known as Lots One (1) through Sixty (60), inclusive, Block One (1), of the Amended Plat of CHERRY MEADOWS, an addition in Harris County, Texas, according to the map or plat thereof, recorded in Volume 423, Page 122 of the Map Records of Harris County.

ARTICLE III – MEMBERSHIP

3.1 *Eligibility.* The Members of the Association are determined by the Articles of Incorporation. The rights of Members are subject to (a) the payment of the Annual Assessment imposed by the Deed Restrictions, and (b) compliance with the covenants, terms and provisions of the Deed Restrictions and these Bylaws.

ARTICLE IV – MEETINGS OF MEMBERS

4.1 *Annual Meetings.* The Annual Meeting of the Members shall be held at a location in Harris County, Texas as designated by the Board of Directors in the Notice of Meeting, on the second Tuesday in February of each year, at a time to be determined by the Board of Directors.

4.2 *Special Meetings.* Special meetings of the Members for any purpose may be called at any time upon the written request of the President, of any two or more Directors or five or more Members of the Association. Upon receipt of such written request, the Secretary shall give notice of a Special Meeting pursuant to Section 4.3 hereof.

4.3 *Notice of Meetings.* Written notice of Annual and Special meetings shall be given to the Members by the Secretary. Written notice may be given to the Member either personally by hand delivery, or by mailing a copy of the notice, postage prepaid, to the address of the Member last appearing on the books of the Association. Each Member shall register his address and any change in address with the Secretary within ten (10) days after the address of such Member has changed. Notice of any Annual or Special Meeting shall be mailed not less than fifteen (15) nor more than sixty (60) days in advance of the meeting and shall set forth the general purposes of the meeting.

4.4 *Quorum.* Any voting desired or required at any meeting shall be determined by a simple majority vote of those votes represented at such meeting EXCEPT for such actions and decisions that shall require the vote of a "Quorum of Members" as hereinafter provided. When the Board of Directors shall at their option determine that a major financial or business decision requires the vote of a "Quorum of Members," then such vote shall be at a meeting called for the purpose of taking such action. Such action must also take place at the regularly scheduled meetings of the Association provided, however, that written notice of any such meeting and the purpose thereof shall be sent to all members not less than fifteen (15) days nor more than sixty (60) days in advance of the meeting. At the first such meeting called, the presence of members or of proxies entitle to cast twenty percent (20%) of the outstanding Class A votes and the representation by presence or proxy of the Class B member so long as it shall exist shall constitute a "Quorum of Members". If the required quorum is subsequently called meeting the quorum requirement shall be waived. No subsequent meeting shall be held more than sixty (60) days following the preceding meeting. Approval under the provisions

of this Paragraph shall be made by simple majority of those votes represented at any meeting called for that purpose with both classes voting together unless specifically required otherwise by these Restrictive Covenants.

4.5 **Proxy Voting.** All proxies shall be in writing, shall be dated and shall be filed with the Secretary at the commencement of the meeting. Every proxy shall be revocable. A proxy shall be void if (i) given by a person who is not a qualified Member on the date of the meeting, (ii) if the proxy has been revoked by the Member or (iii) if the proxy was signed more than eleven (11) months before the date of the meeting.

ARTICLE V – BOARD OF DIRECTORS

5.1 **Powers.** The Association shall be governed by a Board of Directors in accordance with the Articles of Incorporation of the Association. Without limiting the generality of the preceding sentence, or any power vested in it by law, the Board of Directors shall have the power:

- a. to elect all officers of the Association, prescribe their duties and require of them security or fidelity bonds as the Board may deem prudent;
- b. to establish, levy, assess and collect the Annual and Special assessments and all other charges referred to and authorized in the Deed Restrictions;
- c. to exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the Members of the Association by other provisions of these Bylaws, the Articles of Incorporation or the Deed Restrictions;
- d. to suspend the voting and other membership rights of any Member of the Association during any period when the Member has failed to pay any Annual Assessments and collection costs then due and payable; but, upon payment of all past due assessments and any collection costs, the rights and privileges of such member shall be automatically restored. Such voting and other membership rights may also be suspended after notice and a hearing before the board of Directors, for a period not to exceed sixty (60) days, as a result of the continuing violation by such member of these Bylaws, the Deed Restrictions, or any rules or regulations of the Association which have been adopted by the Board of Directors and distributed to the Members of the Association; and
- e. in the event any member of the Board of Directors of this Association shall be absent from three (3) consecutive meetings of the Board of Directors, the Board may by resolution made at the meeting in which the third absence occurs, call for a vote of the Members of the Association to remove such Director, at a Special Meeting of the Members called for that purpose, or at the next Annual Meeting of the Members.

5.2 **Duties.** It shall be the duty of the Board of Directors:

a. to cause to be kept a full, true and accurate record of its acts and corporate affairs and to present a statement thereof to the Members at the Annual Meeting of the member or at any Special Meeting of the Members called in accordance with Section 4.2 of the Bylaws;

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

c. in accordance with the Deed Restrictions, (i) fix the amount of the Annual Assessment against each Lot by _____ of the year preceding the calendar year in which the Annual Assessment shall be due; (ii) prepare a roster of the Lots and Annual Assessment applicable to each of the Lots, which roster shall be kept in the office of the Association and shall be open to inspection by any Member; (iii) to send written notice of each Annual Assessment to every Owner on or before _____ of each year; and (iv) institute collection procedures against any Owner who fails to pay the Annual Assessment within thirty (30) days after due date, and foreclose the lien of the Association which secures the payment of the Annual assessment in accordance with the provisions of the Deed Restrictions and Texas law;

d. to issue or to cause an appropriate officer to issue, upon demand by any person, a certificate stating whether any Annual Assessment or other charges owed to the Association have been paid, which shall be conclusive evidence that any charge stated therein has or has not been paid. A reasonable charge may be made by the Board of Directors for the issuance of such certificate;

e. procure and maintain adequate liability and hazard insurance on any real or personal property owned by the Association; and

f. cause all directors, officers or employees of the Association having fiscal responsibility to be bonded, and obtain errors and omissions insurance coverage for the directors and officers of the Association.

