

**AMENDED BY-LAWS
OF
LAKES OF PINE FOREST
HOMEOWNERS ASSOCIATION, INC.**

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AMENDED BY-LAWS
OF
LAKES OF PINE FOREST
HOMEOWNERS ASSOCIATION, INC.

WHEREAS said Article 8, Section 8.1 of the By-Laws provides that the By-Laws of the Association may be amended by vote of a majority of a quorum of the Association Board of Directors present in person or by proxy at a meeting for that purpose;

WHEREAS at a meeting held on February 21, 2014, a majority of a quorum of the Association Board of Directors voted to ratify these Amended By-Laws, same are hereby amended and supplemented in their entirety to read as follows:

ARTICLE 1
OFFICES AND PURPOSES

Section 1.1 Offices. The initial principal business office of the Lakes of Pine Forest Homeowners Association, Inc. (the "Association") shall be at 7676 Woodway, Suite 104, Houston, Texas 77063. The Association may have such other business offices within or without the State of Texas as the Board of Directors may from time to time establish. Please see the most recently filed Management Certificate of the Association on file with the Harris County Clerk for the most up-to-date information regarding the Association's business office and management company information.

Section 1.2 Purposes. The purpose or purposes for which the Association is organized are to have and to exercise any and all rights, powers and privileges which a corporation organized under the Texas Non-Profit Corporation Act may now or hereafter have or exercise, unless inconsistent with the provisions of this Article, including, without limitation, to exercise all the rights, powers and privileges and to perform all the duties and obligations of the Association, as set forth in these By-Laws and in that certain Declaration of Covenants, Conditions and Restrictions, Lakes of Pine Forest, a true and correct copy of which is attached hereto as Exhibit "A" and incorporated herein by reference for all purposes (together With any amendments thereto, the "Declaration") covering that certain real property in Harris County, Texas, which is more particularly described in that certain plat of Lakes of Pine Forest, Section One and Lakes of Pine Forest, Section 2, subdivisions in Harris County, Texas, according to the map or plat thereof recorded under Film Codes No. 530249 and 530256, respectively, of the Map Records of Harris County, Texas (the "Subdivision")

ARTICLE 2
DEFINITIONS

Section 2.1. "Association" shall mean and refer to Lakes of Pine Forest Homeowners Association, Inc., its successors and assigns.

Section 2.2. "Properties" shall mean and refer to that certain real property described in the Master Declaration(s) of Covenants, Conditions and Restrictions for

Lakes of Pine Forest Homeowners Association, Inc., filed for record in the office of the County Clerk of Harris County, Texas under Clerk's File No. W818777, and all supplements, amendments or annexations thereto.

Section 2.3. "Lot" shall mean "Lot" shall mean and refer to any portion of the Properties upon which a Single Family Residence has been constructed or sold to Members, excluding reserve tracts, but including Lots created by the platting or replatting of a reserve tract. "Lots" shall mean and refer to each Lot and all of them.

Section 2.4. "Declaration" shall mean and refer to the Master Declaration(s) of Covenants, Conditions and Restrictions for Lakes of Pine Forest Homeowners Association, Inc., filed for record in the office of the County Clerk of Harris County, Texas under Clerk's File No. W818777, and all supplements or amendments thereto, including but not limited to the Supplemental Master Declaration filed for record in the office of the County Clerk of Harris County, Texas under Clerk's File No. 20140625650.

