

CHAMPIONS COLONY III MAINTENANCE ASSOCIATION, INC.

BY-LAWS

ARTICLE I - REFERENCES

These By-Laws are adopted in accordance with and are in conformance with the following:

1. Articles of Incorporation of Champions Colony III Maintenance Association, Inc., by the State of Texas, Charter Number 402497, dated April 1, 1977.
2. Restrictions for Champions Colony III Subdivision, File No. F481356, Film Code No. 167-19-1042 of the Records of Harris County, dated June 10, 1977.
3. Amendment to Restrictions for Champions Colony III Subdivision, File Number F516405, Film Code No. 189-17-0135 in the Records of Harris County, dated February 16, 1978.
4. Amendment to Restrictions for Champions Colony III Subdivision, File Number H147685, Film Code No. 195-94-1961 in the Records of Harris County, dated September 17, 1981.

ARTICLE II - DEFINITIONS

The Definitions set out in Reference 2, above, are adopted for the purposes of these By-Laws.

ARTICLE III - MEMBERSHIP

Every person or entity who is an owner of any of the lots which are subject to the maintenance charge assessment by the Champions Colony III Maintenance Association, Inc. shall be a member of the Champions Colony III Maintenance Association, Inc. (herein known as the Association). Each Member shall be entitled to one (1) vote for each lot in which he holds the interest required for membership. Voting shall be by a Member or by a proxy designated in writing by the Member.

ARTICLE IV - ADMINISTRATION

1. Board of Directors

The Association shall be governed by a Board of Directors (herein known as the Board) consisting of seven (7) directors who shall be elected at the annual meeting of the Association. The initial Board of Directors as provided for in these By-Laws may be elected at a Special Meeting called for that purpose.

2. Duties and Authority of Board of Directors

The Board shall manage and administer the affairs of the Association and shall have all such duties, rights, powers and authority given to it by the Restrictions, Articles of Incorporation or these By-Laws, and may, from time to time, delegate by the Association, in addition to the following:

- a. To elect officers of the Association as hereinafter provided.
- b. To administer the affairs of the Council and the common elements and common interests of the property and the Lot Owners.

- c. To keep or cause to be kept sufficient books and records with a detailed account of receipts and expenditures affecting the project and its administration, and specifying the maintenance and repair expenses. Both the books and vouchers accrediting the Association shall be kept in accordance with good accounting procedures and shall be audited at least once a year by an auditor outside of the Association.
- d. To engage the services of a Manager or a Managing Agent who shall manage and operate the project for all Lot Owners, upon such terms and conditions and for such compensation, and with such duties and authority as the Board may specify.
- e. To formulate and enforce policies, rules and regulations from time to time to govern the use, management and operation of the project, without depriving any Lot Owner of the rights and privileges given to him by the Subdivision Restrictions.
- f. To plan and submit to the Association at its annual meeting for approval an annual budget for the estimated common expenses for the maintenance, repair, upkeep, protection, insurance replacement, management and administration of the common elements and to provide the manner of assessing and collecting from the Lot Owners their *pro rata* share of such budgeted expenses.
- g. To provide for the designation, hiring and removal of employees and other personnel, including bookkeepers and accountants, and to engage and contract for the services of others, and in general, to make purchases of labor, materials and/or services for the repair, upkeep, maintenance, replacement, protection, insurance, management or administration of the Subdivision, and in general, to perform such other acts which are required for the efficient management and administration of the Subdivision.

3. **Term of Office**
At the first meeting of the Board, the term of four (4) Directors shall be fixed at two (2) years and the term of office of all other Directors shall be fixed at one (1) year. At the expiration of the initial term of office of each Director, his successor shall be elected to serve a term of two (2) years. Board Directors will serve without any pay or compensation for their services as such.

4. **Vacancies**
Vacancies on the Board caused by any reason other than removal of a Board Director by a vote of the Members of the Association, shall be filled for the unexpired term by vote of the majority of the remaining Board Directors, even though the remaining Board Directors may be less than a Quorum.

5. **Resignation**
Any Director of the Board may resign at any time by giving written notice of resignation to the President or other officer.

6. **Automatic Resignation and Removal**
Any Board Director who sells or otherwise disposes of Ownership in his Lot shall be deemed to have automatically resigned from the Board.