ARTICLE VI – DIRECTORS' MEETINGS

6.1 **Annual Meetings.** The Annual Meeting of the Board of Directors shall be held immediately following adjournment of the Annual Meeting of the Members in each year.

6.2 **Regular Meetings.** A regular meeting of the Board of Directors shall be held at least twice each year at such day, hour and place as may from time to time be established by resolution of the board of Directors. Meetings of the Board of Directors shall be open to Members of the Association, subject to the right of the Board to adjourn a meeting of the Board and reconvene in closed executive session to consider actions involving personnel, pending litigation, enforcement actions against Members of the Association, or matters that are to remain confidential by request of the affected parties and by agreement of the Board. Meetings of the Board of Directors may be conducted by telephone, or by real time electronic communications.

6.3 **Notices; Waiver.** The Secretary of the Association shall send written notice of each regular or Special Meeting of the Board to each member of the Board at least five (5) days prior to such meeting. Notices shall be sufficient if mailed to each Director, postage prepaid, at the Director's address as it appears on the records of the Association. No notice need be given to any Director who in writing waives such notice. Any Director who does not receive notice of a meeting in writing, but who attends the meeting, may not complain of the lack of notice, 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.

6.4 **Special Meetings.** Special meetings of the Board of Directors shall be called by the Secretary upon the written request of any officer of the Association or by any two Directors.

6.5 **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 of the Directors, or as otherwise authorized by the Articles of Incorporation or by the Texas Non-Profit Corporation Act. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

6.6 **Quorum.** At all meetings of the Board, a majority of the Board of Directors shall constitute a quorum, and, except as otherwise provided by law or by the Bylaws, the act of a majority of the Directors present shall be the act of the Board.

ARTICLE VII – SELECTION, TERM OF OFFICE AND REMOVAL OF DIRECTORS

7.1 **Number.** The affairs of this Association shall be managed by a Board of Directors. The initial Board of Directors shall consist of three (3) Directors. A duly appointed representative of the Developer named in the Deed Restrictions, may also be elected or appointed to the Board, as long as the Developer owns at least one (1) Lot within the Property.

7.2 **Term of Office.** The initial Board of Directors shall consist of three (3) Directors named in the Articles of Incorporation of the Association. Said Directors may be replaced at the discretion of the Developer until they are replaced by elected Directors at the first Annual meeting of the Members of the Association. At the first Annual Meeting of the Members of the Association, the position of one of the Initial Directors shall be up for election. At the first Annual Meeting, the position of the Director who is up for election shall be for a two (2) year term. Thereafter, the term of each of the Director's positions, as each comes up for re-election at the Annual Meeting of the Members of the Association, shall be for two (2) years. Any vacancies arising during the year in the position held by elected Directors shall be filled by appointment by the balance of the Board until the time of the next Annual Meeting of the Members of the Association.

7.3 **Removal, Resignation or Death.** Any Director may be removed from the Board, with or without cause, at a Special Meeting of the Members of the Association called for that purpose. At such election for removal, the Members or their proxies may cast, with respect to each Board Member to be removed, as many votes as they are entitled to cast under the provisions of the Articles

Incorporation. Cumulative voting is not permitted. If a majority of the votes cast at such Special Meeting are for the purpose of removing a Director, then such person shall no longer be a Director immediately upon the tabulation of the ballots cast. In the event of the death, resignation or removal of a Director, a successor shall be appointed by the balance of the Board to serve out the remaining term of the Director no longer serving.

7.4 **Compensation.** No Director shall receive compensation for any services he or she may render to the Association. However, a Director may be reimbursed for actual out-of-pocket expenses incurred in the performance of his or her duties.

ARTICLE VIII – ELECTION OF DIRECTORS

8.1 **Ballots.** The election of Directors shall be by written ballot. The ballots shall (a) describe the vacancies to be filled; (b) set forth the names of those nominated for the vacancies; and (c) contain a space for write-in-votes by the Members for each person nominated from the floor on the day or evening of the Meeting. At each Annual Meeting the Members or their proxies may cast, in respect of each vacancy, one vote (five votes in the case of a Class B Member, as defined in the Deed Restrictions) per Lot owned by them. The nominees receiving the largest number of votes shall be elected.

8.2 **Notice of Election.** The Secretary of the Association, upon the giving of notice of the election to be held at the Annual Meeting of the Members of the Association pursuant to section 4.3 above, shall advise each Member in the notice that elections of Directors will occur at the meeting being noticed. The Secretary shall enclose with such notice a proxy form which can be used by a Member of the Association if such Member cannot attend the meeting for the election of Directors.

8.3 **Nominations and Nominees.** Any Member of the Association may nominate themselves or another Member of the Association to run for the Board. A Member of the Association may advise the Secretary of the Association in advance of the meeting of the name or names of persons that the Member nominates. Nominations may also be made from the floor on the evening of the meeting prior to the election. If the Secretary receives nominations in writing prior to the meeting, then all such persons who have been nominated shall be placed on a ballot to be prepared by the Secretary prior to the meeting, and persons nominated from the floor may be added to the ballot at the meeting.