ARTICLE 3 MEMBERS

Section 3.1 Membership. Any person, firm, corporation or other entity, upon becoming an owner of record title to one of the one-hundred sixteen (116) Lots in Lakes of Pine Forest, Section 1, the one-hundred twenty (120) Lots in Lakes of Pine Forest, Section 2 in the Subdivision, or any of the additional Lots annexed into the Association now or in the future shall automatically become a member of the Association, sometimes hereafter referred to as "Owner(s)" or "Member(s)", and be subject to these By-Laws. Such membership shall terminate without any formal corporate action whenever such person ceases to be an owner of record title to such Lot, but such termination shall not relieve or release any such former Owner and Member from liability or obligations incurred under or in any way connected with the Subdivision during the period of such ownership and membership in the Association, or impair any rights or remedies which the Association or others may have against such former Owner and Member arising out of or in any way connected with such ownership and membership and the covenants and obligations incident thereto. No certificates of Stock shall be issued by the Association, but the Board of Directors may, if it so elects, issue membership cards to the Members. Such membership card shall be surrendered to the Secretary whenever ownership of a Lot designated thereon shall terminate. Each Owner shall have the affirmative duty and obligation to provide and update, within thirty (30) days after a material change has occurred, to the Association, (i) the full name and address of the Owner, (ii) the full name of each individual family member who resides within the Residence of the Owner; (iii) the business address, occupation and telephone numbers of the Owner; (iv) the description and license plate number of each automobile owned or used by the Owner and brought within the Subdivision, (v) the name, address and telephone numbers of other local individuals who can be contacted (in the event the Owner cannot be located) in case of an emergency, and (vi) such other information as may be reasonably requested from time to time by the Association. Each Member must be a Member in good standing at all times. A Resident Member is not in "good standing" if such Member is (a) in violation of any portion of the Declaration, the Design

Guidelines, the By-Laws, or any rule or regulation promulgated by the Board of Directors, or (b) delinquent in the full, complete and timely payment of any regular assessment, special assessment, individual assessment, or any other assessment, fee, charge or fine which is levied, payable or collectible pursuant to the provisions of the Declaration, these By-Laws or any rule or regulation promulgated by the Board of Directors.

Section 3.2. Voting¹. The voting rights of an owner may be cast or given: (1) in person or by proxy at a meeting of the property owners' association; (2) by absentee ballot; (3) by electronic ballot; or (4) by any method of representative or delegated voting provided by these By-Laws or the Declarations.

- Tabulation: An absentee or electronic ballot: (1) may be counted as an owner present and voting for the purpose of establishing a quorum only for items appearing on the ballot; (2) may not be counted, even if properly delivered, if the owner attends any meeting to vote in person, so that any vote cast at a meeting by a property owner supersedes any vote submitted by absentee or electronic ballot previously submitted for that proposal; and (3) may not be counted on the final vote of a proposal if the motion was amended at the meeting to be different from the exact language on the absentee or electronic ballot.
- Solicitation: A solicitation for votes by absentee ballot must include: (1) an absentee ballot that contains each proposed action and provides an opportunity to vote for or against each proposed action; (2) instructions for delivery of the completed absentee ballot, including the delivery location; and (3) the following language: "By casting your vote via absentee ballot you will forgo the opportunity to consider and vote on any action from the floor on these proposals, if a meeting is held. This means that if there are amendments to these proposals your votes will not be counted on the final vote on these measures. If you desire to retain this ability, please attend any meeting in person. You may submit an absentee ballot and later choose to attend any meeting in person, in which case any in-person vote will prevail."
- Definition of Electronic Ballot: For the purposes of this section, "electronic ballot" means a ballot: (1) given by: (A) e-mail; (B) facsimile; or (C) posting on an Internet website; (2) for which the identity of the property owner submitting the ballot can be confirmed; and (3) for which the property owner may receive a receipt of the electronic transmission and receipt of the owner's ballot.
- If an electronic ballot is posted on an Internet website, a notice of the posting shall be sent to each owner that contains instructions on obtaining access to the posting on the website.
- This section supersedes any contrary provision in a dedicatory instrument.

¹ Sec Tex. Prop. Code § 209.00592

Section 3.3. Recount. An Owner may demand a recount of election votes no later than the 15th day after the date of the meeting at which the election was held, provided that the demand for recount is:

- a. Submitted in writing, by certified mail, return receipt requested, or by delivery by the United States Postal Service with signature confirmation service to the Association's mailing address as reflected on the latest management certificate filed under Section 209.004; or
- b. Submitted in person to the Association's managing agent as reflected on the latest management certificate filed under Section 209.004 or to the address to which absentee and proxy ballots are mailed.