7. **Removal by Membership**

At any Special Meeting called for the purpose, the Membership by majority vote of those Members attending or represented by proxy, may remove any Director or Directors from the Board, with or without cause, provided that a successor or successors shall then and there be elected by the Membership to fill the unexpired terms of those removed.

8. **First Meeting**

The first meeting of the newly elected Board shall be held within ten (10) days after its election at such place as the Board shall fix at the meeting at which the Board was elected, and no notice shall be necessary to the newly elected Directors in order to legally constitute such a meeting, provided that a majority of the whole Board shall be present.

9. **Regular Meetings**

Regular meetings of the Board may be held at such time and place as a majority of the Board Directors may determine from time to time, but at least six (6) meetings shall be held during each calendar year. Notices of regular meetings may be given by mail, in person or by telephone at least three (3) days prior to the meeting date.

10. **Special Meetings**

Special Meetings of the Board may be called by the President on three (3) days notice as in the case of regular meetings, stating the time, place, date and general purpose of the meeting. Special Meetings of the Board shall be called by the President or the Secretary in like manner and on like notice or written request of at least three (3) Board Directors.

11. **Waiver of Notice**

Before or at any meeting of the Board, the presence of at least four (4) Directors shall constitute a Quorum for the transaction of business, and the acts and decisions of a majority of the Directors present at a meeting at which a Quorum is present shall be decisive of all questions.

12. **Quorum**

At all meetings of the Board, the presence of at least four (4) Directors shall constitute a Quorum for the transaction of business, and the acts and decisions of a majority of the Directors present at a meeting at which a Quorum is present shall be decisive of all questions.

ARTICLE V - OFFICERS

Designation

The principle officers of the Board shall be a President, a Vice-President, a Secretary and a Treasurer. The office of Secretary and Treasurer may be held by the same person at the same time. The Board may appoint other officers as in their judgment may be desirable.

Election of Officers

The officers of the Association shall be elected and appointed annually by the Board at the organizational meeting of each new Board and these officers shall hold office at the pleasure of the Board.

Removal of Officers

Any officer may be removed at any time, with or without cause, by a majority vote of the Board or the Association at any regular meeting or Special Meeting called for that purpose.

President

The President shall also be a Member of the Board. He shall be the chief executive officer of the Association and shall preside over meetings of the Board and the Association. He shall have all general powers and duties which are usually vested in the office of President of any organization.

Vice-President

The Vice-President shall take the place of the President and perform his duties whenever the President is absent or unable to act.

Secretary

The Secretary shall keep the minutes of all meetings of the Board and the Association and in general perform all the duties incident to the office.

Treasurer

The Treasurer shall have responsibility for the Association funds and securities and shall be responsible for keeping the financial records and books of account.

Vacancies

Vacancies in any office may be filled by the Board at any meeting.

Compensation

All officers, with the exception of the Treasurer, shall serve without pay or compensation. If a Managing Agent is employed by the Board, he may be compensated for his services relative to that position. The Treasurer may be compensated for services rendered at the discretion of the Board.

Committees

The Board will appoint Committees to assist in the management of the Association. These Committees, consisting of a Chairperson and two (2) Directors, will perform the duties assigned to them by the Board. The following Committees will be appointed by the Board:

Architectural Control Committee

This Committee will be responsible for carrying provisions of Article IV of the Subdivision Restrictions. In the event that a Property Owner does not accept a decision of the Architectural Control Committee, he may appeal in writing within ten (10) days from the preliminary decision of the committee to the Board. The Board will then have fifteen (15) days within which to reach a final decision on the matter.

Restrictions Committee

This Committee will be responsible for the enforcement of the restrictions as set forth in the Restrictions of the Subdivision, recorded under Harris County Clerk's File No. F481356 and as amended under Harris County clerk's File No. F516406 and H147685 of the Real Property Records of Harris County, Texas. Property Owners will be advised in writing of violations of restrictions and will be given fifteen (15) days in which to correct the violation. The Property Owner may appeal a decision of the Restrictions Committee to the Board in writing within these same fifteen (15) days. The Board will then have fifteen (15) days within which to reach a final decision on the matter. Failure of the Property Owner to correct the violation will be subject to legal action by the Association.

Landscape Committee

The Landscape Committee will supervise the work of the contractor employed for the maintenance of the lawn, garden and common areas in the Subdivision. As required, the Landscape Committee will submit recommendations regarding maintenance to the Board.