8.4 **Election.** The election of Directors shall be conducted on the evening of the scheduled Annual meeting of the Members of the Association, through the use of the ballots described in Section 8.1 above. Directors shall be elected by a simple majority vote of those votes represented at such meeting. Those persons who have been named as proxy for other Members of the Association shall cast votes on behalf of the Member who appointed them, pursuant to the proxy. Cumulative voting is not allowed.

8.5 **Processing.** The Secretary of the Association shall adopt a procedure which shall (a) establish the number of votes that the Member is entitled to cast either personally or by proxy; and (b) if the vote is by proxy, that the proxy has been signed and dated by the Member giving the proxy,

and filed with the Secretary prior to the Meeting at which the election is to be held. After the voting has been completed and all ballots collected, the count of the vote shall be taken. The Secretary shall serve as Director. The Secretary shall retain all ballots and proxies after the close of the election until after the next regular election of Directors of the Association, at which time the ballots and proxies from the previous election may be destroyed.

ARTICLE IX – ARCHITECTURAL CONTROL COMMITTEE

9.1 ***Number, Nominations and Notice of Election.*** The Architectural Control Committee described in the Deed Restrictions shall consist of three (3) persons. Initially, the three (3) Committee Members shall be appointed by the Developer (the “Initial Committee Members”). The initial Committee shall be composed of _____, and _____.

The Initial Committee Members shall serve until the first Annual meeting of Members of the Association. Nominations for the Architectural Control Committee shall be made in the same manner as is described in Section 8.3 above. Notice of the election of the Architectural Control Committee shall be given in the same manner as set forth in Section 8.2 above. The Members of the Architectural Control Committee shall be removed or appointed according to the terms of the Deed Restrictions.

9.2 ***Term of Office and Elections.*** Three (3) members of the Architectural Control Committee shall be elected at the first Annual Meeting of the Members of the Association. Members of the Architectural Control Committee may also be on, or run for, the Board of Directors. At the first Annual Meeting of the Members of the Association, two (2) Members shall be elected to the Architectural Control Committee for a term of two (2) years, and one (1) Member shall be elected for a term of one (1) year. ~~Thereafter, the term of the Architectural Control Committee positions, as each comes up for re-election at the Annual Meeting of the Members, shall be two (2) years.~~ The election of the Architectural Control Committee shall be conducted by secret ballot immediately after the regular election for the Board of Directors, in a manner similar to the election of the Board of Directors, as described in Article VIII above.

9.3 ***Removal, Resignation or Death.*** Initially, any member or members of the Committee may be removed, and a new member or members may be appointed in the event of the removal, death, incapacity or resignation of any member of the Committee, by majority vote of the Committee. After the first election of Committee Members, any Member of the Architectural Control Committee may be removed from the Architectural Control Committee, with or without cause, at a Special Meeting of the Members of the Association called for that purpose. At such election for removal, the members or their proxies may cast, with respect to each member of the Architectural Control Committee to be removed, as many votes as they are entitled to cast under the provisions of the Articles of Incorporation. Cumulative voting is not permitted. If a majority of the votes cast at such Special Meeting are for the purpose of removing a Member of the Architectural Control Committee immediately upon the tabulation of the ballots cast. In the event of the death, resignation or removal of a member of the Architectural Control Committee, a successor shall be elected to serve out the

remaining term of the member of the Architectural Control Committee no longer serving at a Special Meeting of the Members of the Association called for that purpose.

9.4 **Compensation.** No member of the Architectural Control Committee shall receive compensation for any service he or she may render to the Association. However, a member of the Architectural Control Committee may be reimbursed for actual out-of-pocket expenses incurred in the performance of his or her duties.

9.5 **Action Taken Without a Meeting.** The Members of the Architectural Control Committee 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 of the members of the Architectural Control Committee, or as otherwise authorized by the Articles of Incorporation of by the Texas Non-Profit Corporation Act. Any action so approved shall have the same effect as though taken at a meeting of the Architectural Control Committee.

ARTICLE X – OFFICERS

10.1 **Officers.** The Officers of the Association shall be a president, one or more Vice Presidents, Secretary and a Treasurer. All Officers of the Association shall be Members of the Board of Directors.

10.2 **Election by Board of Directors.** All Officers shall be elected at the Annual Meeting of the Board, to be held at the conclusion of the Annual Meeting of the Members. Each Officer shall hold office until the next Annual meeting of the Board, or until his or her successor shall have been duly elected and qualified or until his earlier death, resignation, or removal in accordance with the Bylaws. The Officers shall be chosen by a majority vote of the Directors.

10.3 **Removal of an Officer.** Upon ten (10) days written notice by the Secretary to all Members of the Board, which notice shall contain a statement that one or more Officers shall be subject to a removal vote, a majority of the Directors may vote to remove one or more Officers, with or without cause. In the event of such removal, the vacancy shall be filled by the affirmative vote of a majority of the Directors at the same meeting at which the Officer(s) was removed. Any such appointed Officer shall hold office for the unexpired term of his or her predecessor in office.

10.4 **President; Duties.** The President shall be the chief executive officer of the Association and as such shall have general supervision of the affairs and property of the Association and over its several officers, subject to the direction of the Board of Directors. The President shall, if present, preside over all meetings of the Board of Directors, and shall generally do and perform all acts incident to the office of President. He may sign in the name and on behalf of the Association all notes, leases, mortgages, deed sand all other written instruments authorized by the Board, except where the Board shall delegate the execution thereof to some other officer or agent of the Association.

→ This is not correct 2.