The Association shall, at the expense of the Owner requesting the recount, retain for the purpose of performing the recount, the services of a person qualified to tabulate votes under this subsection. The Association shall enter into a contract for the services of a person who is not a member of the Association or related to a member of the Association board within the third degree by consanguinity or affinity, as determined under Chapter 573, Government Code; and is a current or former:

- a. county judge;
- b. county elections administrator;
- c. justice of the peace; or
- d. county voter registrar; or
- e. a person agreed on by the Association and the owner requesting the recount.

Any recount under this subsection must be performed on or before the 30th day after the date of receipt of the request and payment for a recount as described above. If the recount changes the results of the election, the Association shall reimburse the requesting Owner for the cost of the recount. The Association shall provide the results of the recount to each Owner who requested the recount. Any action taken by the Board in the period between the initial election vote tally and the completion of the recount is not affected by any recount.

Section 3.4 Members. Members shall be entitled to one (1) vote on each matter with respect to which Members are entitled to vote for each Lot of which they are the Owner; provided, however, in no event shall more than one (1) vote be cast with respect to any Lot. If there is more than one Member that is an Owner of a Lot, the vote for such Lot shall be exercised as the Owners, among themselves, determine, and advise the Secretary of the Association in writing prior to the meeting at which the vote is to be cast. In the absence of such advice, the vote for such Lot shall be suspended if more than one Member seeks to exercise it. Holders of future interests shall not be considered as Owners for the purposes of voting hereunder.

Section 3.5 Annual Meeting. The first annual meeting of the Members of the Association shall be held at such time and place as shall be designated by the Board of

* See Tex. Prop. Code § 209.0057

Directors and proper notice thereof shall be given. Thereafter, there shall be an annual meeting of the Members on the second Tuesday in October of each year at such time and place as shall be specified in the notice thereof. At such meetings there shall be elected by ballot or vote of the Members, a Board of Directors in accordance with the requirements of these By-laws. The Members may also transact such other business of the Association as may properly come before them.

Section 3.6 Place of Meetings. Meetings of the Members shall be held at such place as the Board of Directors may determine.

Section 3.7 Special Meetings. It shall be the duty of the President to call a special meeting of the Members as directed by resolution of the Board of Directors or upon a petition signed by at least ten percent (10%) of the Members having been presented to the Secretary. The notice of any special meeting shall state the time and place of such meeting and the purpose thereof.

Section 3.8 Notice of Meetings. Except as otherwise provided herein, it shall be the duty of the Secretary to mail a notice of each annual or special meeting to the Members stating the purpose thereof, as well as the time and place where it is to be held, to each Member of record, as per the Association's books, at least ten (10) but not more than fifty (50) days prior to such meeting. Such notice shall be deemed delivered when deposited in the United States mail, with postage thereon prepaid. Such notice may alternatively be given as otherwise required or permitted by law. Waiver by a Member of notice in writing of a regular or special meeting, signed by him, whether before or after the time stated therein, shall be equivalent to the giving of such notice. Attendance by a Member, whether in person or by proxy, at a meeting shall constitute a waiver of notice of such meeting, except where such Member attends the meeting for the express purpose of objecting to the holding of the meeting on the grounds that the meeting is not lawfully called or convened. No notice shall be necessary for any adjourned meeting.

Section 3.9 Quorum. Except as otherwise provided in these By-Laws, the presence in person or by proxy of at least ten percent (10%) of the Members shall constitute a quorum. Except as otherwise provided in the Declaration or these By-Laws, when a quorum of Members is present at any meeting, a majority vote of the Members present, whether in person or by proxy, shall be sufficient to either defeat or approve any proposed action.

Section 3.10 Proxies. Votes may be cast in person or by proxy. Proxies must be written, signed by the particular Member and/or Members, and filed with the Secretary before the appointed time of each meeting.