ARTICLE VI - MEETINGS

Annual Meeting

The annual Meeting of the Association will be held at a time and place selected by the Board and notice of such meeting will be furnished to each Lot Owner not less than twenty (20) days prior to the date of the meeting. The agenda for the meeting will include:

1. Report by the President on the current status of the Association and the Subdivision
2. A financial report to include a statement of income and expense and a balance sheet
3. A budget for the following Year
4. Reports by all Committees
5. Comments and questions by Members of the Association
6. Election of Directors.

Special Meeting

Special Meetings of the Association may be called by the President or by a majority of the Directors of the Board, or by Lot Owners representing at least twenty-five (25) percent of the Members of the Association. Notice of Special Meetings shall be in writing and may be mailed or personally delivered, and shall state the date, time, place and general purpose of the meeting. No business shall be transacted at any Special Meeting which is not generally stated in such notice, unless Lot Owners representing at least fifty-one (51) percent of the Lot Owners, either in person or by proxy, consent to the transaction of such other business.

Quorum

A Quorum of Lot Owners for any meeting of the Association shall be constituted by Lot Owners representing at least fifty-one (51) percent of the Members of the Association. If any meeting of the Association cannot be organized because a Quorum is lacking, then by a majority vote of the Lot Owners present, the meeting may be adjourned to the same hour on a date not less than ten (10) nor more than thirty (30) days from the date on which such meeting was to have been originally held. At any such adjourned meeting a Quorum shall be constituted by Lot Owners present in person or in proxy. Notice of the adjourned meeting shall be given in the same manner as for the originally scheduled meeting.

Order of Business

The Order of Business at all meetings of the Association shall be determined by the presiding officer of such meeting, unless the Association by majority vote at such meeting determines otherwise, in which case the Association shall fix the Order of Business except as provided in the annual meeting agenda above..

ARTICLE VII - AMENDMENTS

These By-Laws may be amended or modified from time to time by a majority vote of the Association at any regular meeting or Special Meeting called for that purpose. All amendments shall be filed for record in the Records of Harris County, Texas.

In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Restrictions and these By-Laws, the Restrictions shall control.

ARTICLE VIII - SEVERABILITY

If any Article, paragraph, sentence, clause or phrase of these By-Laws or the application thereof in any circumstance shall be held invalid or unenforceable, the validity or enforceability of the remainder of the By-Laws or of the application of any such Article, paragraph, sentence, clause or phrase in any other circumstance shall not be affected thereby.

DATED AND ADOPTED by the Champions Colony III Maintenance Association, Inc., a Texas Non-Profit Corporation, at a Regular Meeting of the Board of the Association called for that purpose, this the 30th day of MARCH, 2005.

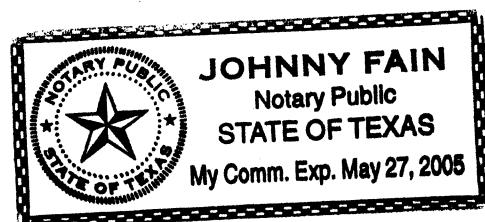
CHAMPIONS COLONY III MAINTENANCE ASSOCIATION, INC.

BY: Alma S. Bokel
President

ATTEST:

BY: Lucy M. Reeves
Secretary

Subscribed And Sworn before me
This April 1 day
of 2005
Notary Public
My commission expires May 27, 2005



CHAMPIONS COLONY III MAINTENANCE ASSOCATION INC
310 Champions Colony III
Houston, Texas 77069

To; Harris County Court
From; Champions colony III Maintenance Association Inc

Subject; Filing of Dedicatory Instruments

Champions Colony III Maintenance Association Inc wishes to file the following dedicatory instruments with Harris County.

1. Champions Colony III Maintenance Association Inc By-Laws containing Six (6) pages.
2. Champions Colony III Maintenance Association Inc Articles of Incorporation containing containing four (4) pages.
3. Management Certificate to include official address of Champions Colony III Maintenance Association Inc containing one (1) page.
4. Special Board Meeting dated July 25, 2005 assessing a \$10.00 per Month late fee for unpaid maintenance fee assessments containing one (1) page.

HARRIS COUNTY
BEVERLY KAUFMAN
COUNTY CLERK

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RP3
\$60.00