10.5 **Vice President; Duties.** The ~~Secretary~~ shall act as Secretary of the Board of Directors and shall record the votes and keep the minutes of all proceedings in a book to be kept for the purpose. He shall sign all certificates of membership. He shall keep the records of the Association. He shall record the names and addresses of all Members of the Association, shall see that all notices are duly given as required by the Bylaws or applicable law.

Duplicated duties

10.6 **Secretary; Duties.** The Secretary shall act as Secretary of the Board of Directors and shall record the votes and keep the minutes of all proceedings in a book to be kept for the purpose. He shall sign all certificates of membership. He shall keep the records of the Association. He shall record the names and addresses of all proceedings in a book to be kept for the purpose. He shall sign all certificates of membership. He shall keep the records of the association. He shall record the names and addresses of all Members of the Association, shall see that all notices are duly given as required by the Bylaws or applicable law.

10.7 **Treasurer; Duties.** The Treasurer shall receive and deposit in bank accounts approved by the Board all moneys of the Association and shall disburse such funds as directed by a resolution of the Board of Directors; provided, however, that a resolution of the Board of Directors shall not be necessary for the disbursements made in the ordinary course of business conducted within the limits of a budget adopted by the Board. The Treasurer shall sign all checks and notes of the Association.

10.8 **Books and Accounting.** The Treasurer shall keep proper books of account and cause an annual audit of the Association's books to be made by a certified public accountant at the completion of each fiscal year. He shall prepare an annual budget and an annual balance sheet statement and the budget and balance sheet statement shall be presented to the membership at its Annual Meeting.

ARTICLE XI – COMMITTEES

11.1 **Committees.** At any regular or Special meeting of the Meeting of the Member of the Association, the Members of the Association, voting in person or by proxy, may establish a special committee for a limited purpose, with a term not to exceed one (1) year, unless the term of such special committee is renewed at the conclusion of the initial term.

ARTICLE XII – BOOKS AND RECORDS


12.1 **Inspection.** The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member, in accordance with the provision of the Texas Non-Profit Corporation Act.

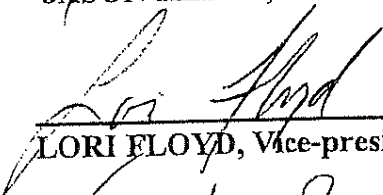
ARTICLE XIII – AMENDMENTS

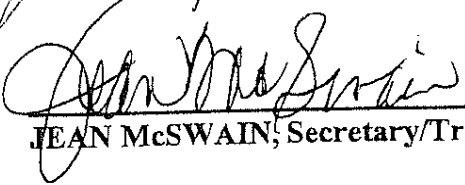
13.1 **Amendment Procedure.** The Members of the corporation hereby delegate to the Board of Directors the power to adopt, alter, amend or repeal the Bylaws of the corporation.

13.2 **Controlling documents.** In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Deed Restrictions and these Bylaws, the Deed Restrictions shall control.

Adopted by the Board of Directors as of the 1st day of January, 2006.


JASON KELLY, President


LORI FLOYD, Vice-president


JEAN McSWAIN, Secretary/Treasurer

FILED FOR RECORD
8:00 AM

MAY 30 2007


County Clerk, Harris County, Texas

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW, THE STATE OF TEXAS
COUNTY OF HARRIS
I hereby certify that this instrument was FILED in the number Sequence on the date and at the time stamped herein by me, and was duly RECORDED, in the Official Public Records of Real Property of Harris County Texas on

MAY 30 2007




COUNTY CLERK
HARRIS COUNTY, TEXAS

Harris County Appraisal District
Personal Property Division
P.O. Box 922007
Houston TX. 77292-2007
FORM 25.25(b)PP(01/05)

**REQUEST TO CORRECT NAME OR ADDRESS
ON A BUSINESS PERSONAL PROPERTY ACCOUNT**

NEWNC511

Account Number:

Tax Year:

Instructions

You may use this form to ask the Harris County Appraisal District to correct the owner's name or the mailing address on a business personal property account. After completing the form mail it back to the Harris County Appraisal District at the address above. If you are delivering this form bring it to our Information & Assistance Division located at 13013 Northwest Fwy. If you have any questions, please call (713) 957-7800.

Please Print or Type All Information

1. Type of Request	<input type="checkbox"/> Add new ownership information	<input type="checkbox"/> Correct error in existing owner's name
	<input type="checkbox"/> Update or correct owner's mailing address	<input type="checkbox"/> Update or correct property location address Date address changed: _____
	<input type="checkbox"/> Current year correction	<input type="checkbox"/> Prior year correction for years _____

2. Ownership Information	Owner's Name		
	Business Name (if different)		
	Mailing Address		
	City	State	ZIP Code
	Telephone (area code and number)		

3. Property Description	Property Address:	
	Date Purchased (if applicable)	HCAD Account No.:
	From Whom Purchased	

4. Affirmation	I am owner of the property described above and request the Harris County Appraisal District to correct its records to reflect the information listed above.	
	Signature _____	Date _____
	Printed Name _____	Title _____

Any person who makes a false entry upon the foregoing record may be subject to one of the following penalties;
1) confinement in jail for a term up to 1 year or a fine not to exceed \$3,000 or both such fine and imprisonment;
2) confinement of up to 1 year in a community correctional facility; 3) imprisonment of not more than 10 years and/or a fine of not more than \$10,000 or both such fine and imprisonment as set forth in Section 37.10, Penal Code.