Section 3.11 Books and Records. Upon written request, any Member or duly appointed representative shall be entitled to make a reasonable examination of the books and records of the Association at any reasonable time and for a proper purpose reasonably related to his or her interest as a Member. Such examination shall occur at the office of the Association or at such other place in Harris County, Texas as the Board of Directors shall prescribe. No Member shall remove any books or records from the

possession of the Association for any reason. Any Member may request photocopies of books and records which the Member is entitled to inspect upon written request stating the specific books and records desired and a proper purpose for the request. Any such copies shall be made at the expense of the Member. Notwithstanding the foregoing, no Member shall be entitled to examine any documents regarding (i) any confidential communications by and between past or current legal counsel to the Association and its Board of Directors, or any agent, employee, representative or committee of either, or (ii) any communications which are privileged under the applicable laws of the State of Texas or the United States of America.

ARTICLE 4
BOARD OF DIRECTORS

Section 4.1 Powers and Duties. The Association, acting by and through the Board of Directors, shall have all the powers necessary or appropriate to manage the property, business and affairs of the Association and to exercise all rights, duties and privileges granted to the Association under the Declaration, including, without limitation, the following powers:

(a) To determine, fix, provide and collect assessments and other amounts collectible under the Declaration, and pay for, out of such fund(s), the following:

(1) Care, preservation and maintenance of the Common Areas (as defined in the Declaration) and the furnishing and upkeep of any desired personal property for use on or under the Common Areas,

(2) Maintenance of the exterior grounds of Lots including, without limitation, trees, shrubs, grass, landscaping, and operation of sprinkler systems;

(3) Taxes, insurance and utilities (including, without limitation, electricity, gas, water and sewer charges) which pertain to the Common Areas;

(4) Private trash and garbage collection service;

(5) Legal and accounting services,

(6) The services of any person or firm, including Principal Management Group and its affiliates, to manage the Association or any separate portion thereof, to the extent deemed advisable by the Board of Directors, and the services of such other personnel as the Board of Directors shall determine to be necessary or proper for the operation of the Association, and

(7) Any other materials, supplies, furniture, labor, services, maintenance, repairs, structural alterations, taxes, or assessments which the Board of Directors is required to obtain or pay pursuant to the terms of the Declaration or which in its opinion shall be necessary; or proper for the operation or protection of the Association or for the enforcement of the Declaration.

(b) To establish reserve funds which may be maintained and accounted for separately from other funds maintained for annual operating expenses.

(c) To maintain one or more bank accounts and borrow funds to pay costs of operation, secured by such assets of the Association as deemed appropriate by the Board of Directors.

(d) To acquire, sell, pledge, mortgage, exchange, or make any other disposition of real or personal property.

(e) To adjust the amount, collect and use any insurance proceeds to repair damaged property, or replace lost property, and if proceeds are insufficient to repair damaged property or replace lost property, to assess the Members in proportionate amounts to cover the deficiency.

(f) To make reasonable rules and regulations for the operation of the Common Areas and the Association and to amend them from time to time, and enforce any such rules, and to enforce the provisions of the Declaration including, without limitation, to enjoin and seek damages from any Owner for violation of such provisions or rules.

(g) To enter into contracts, including, without limitation, agreements or contracts with insurance companies and taxing authorities with respect to matters contemplated by the Declaration, including, without limitation, any taxes or insurance coverage on the Common Areas.

(h) To execute all declarations of ownership for tax assessment purposes with regard to any of the Common Areas owned by the Association.

(i) To sue or defend in any court of law, to protect or defend the Common Areas from loss or damage by suit or otherwise, and to provide adequate reserves for repairs and replacements.

(j) To select and remove all officers, agents and employees of the Association and to prescribe such powers and duties for them to the full extent permitted by law and consistent with these By-Laws and the Declaration.

(k) To exercise all rights, privileges or obligations required of or granted to the Association (or to any Member or any Owner) pursuant to any easements granted to the providers of any utilities within the Subdivision, including, without limitation, as regards potable water, wastewater, storm water, electric, gas, telephone and cable television utilities.

The Board of Directors may make such rules and regulations consistent with the terms of the Declaration and these By-Laws as it deems advisable, for any meeting of the Members, proof of membership in the Association, the status of good standing, evidence of the right to vote, the appointment and duties of examiners and inspectors for voting

purposes, and such other matters concerning the conduct of meetings and voting as the Board of Directors shall deem appropriate.

Section 4.2 Number and Qualifications. The affairs of the Association shall be governed by a Board of Directors (sometimes referred to as the "Board"), composed of not more than five (5) individuals. No Director need be a Member of the Association.

Section 4.3 Election and Term of Office. The Board of Directors shall be elected at any annual or special meeting of the Association at which a quorum of Members is present, called for the election of Directors, by a vote of a majority of the Members present in person or by proxy and entitled to vote at such meeting. At the annual meeting in October, 2014, the members shall elect five directors to serve on the Board of Directors. Two directors shall be elected for three (3) year terms; two directors shall be elected for two (2) year terms; and one director shall be elected for a one (1) year term. For the annual meetings following the annual meeting in 2014 (e.g. 2015 and later), the terms of each newly elected director shall be three (3) years.

Section 4.4 Removal of Directors. Any Director may be removed from office by the vote of 2/3 of the Owners at a special meeting called for that purpose. Any Director who accumulates three (3) unexcused absences at meetings of the Association (regular, Board or otherwise) is automatically removed from the Board of Directors. Appointment to the vacant position may be completed by the remaining Board members in accordance with Section 5.4 of these By-Laws..

Section 4.5 Vacancies. Any vacancy which occurs in the Board of Directors by reason of death, resignation, removal, or otherwise, may be filled at any meeting of the Board of Directors by the affirmative vote of a majority of the remaining Directors. Any Director elected to fill a vacancy shall serve as such until the next annual meeting, at which time the Members shall vote to fill the remaining term of the Director whose position he or she was elected to fill.

Section 4.6 Annual and Regular Meetings. The annual meeting of the Board of Directors shall take place at such time and place as the Board of Directors by resolution shall designate and shall be convened without notice. The Board of Directors may hold such regular meetings at such time and place as it desires and determines by resolution, and such regular meetings shall be convened without notice. The annual and regular meetings of the Board of Directors shall be held within the State of Texas.

Section 4.7 Special Meetings. Special meetings of the Board of Directors maybe called by or at the request of the President or any two (2) Directors. Special meetings must be held within the State of Texas.

Section 4.8 Notices. Members shall be given notice of the date, hour, place, and general subject of a regular or special board meeting, including a general description of

³ See Tex. Prop. Code § 209.0051(e)

any matter to be brought up for deliberation in executive session. The notice shall be: (1) mailed to each property owner not later than the 10th day or earlier than the 60th day before the date of the meeting; or (2) provided at least 72 hours before the start of the meeting by: (A) posting the notice in a conspicuous manner reasonably designed to provide notice to property owners' association members: (i) in a place located on the association's common property or, with the property owner's consent, on other conspicuously located privately owned property within the subdivision; or (ii) on any Internet website maintained by the association or other Internet media; and (B) sending the notice by e-mail to each owner who has registered an e-mail address with the association. It is an owner's duty to keep an updated e-mail address registered with the Association.

Section 4.9 Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 4.10 Manner of Acting. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law, these By-Laws, or the Declaration.

Section 4.114. Meetings Without Notice; Actions Taken Without Meeting: A board may meet without prior notice to consider routine and administrative matters or to address a reasonably unforeseen emergency or urgent necessity that requires immediate board action. Such a meeting may be accomplished by any method of communication, including electronic and telephonic, so long as each director may hear and be heard by every other director. Alternatively, the board may take action on such matters by unanimous written consent. Any action taken without notice to owners must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes of the next regular or special board meeting. The board may not, without prior notice to owners consider or vote on: (1) fines; (2) damage assessments; (3) initiation of foreclosure actions; (4) initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety; (5) increases in assessments; (6) levying of special assessments; (7) appeals from a denial of architectural control approval; or (8) a suspension of a right of a particular owner before the owner has an opportunity to attend a board meeting to present the owner's position, including any defense, on the issue.