AMENDMENT TO THE ARTICLES OF INCORPORATION OF A TEXAS NON-PROFIT CORPORATION

Articles 4.01-4.05 of the Texas Non-Profit Corporation Act govern amendments to the articles of incorporation of non-profit corporations. This summary is designed to provide information on procedural matters. The summary and the information provided are not substitutes for the advice of an attorney. It is recommended that the services of an attorney be obtained for information and advice concerning amendments to the articles of incorporation. **THE OFFICE OF THE SECRETARY OF STATE DOES NOT PROVIDE A FORM FOR ARTICLES OF AMENDMENT.**

A corporation may amend its articles of incorporation at any time and in as many respects as may be desired, so long as the articles as amended contain only such provisions as are lawful under the Act. Amendments may be adopted to change the language of an existing article, to add an article or to delete an article. If extensive amendments are proposed, the corporation may wish to consider filing restated articles of incorporation pursuant to article 1396-4.06 of the Texas Non-Profit Corporation Act. Forms for restated articles are not provided by this office.

Amendments are adopted in the following manner:

If the corporation has members with voting rights, the board of directors adopts a resolution setting forth the proposed amendment. The resolution is submitted to a vote at a meeting of the members. The proposed amendment is adopted upon receiving the vote of two-thirds of the votes which members present, in person or by proxy, were entitled to cast. In the alternative, amendments may be adopted by the unanimous written consent of the members.

If the corporation has no members or no members with voting rights, the amendment is adopted by a majority vote of the board of directors. In addition, there are certain specific nonsubstantive amendments which may be adopted by majority vote of the board of directors of a corporation which has members with voting rights.

Articles of Amendment must contain the following information:

1. The name of the corporation. If the amendment changes the name of the corporation, the name of the corporation as it currently appears on the records of the secretary of state should be stated.
2. The amendment:
 - (a) If the amendment changes an existing article, an identification of the article number being changed and a statement of the text of the article as it is amended to read.
 - (b) If the amendment deletes an existing article, an identification of the article number being deleted.
 - (c) If the amendment adds an article, an identification of the new article number and a statement of the article as it will read.

3. If there are members having voting rights:
 - (a) A statement setting forth:
 - (1) the date of the meeting of members at which the amendment was adopted;
 - (2) that a quorum was present; and
 - (3) that the amendment received at least a two thirds vote of the members.
 - (b) Or in the alternative, a statement that the amendment was adopted by a consent in writing signed by all members entitled to vote.
4. If there are no members, or no members having voting rights, a statement setting forth:
 - (a) that there are no members or no members with voting rights; and
 - (b) the date of the meeting of the board of directors at which the amendment was adopted; and
 - (c) a statement that the amendment received the vote of a majority of directors.

The filing fee for articles of amendment is \$25.00. Personal checks and MasterCard®, Visa®, and Discover® are accepted in payment of the filing fee. Fees paid by credit card are subject to a statutorily authorized convenience fee of 2.7% of the total fees.

An authorized officer of the corporation must sign the articles of amendment (they do not need to be notarized). Two copies of the amendment along with the filing fee should be mailed to the Secretary of State, Business and Public Filings Division, Corporations Section, P.O. Box 13697, Austin, Texas 78711. The delivery address is the James Earl Rudder Office Building, 1019 Brazos, Austin, Texas 78701. We will place one document on record and, *if a duplicate copy was provided for such purpose*, return a file-stamped copy to the submitter. Contact the Corporations section by telephone at (512) 463-5555, by dialing 7-1-1 for relay services, or by fax at (512) 463-5709. E-mail inquiries may be directed to corphelp@sos.state.tx.us. Additional forms and information also may be obtained from our website at <http://www.sos.state.tx.us>.

Prior to signing, please review carefully the statements set forth in the document. A person commits an offense under the Texas Non-Profit Corporation Act if the person signs a document knowing it is false in any material respect with the intent that the document be delivered to the Secretary of State for filing. The offense is a Class A misdemeanor.

Tax exempt status under section 501(c) of the Internal Revenue Code is granted by the Internal Revenue Service; any questions concerning procedures or requisite language in organizational documents for tax exemption purposes should be directed to the IRS.

Form 404—General Information
(Articles of Amendment—Business and Professional Corporations)

The attached form may be used for filing articles of amendment for a business corporation or professional corporation. The form is drafted to meet minimal statutory filing requirements pursuant to the relevant statutory provisions. *This form and the information provided are not substitutes for the advice and services of an attorney and tax specialist. No warranty is made regarding the suitability of this form for any particular purpose as no sample form can meet the particular requirements of a specific transaction.*

Commentary

Articles 4.01-4.06 of the Texas Business Corporation Act govern amendments to the articles of incorporation of Texas business corporations and professional corporations. A corporation may amend its articles of incorporation at any time and in as many respects as may be desired, *so long as the articles as amended contain only such provisions as are lawful under the Act.* Amendments may be adopted to change the language of an existing article, to add an article or to delete an article. If extensive amendments are proposed, the corporation may wish to consider filing restated articles of incorporation pursuant to article 4.07 of the Texas Business Corporation Act. This office does not however provide forms for restated articles.

Procedural Information

In general, amendments are adopted in the following manner:

- **IF SHARES HAVE BEEN ISSUED:** The board of directors adopts a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the shareholders. Written or printed notice setting forth the proposed amendment is given to each shareholder of record entitled to vote not less than ten (10) nor more than sixty (60) days before the date of the meeting, either personally, by electronic transmission, or by mail. (Please refer to the Texas Business Corporation Act for further information and for requirements regarding the means and manner of providing notice electronically.)