Section 4.12. Open Meetings⁴. Regular and special board meetings must be open to owners, subject to the right of the board to adjourn a board meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with Association's attorney, matters involving the invasion of privacy of individual owners, or

⁴ See Tex. Prop. Code § 209.051(h)

⁵ See Tex. Prop. Code § 209.0051(c)

matters that are to remain confidential by request of the affected parties and agreement of the board. Following an executive session, any decision made in the executive session must be summarized orally and placed in the minutes, in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary must include a general explanation of expenditures approved in executive session.

Section 4.13⁶. Reconvened Meetings. If the board recesses a regular or special board meeting to continue the following regular business day, the board is not required to post notice of the continued meeting if the recess is taken in good faith and not to circumvent this section. If a regular or special board meeting is continued to the following regular business day, and on that following day the board continues the meeting to another day, the board shall give notice of the continuation via one of the methods described in Article 4, Section 4.8 within two hours after adjourning the meeting being continued.

Section 4.14 Minutes⁷. The board shall keep a record of each regular or special board meeting in the form of written minutes of the meeting. The board shall make meeting records, including approved minutes, available to a member for inspection and copying on the member's written request to the property owners' association's managing agent at the address appearing on the most recently filed management certificate or, if there is not a managing agent, to the board.

Section 4.15 Compensation. No member of the Board of Directors shall receive any compensation for acting as such.

Section 4.16. Fidelity Bonds. The Board of Directors may require that the officers and employees of the Association handling or responsible for Association funds shall furnish adequate fidelity bonds with the premiums on such bonds to be paid by the Association.

ARTICLE 5 OFFICERS

Section 5.1 Officers. The officers of the Association shall be a President and a Secretary, 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 a Treasurer, one or more Vice Presidents, Assistant Secretaries, and 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. Any two or more offices may be held by the same person, except the offices of President and Secretary.

⁶ See Tex. Prop. Code § 209.0051(c)

⁷ See Tex. Prop. Code § 209.0051(d)

Section 5.2 Election and Term of Office. The officers of the Association shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office for three years unless his or her successor shall have been duly elected and qualified at an earlier date.

Section 5.3 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 interest of the Association would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 5.4 Vacancies. A vacancy in any office because of death, resignation, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5.5 President. The President shall be the Association's chief executive officer, and shall in general supervise and control all of the business affairs of the Association. He or she shall preside at all meetings of the Association and the Board of Directors and shall have all the general powers and duties which are usually vested in the office of president of an Association, including but not limited to, the powers to appoint committees from among the Members, from time to time, as may be deemed appropriate, to assist in the conduct of the affairs of the Association. The President may Sign, with the Secretary or any other proper officer of the Association authorized by the Board of Directors, any instruments which the Board of Directors may have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, these By-Laws or by statute to some other officer or agent of the Association.

Section 5.6 Vice President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice President, if any (or in the event, there be more than one Vice President, the Vice Presidents in order of their election) shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or Board of Directors Section.

5.7 Secretary. The Secretary shall keep all the minutes of all meetings of the Board of Directors and the minutes of all meetings of the Association, he or she shall be in charge of such books and papers as the Board of Directors may direct, and shall, in general, perform all the duties incident to the office of Secretary, including, without limitation, the compilation and updating at the principal office of the Association, a complete list of Members, together with the last known address as shown on the records of the Association. Such list shall also show opposite each Member's name the Lot owned by such Member, and shall be open to inspection by Members and other persons lawfully entitled to inspect same at reasonable times during regular business hours.