The proposed amendment is adopted upon receiving the affirmative vote of two-thirds of the outstanding shares entitled to vote. If any class or series of shares is entitled to vote as a class, the amendment must receive the affirmative vote of two-thirds of the shares within each class or series that is entitled to vote as a class. Any number of amendments may be submitted to the shareholders and voted on at one meeting. In the alternative, amendments may be adopted by unanimous written consent of the shareholders.

- **IF NO SHARES ISSUED:** When no shares have been issued the amendment is adopted by a resolution of the board of directors and the provisions for adoption by shareholders do not apply.

Instructions for Form

- **Article 1—Corporate Name and Filing Number:** The articles of amendment must contain the legal name of the corporation. *If the amendment changes the name of the corporation, the name of the corporation as it currently appears on the records of the secretary of state should be stated.* Provide the filing number issued by the secretary of state to facilitate processing of the document.

- **Article 2—Amended Name:** This form is designed to provide a standardized amendment form to effect a change of name for the corporation. If the legal name of the corporation is to be changed,

state the new name of the corporation in Article 2. Please note that the legal name of the corporation must include an appropriate organizational designation. If the entity is a business corporation, the name must include the word "Corporation," "Incorporated," "Company," or "Limited" or an accepted abbreviation of such term. If the corporation is a professional corporation, then the name must include the words "Professional Corporation" or the abbreviation "P.C." or any of the organizational designations used for a business corporation.

The new corporate name will be checked for availability on submission of the articles of amendment. If the new name of the entity is the same as, deceptively similar to, or similar to the name of an existing corporation, limited partnership, or limited liability company, name reservation or name registration on file with the secretary of state, then the document cannot be filed. If you wish the secretary of state to provide a preliminary determination on name availability, you may call (512) 463-5555, dial 7-1-1 for relay services, or e-mail your name inquiry to corpinfo@sos.state.tx.us. A final determination cannot be made until the document is received and processed by the secretary of state. Do not make financial expenditures or execute documents based on a preliminary clearance.

If the corporation does not seek to make any other changes to its articles of incorporation, proceed to Article 5 of the form.

• **Article 3—Changes to Registered Agent and/or Registered Office:** It is not necessary to file articles of amendment if the corporation seeks only to change its registered agent or its registered office. A corporation may file a statement of change of registered agent/registered office pursuant to article 2.10 of the Texas Business Corporation Act for a fee of \$15. Form 401 may be used for this purpose.

However, if the corporation is changing its name or making other changes to its articles of incorporation, complete Article 3 to effect a change to the registered agent or registered office address of the corporation. The registered agent can be either: (A) a Texas corporation or other entity, such as a limited liability company, limited partnership, or partnership organized under the laws of this state, or a foreign corporation or other foreign entity authorized to transact business in this state or (B) an individual resident of the state. The corporation cannot act as its own registered agent.


The registered office address must be an address that is generally open during normal business hours so that the registered agent may accept service of process. A post office box is not sufficient as a registered office address unless the registered office is located in a town with a population of less than 5,000.

If the corporation does not seek to make any other changes to its articles of incorporation, proceed to Article 5 of this form.

• **Article 4—Other Provisions to be Altered, Added, or Deleted:** Use the space provided in Article 4 to make alterations or changes to other provisions in the articles of incorporation.

- If the amendment alters or changes an existing article or provision in the articles of incorporation, then you must include an identification of the article number or description of the altered provision and a statement of the text of the article or provision as it is amended to read.
- If the amendment deletes an existing article or provision in its entirety, then include a statement to that effect and a reference to the article number or provision being deleted.
- If the amendment is an addition to the articles of incorporation, then include a statement of that fact and the full text of each provision added.

If the space provided is insufficient, you may include the provisions as an attachment to this form.

Form 404 (revised 9/05)	This space reserved for office use.
Return in duplicate to: Secretary of State P.O. Box 13697 Austin, TX 78711-3697 512 463-5555 FAX: 512/463-5709 Filing Fee: \$150	 Articles of Amendment Pursuant to Article 4.04, Texas Business Corporation Act

Article 1 –Name

The name of the corporation is as set forth below:

State the name of the entity as it is currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name in Article 1.

The filing number issued to the corporation by the secretary of state is: _____

Article 2—Amended Name

(If the purpose of the articles of amendment is to change the name of the corporation, then use the following statement)

The amendment changes the articles of incorporation to change the article that names the corporation.
 The article in the Articles of Incorporation is amended to read as follows:

The name of the corporation is (state the new name of the corporation below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term. The name must not be the same as, deceptively similar to, or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

Article 3 –Amendment to Registered Agent/Registered Office

The amendment changes the articles of incorporation to change the article stating the registered agent and the registered office address of the corporation. The article is amended to read as follows:

Registered Agent of the Corporation

(Complete either A or B, but not both. Also complete C.)

☐ A. The registered agent is an organization (cannot be corporation named above) by the name of:

OR

☐ B. The registered agent is an individual resident of the state whose name is set forth below.

First Name	MI	Last Name	Suffix

Registered Office of the Corporation (Cannot be a P.O. Box.)

C. The business address of the registered agent and the registered office address is:

Street Address	City	State	Zip Code
		TX	

Article 4 – Other Altered, Added, or Deleted Provisions

Other changes or additions to the articles of incorporation may be made in the space provided below. If the space provided is insufficient to meet your needs, you may incorporate the additional text by providing an attachment to this form. Please read the instructions to this form for further information on format.

Text Area (The attached addendum, if any, is incorporated herein by reference.)

Article 5—Statement of Approval

The amendments to the articles of incorporation have been approved in the manner required by the Texas Business Corporation Act and by the constituent documents of the corporation.

Effectiveness of Filing

A. ☐ This document will become effective when the document is filed by the secretary of state.

OR

B. ☐ This document will become effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is _____

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a false or fraudulent document.

Date

Signature of Authorized Officer

**Form 401—General Information
(Change of Registered Agent/Office)**

The attached form is drafted to meet minimal statutory filing requirements pursuant to the relevant code provisions. This form and the information provided are not substitutes for the advice and services of an attorney and tax specialist.

Commentary

This form has been promulgated to comply with the provisions of the Texas Business Organizations Code (BOC) as well as prior law regarding changes to registered agent and office of entities filed with the secretary of state. There are not substantive differences in the filing of the statement under prior law and under the BOC. Consequently, instructions for the form only make statutory references to the BOC.

Section 5.202 of the BOC specifies the procedure to be followed when a Texas or foreign filing entity that is subject to the BOC desires to make changes to its registered office or registered agent. On acceptance of the statement of change by the secretary of state, the statement is effective as an amendment to the appropriate provision of the entity's certificate of formation or the foreign filing entity's registration. Since an entity may be terminated or its registration revoked for failure to maintain a registered office and agent, any change should be submitted promptly. Changes to registered office and agent may also be included as part of a certificate of amendment or restated certificate, as an amendment in a plan of merger, and in the certificate of formation for a converted entity. Use this form if the only changes to be made to the certificate of formation or registration are to the registered office or agent or both.

Unincorporated nonprofit associations, Texas financial institutions, or defense base development authorities should use form 707 rather than this form to change the statement of appointed agent.

Instructions for Form

- **Entity Information:** The statement of change must contain the legal name of the entity. It is recommended that the file number assigned by the secretary of state be provided to facilitate processing of the document. In addition, the name of the entity's current registered agent and current registered office address must be provided.
- **Changes to Registered Office and/or Registered Agent.** Complete this section to effect a change to the registered agent or registered office address. The registered agent can be either (option A) a domestic entity or a foreign entity that is registered to do business in Texas or (option B) an individual resident of the state. The filing entity cannot act as its own registered agent.

If the registered office is changed, complete section C. The registered office must be located at a street address where service of process may be personally served on the entity's registered agent during normal business hours. Although the registered office address is not required to be the entity's principal place of business, the registered office may not be solely a mailbox service or a telephone answering service (BOC § 5.201).

The statement of change must recite that the street address of the registered office is the same as the registered agent's business address.

- **Statement of Approval:** As required by section 5.024 of the BOC, the form includes a recitation that the change specified in the statement is authorized by the entity. While the statement of change has the effect of amending the entity's certificate of formation or registration, the BOC does not provide that the procedures to amend the certificate of formation are applicable. In general, the statement of change should be adopted and approved by the governing persons or by a person authorized to act on behalf of the entity.
- **Effectiveness of Filing:** A statement of change becomes effective when filed by the secretary of state (option A). However, pursuant to sections 4.052 and 4.053 of the BOC the effectiveness of the instrument may be delayed to a date not more than ninety (90) days from the date the instrument is signed (option B). The effectiveness of the instrument also may be delayed on the occurrence of a future event or fact, other than the passage of time (option C). If option C is selected, you must state the manner in which the event or fact will cause the instrument to take effect and the date of the 90th day after the date the instrument is signed. In order for the instrument to take effect under option C, the entity must, within ninety (90) days of the filing of the instrument, file a statement with the secretary of state regarding the event or fact pursuant to section 4.055 of the BOC.

On the filing of a document with a delayed effective date or condition, the computer records of the secretary of state will be changed to show the filing of the document, the date of the filing, and the future date on which the document will be effective or evidence that the effectiveness was conditioned on the occurrence of a future event or fact.

- **Execution:** Pursuant to section 4.001 of the BOC, the statement of change must be signed by a person authorized by the BOC to act on behalf of the entity in regard to the filing instrument. Generally, a governing person or managerial official of the entity signs a filing instrument.

The statement of change need not be notarized. However, before signing, please read the statements on this form carefully. *A person commits an offense under section 4.008 of the BOC if the person signs or directs the filing of a filing instrument the person knows is materially false with the intent that the instrument be delivered to the secretary of state for filing. The offense is a Class A misdemeanor unless the person's intent is to harm or defraud another, in which case the offense is a state jail felony.*

- **Payment and Delivery Instructions:** The filing fee for a change of registered office/agent is \$15, unless the filing entity is a nonprofit corporation or a cooperative association. The filing fee for a nonprofit corporation or a cooperative association is \$5. Fees may be paid by personal checks, money orders, LegalEase debit cards, or MasterCard, Visa, and Discover credit cards. Checks or money orders must be payable through a U.S. bank or financial institution and made payable to the secretary of state. Fees paid by credit card are subject to a statutorily authorized convenience fee of 2.7 percent of the total fees.

Submit the completed form in duplicate along with the filing fee. The form may be mailed to P.O. Box 13697, Austin, Texas 78711-3697; faxed to (512) 463-5709; or delivered to the James Earl Rudder Office Building, 1019 Brazos, Austin, Texas 78701. If a document is transmitted by fax, credit card information must accompany the transmission (Form 807). On filing the document, the secretary of state will return the appropriate evidence of filing to the submitter together with a file-stamped copy of the document, if a duplicate copy was provided as instructed.