Section 5.8 Treasurer. If required by the Board of Directors, the Treasurer, if any, shall give a bond (with the premiums paid by the Association) for the faithful discharge of his or her duties in such sums and with such surety or sureties as the Board of Directors shall determine. He or 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 moneys in the name of the Association in such banks, trust companies, or other depositories as shall be designated in accordance with the provisions of these By-Laws; he or she shall keep proper books of accounts and other books showing at all times the amount of funds and other property belonging to the Association, all of which books shall be open at all times to inspection by the Board of Directors; he or she shall also submit a report of the accounts and financial condition of the Association at each annual meeting of the Board of Directors; and, in general, he or she shall perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 5.9 Assistant Treasurer and Assistant Secretaries. The Assistant Treasurers and Assistant Secretaries in general shall perform such duties as shall be assigned to them by the Treasurer or the Secretary, as the case may be, or by the President or the Board of Directors.

ARTICLE 6 COMMITTEES

Section 6.1 Committees with Authority of Board. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each of which shall consist of three or more persons, with a minimum of one (1) Director per committee, which committees, to the extent provided in said resolution, and only to such extent, shall have and exercise the authority of the Board of Directors in the management of the Association. The designation and appointment of any such committee 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, him or her by law.

Section 6.2 Architectural Review Committee. The Board of Directors shall establish a committee to be known as the "Architectural Review Committee", composed of Members selected by said Board of Directors, to have and carry out those duties, powers and responsibilities of the Architectural Review Committee as more particularly described in the Declaration (subject, however, to the terms and conditions thereof), and to carry out any other duties as the Board of Directors may from time to time direct. Such committee shall have the full authority of the Board of Directors with respect to such matters.

Section 6.3 Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the Association may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, the

President of the Association shall appoint the members of each such committee Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Association shall be served by such removal. Members of such committee or committees may be, but need not be, Directors.

Section 6.4 Term of Office. Each member of a committee shall continue as such until the next annual meeting of the Board of Directors and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 6.6 Chairperson. One member of each committee shall be appointed Chairperson by the person or persons authorized to appoint the members thereof.

Section 6.6 Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6.7 Quorum. Unless otherwise provided, the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 6.8 Rules. Each committee may adopt rules for its own government not inconsistent with these By-Laws or with rules adopted by the Board of Directors.

ARTICLE 7 MISCELLANEOUS

Section 7.1 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 of and on behalf of the Association. Such authority may be general or confined to specific instances.

Section 7.2 Checks and Drafts. All checks, drafts, or orders for the payment of money, 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 act of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer, Assistant Treasurer, President or a Vice President of the Association.

Section 7.3 Deposits. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select by its act. In the absence of such determination by the Board of Directors, such banks, trust companies, or other

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depositories shall be selected by the Treasurer or President of the Association, such officers of the Association are hereby authorized and directed to sign and execute such resolutions as may be required by any of such depositories and such resolutions are hereby ratified, adopted and approved as if set forth herein in their entirety.

Section 7.4 Fiscal Year. The fiscal year of the Association shall end on the last day of December of each year.

Section 7.5 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 Board of Directors and committees having any of the authority of the Board of Directors. All books and records of the Association may be inspected by any Director or his agent or attorney for any proper purpose at any reasonable time.

Section 7.7 Seal. The seal of the Association shall be in such form as may be designated by act of the Board of Directors.

Section 7.7 Waiver of Notice. Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or these By-Laws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE 8
INDEMNIFICATION

Section 8.1 Indemnification of Officers and Directors. Each person who is, or who has in the past served as a Director or officer of the Association, or at its request as a Director or officer of another corporation, partnership, joint venture, trust, or other enterprise, shall be indemnified by the Association against liabilities imposed upon him and expenses reasonably incurred by him in connection with any claim made against him, or any action, suit or proceeding to which he maybe a party by reason of his being, or having been, such Director or officer; provided, however, that if such person is finally adjudicated therein to be liable to the Association or is found liable on the basis that personal benefit was improperly received by such person, the indemnification is limited to reasonable expenses actually incurred by the person in connection with the proceeding and should not be made in respect to any proceeding which the person shall have been found liable for willful or intentional misconduct in the performance of his duty to the Association. The indemnification herein provided shall also extend to such sums as counsel selected by the Board of Directors shall deem reasonable payment made in settlement of any such claim, action, suit or primarily with a view to avoiding expenses of litigation.