From: InterAmerican Coffee

832 912 7072

09/18/2012 06:55

#707 P.022/026



17171 PARK ROW
SUITE 250
HOUSTON, TEXAS 77084
(281) 579-1784
(281) 579-1785 FAX

January 30, 2009

Cherry Meadows Community Association, Inc.
c/o Ms. Janet N. Hampton
C.K.M. Property Management, Inc.
P. O. Box 160
Tomball, Texas 77377-0160

Re: First Amendment to the Bylaws of Cherry Meadows Community Association, Inc.

Dear Janet:

Enclosed is the original First Amendment to the Bylaws of Cherry Meadow Community Association, Inc. as recorded under Harris County Clerk's File No. 20090029874 on January 26, 2009.

If you have any questions, please do not hesitate to call.

Sincerely,

MESSOCK & WALTON

By:

Jeffrey J. Messock

JJM:sml

Enclosure

\\hoacoll\31-0667.1

20090029874
01/26/2009 RPS \$20.00

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FIRST AMENDMENT TO THE BYLAWS OF
CHERRY MEADOWS COMMUNITY ASSOCIATION, INC.

for
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WHEREAS, on November 23, 1999, Bill Richardson, Kevin Brolin and Richlan James Development, LLC, filed and recorded the Declaration of Covenants, Restrictions and Easements for Cherry Meadows (the "Declaration"), under County Clerk's File Number U093650 of the Real Property Records of Harris County, Texas; and

WHEREAS, pursuant to the Declaration there has heretofore been formed an entity named Cherry Meadows Community Association, Inc., (hereinafter referred to as the "Association"), a Texas non-profit corporation, the purposes of which in general are the collection, expenditure and management of the maintenance assessments of the Association, enforcement of the Declaration for Cherry Meadows and all amendments thereto providing for the maintenance, preservation and architectural control within the project, the general overall supervision of all the affairs and well being of the project and the promotion of the health, safety and welfare of the residents within the project; and

WHEREAS, the Bylaws of Cherry Meadows Community Association, Inc. (the "Bylaws") provide for the internal governance of the Association and the rights and obligations of the owners, directors and officers created thereby.

WHEREAS, on May 28, 2008, the majority of the Board members present at a duly called meeting at which a quorum was present, have heretofore approved a change in the terms of the directors of the Association, all in accordance with applicable provisions of the Declaration and of the Articles of Incorporation and By-laws of the Association. Accordingly, the following provisions of the By-laws are amended as follows:

Article 7.2, entitled Term of Office shall be deleted and the following is substituted therefore:

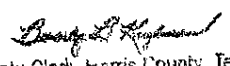
Section 2. Term of Office. *At the 2009 annual meeting, the members shall elect three (3) directors for a term of 1, 2 and 3 years. At each annual meeting thereafter, the members shall elect a director to fill the position of the director whose term has expired at the time of the annual meeting, each to serve for a term of two (2) years. For convenience and clarity, the directors' positions and terms for the 2009 annual meeting may be identified as follows:*

*Position 1 shall expire at the 2010 annual meeting;
Position 2 shall expire at the 2011 annual meeting; and
Position 3 shall expire at the 2012 annual meeting.*

Cherry Meadows Community Association, Inc., by and through its Board of Directors hereby approves and consents to the foregoing First Amendment to the Bylaws for Cherry Meadows Community Association, Inc.

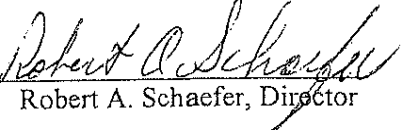
FILED FOR RECORD
8:00 AM

JAN 26 2009


County Clerk, Harris County, Texas

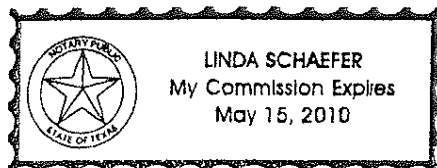
By: 
Jason Kelly, Director

By: 
Walter LeBlanc, Director

By: 
Robert A. Schaefer, Director

STATE OF TEXAS §
 COUNTY OF HARRIS §

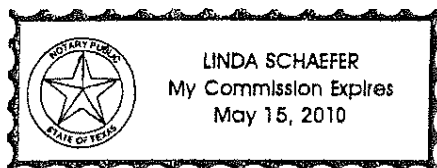
This instrument was acknowledged before me on the 18th day of January, 2009, by JASON KELLY, Director of Cherry Meadows Community Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



Linda Schaefer
 NOTARY PUBLIC in and for the
 STATE OF TEXAS
 Name: Linda Schaefer
 My Commission Expires: May 15, 2010

STATE OF TEXAS §
 COUNTY OF HARRIS §

This instrument was acknowledged before me on the 18th day of January, 2009, by WALTER LEBLANC, Director of Cherry Meadows Community Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



Linda Schaefer
 NOTARY PUBLIC in and for the
 STATE OF TEXAS
 Name: Linda Schaefer
 My Commission Expires: May 15, 2010

STATE OF TEXAS §
 COUNTY OF HARRIS §

This instrument was acknowledged before me on the 20th day of January, 2009, ROBERT A. SCHAEFER, Director of Cherry Meadows Community Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



Kathleen Sanvido
 NOTARY PUBLIC in and for the
 STATE OF TEXAS
 Name: Kathleen Sanvido
 My Commission Expires: 10/13/2012

AFTER RECORDING
 RETURN TO:

Jeffrey J. Messock
 17171 Park Row, Suite 250
 Houston, Texas 77084
 \hoa\515-0667.by-law\

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.
 THE STATE OF TEXAS
 COUNTY OF HARRIS
 I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped herein by me, and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas on

JAN 26 2009



Dorely B. Kaufman
 COUNTY CLERK
 HARRIS COUNTY, TEXAS