The Association may purchase and maintain insurance on behalf of any person who is, or has in the past been, a Director, officer, employee, or agent of the Association, or who is or has once served at the request of the Association as Director, officer, employee, or agent of another corporation, partnership, joint venture, or other

enterprise, against any liability asserted against him and incurred by him in and because of such capacity or status, whether or not the Association would have the power to indemnify such person against such liability under the Texas Non-Profit Corporation Act, or its successor provisions. Any right of indemnification granted by this Section shall be in addition to and not in lieu of any other such right to which any Director or officer of the Association may at any time be entitled under the laws of the State of Texas, and if any indemnification which would otherwise be granted by this Section shall be disallowed by any competent Court or administrative body as illegal or against public policy, then any Director or officer with respect to whom such adjudication was made, and any other officer or Director, shall be indemnified to the fullest extent permitted by law and public policy, it being the express intent of the Association to indemnify its officers and Directors to the fullest extent possible in conformity with these By-Laws, all applicable laws, and public policy.

ARTICLE 9
AMENDMENTS TO BY-LAWS

Section 9.1 Amendments to By-Laws. These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted, by resolution adopted by majority vote at a meeting of the Board of Directors at which a quorum is present.

WHEREAS said Article 8, Section 8.1 of the By-Laws provides that the By-Laws of the Association may be amended by vote of a majority of a quorum of Board members present in person or by proxy at a meeting for that purpose;

WHEREAS at a meeting held on February 21, 2014, a majority of a quorum of the Board members voted to ratify these Amended By-Laws, same are hereby amended and supplemented in their entirety;

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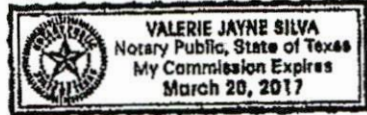
IN WITNESS WHEREOF we, being all of the directors of Lakes of Pine Forest Homeowners Association, Inc., have hereunto set our hands this 27th day of February, 2014.

Dated: February 27, 2014

Martha James
Martha James, Secretary/Treasurer

STATE OF TEXAS
COUNTY OF HARRIS

§
§ ACKNOWLEDGMENT



This instrument was acknowledged before me on the 27th day of February, 2014, by Martha James, as Secretary/ Treasurer of Lakes of Pine Forest Homeowners Association, Inc., on behalf of said corporation.

Valerie Jayne Silva
Notary Public in and for the State of Texas

Dated: February 27, 2014

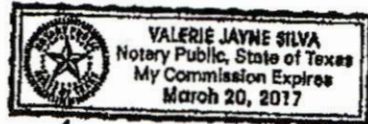
Sandra Milner
Sandra Milner, Vice President

STATE OF TEXAS
COUNTY OF HARRIS

§
§ ACKNOWLEDGMENT

This instrument was acknowledged before me on the 27th day of February, 2014, by Sandra Milner, as Vice President of Lakes of Pine Forest Homeowners Association, Inc., on behalf of said corporation.

Valerie Jayne Silva
Notary Public in and for the State of Texas



Dated: February 27, 2014

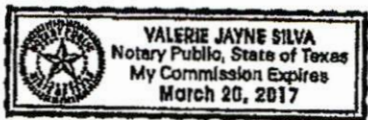
Louisa Hodges
Louisa Hodges, President

STATE OF TEXAS
COUNTY OF HARRIS

§
§ ACKNOWLEDGMENT

This instrument was acknowledged before me on the 27th day of February, 2014, by Louisa Hodges, as President of Lakes of Pine Forest Homeowners Association, Inc., on behalf of said corporation.

Valerie Jayne Silva
Notary Public in and for the State of Texas



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Pages 19
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Official Public Records of
HARRIS COUNTY
STAN STANART
COUNTY CLERK
Fees 84.00

RECORDERS MEMORANDUM

This instrument was received and recorded electronically and any blackouts, additions or changes were present at the time the instrument was filed and recorded.

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 hereon by me; and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas.



Stan Stanart
COUNTY CLERK
HARRIS COUNTY, TEXAS