

CANDLELIGHT HILLS CIVIC ASSOCIATION

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CANDLELIGHT HILLS CIVIC ASSOCIATION

CONSTITUTION

ARTICLE I

NAME

The name of the Corporation shall be the Candlelight Hills Civic Association, hereinafter referred to as "Association".

ARTICLE II

MEMBERSHIP

The membership shall be as defined in Article I of the Bylaws attached hereto and made a part hereof.

ARTICLE III

PURPOSE

The purpose of this Association shall be:

- (a) to maintain the residential character of the community which this Association represents.
- (b) to safeguard the individual and collective property owners.
- (c) to encourage improvements in the appearance of the homes and properties.

- (d) to promote wholesome social and recreational activities for the adults and children.
- (e) to take concerted action on all matters which pertain to the welfare of this community.

ARTICLE IV

OFFICERS

The Association shall be governed by a Board of Directors elected by the general membership. Officers shall be President, Vice President, Secretary, and Treasurer.

ARTICLE V

AMENDMENTS

This Constitution may be amended at any regular or special meeting of the Association by a two-thirds (2/3) majority of a quorum (as specified in the Bylaws of the Association) voting, provided that notice of the proposed amendment was presented at least ten (10) days prior to the meeting.

CANDLELIGHT HILLS CIVIC ASSOCIATION

BYLAWS

ARTICLE I

DEFINITIONS

Section 1. "Association" shall mean and refer to Candlelight Hills Civic Association, Inc., a non-profit corporation, incorporate in the State of Texas, its successors and assigns.

Section 2. "Properties" shall mean and refer to any real or personal property as may now exist and hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean any real property and attachments and appurtenances thereto owned by the Association for the common use and enjoyment of the owners.

Section 4 "Lot" shall mean and refer to any single family residential building site shown upon any recorded maps of Candlelight Hills Subdivision with the exception of any unrestricted reserves shown on such recorded subdivision map or maps.

Section 5. "Owner" shall mean and refer to the owner of records, 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.

Section 6. "Members" shall mean and refer to those persons who are residents of Candlelight Hills Subdivision. There shall be a maximum of two (2) memberships for each lot in the subdivision that is occupied by a residence.

* Section 7 "Voting Member" shall mean and refer to those members who are current in payment of dues and are both owners and residents.

Section 8 "Fiscal Year" shall mean calendar year.

ARTICLE II

MEETING OF MEMBERS

* Section 1. Annual Meetings. Regular annual meetings of the members shall be held on the first Monday of February of each year commencing in 1978, at the hour of 8:00 o'clock in the evening. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the President or by the Board of Directors, or upon written request of one-tenth (1/10) of the voting members.

Section 3. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by delivery or by mailing a copy of such notice, postage prepaid, at least ten (10) days before such meeting to each member addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day, and hour of the meeting and the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of voting members and absentee ballots constitution 10% of the voting members shall constitute a quorum for any action except as otherwise provided in these

Bylaws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

* Section 5. Absentee Ballots. At all meetings of members, each voting member may vote in person or by absentee ballot. All absentee ballots shall be in writing and filed with the Secretary prior to the election.

ARTICLE III

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

* Section 1. Number. The affairs of this Association shall be managed by a Board of twelve (12) directors who shall be voting members of the Association.

* Section 2. Term of Office. At each annual meeting, the voting members shall elect six (6) directors for a term of two (2) years. Directors may not be elected to successive terms of office.

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

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

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

ARTICLE IV

NOMINATION AND ELECTION OF DIRECTORS

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

Section 2. Election. Election to the Board of Directors shall be by ballot at the annual meeting. At such election, the voting members may cast one vote in respect to each vacancy. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE V
MEETING OF DIRECTORS

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

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors, after not less than four (4) days notice to each director.

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

ARTICLE VI
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

(a) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws.

- (b) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and
- (c) employ such employees as they deem necessary, and to prescribe their duties.
- (d) Contract with Candlelight Hills Maintenance Fund, Inc. and to enter into such other contracts as they deem necessary.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- (a) cause to be kept a complete record of all its acts and affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-tenth (1/10) of the members who are entitled to vote.
- (b) supervise all employees of the Association and to see that their duties are properly performed.
- * (c) fix the amount of the annual dues for each voting member.
- (d) procure and maintain adequate liability and hazard insurance on property owned by the Association.
- (e) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; with the bond premium to be paid by the Association; and
- ✓ (f) cause any Common Area or single family residential building site to be maintained. This may include but is not limited to any of the following:
Lighting, improving and maintaining streets, parks, parkways,

bridle paths and esplanades; subsidizing bus service; collecting and disposing of garbage, ashes, rubbish and the like; caring for vacant lots; payment of legal and all other expenses incurred in connection with the enforcement of all covenants and restrictions for the Subdivision; employing private policemen and watchmen; doing any other thing necessary or desirable in the opinion of the Directors of the Association to keep the property in the Subdivision neat and in good order, or which they consider of general benefit to the owners or occupants of the Subdivision. It is understood that the judgement of the Directors of the Association in the expenditure of said funds shall be final and conclusive so long as such judgement is exercised in good faith.

ARTICLE VII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a President and Vice President, who shall at all times be members of the Board of Directors, a Secretary, and a Treasurer, and such other officers as the Board may from time to time by resolution create.

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

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

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

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

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

Section 7. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

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

President

- (a) The President shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other written instruments, and promissory notes. The President shall be an ex-officio member of all committees and shall decide all questions of procedure and order.

Vice President

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

Secretary

- (c) The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; serve notice of meetings of the Board and of the members; have cause to keep appropriate current records showing the members of the Association together with their addresses; and shall perform such other duties as required by the Board.

Treasurer

- (d) The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign, together with at least one other officer, all checks of the Association; keep proper books of account; cause, unless released by the Board of Directors, an annual audit of the Association books to be made at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at the annual meeting, and make a copy of each available to each member.

ARTICLE VIII

COMMITTEES

Section 1. The Board of Directors shall appoint a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors shall appoint, as soon as possible after election to such office, committees such as the following:

- (a) Membership, Telephone, and Directory Committee
- (b) Finance and Budget Committee
- (c) Beautification Committee
- (d) Legal Advisory Committee
- (e) Intercommunity Relations Committee
- (f) Utility, Safety, and Maintenance Committee
- (g) Activities Committee

*

Section 2. The number of members and duties of all committees shall be defined by the Board.

ARTICLE IX

BOOKS AND RECORDS

Section 1. The books, records, papers, Constitution, and Bylaws of the Association shall at all times, during reasonable hours, be subject to inspection by any voting member.

Section 2. Each officer or director shall, within five (5) days after retiring from office, deliver to his successor all papers and properties in his possession belonging to the Association.

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ARTICLE X

SEPARABILITY OF ARTICLES

Should any of the articles of these Bylaws set forth herein be held to be invalid or unenforceable by final judgement of any court of law or in equity, such judgement shall in no way effect the enforceability of any other article not directly affected by such final judgement.

ARTICLE XI

DUES

* Section 1. The dues of the Association initially shall be five dollars (\$5.00) per VOTING MEMBER on joining and shall be subsequently due and payable on or before the first of each calendar year. These annual dues are subject to change by the Board of Directors from time to time.

ARTICLE XII

AGREEMENT TO HOLD HARMLESS

Section 1. The members agree to hold harmless all officers and directors of the Association, and shall not initiate directly or indirectly, any legal action against these persons for any act done in good faith in furtherance of the Association's affairs.

ARTICLE XIII

PROCEDURE

Section 1. The Revised Edition of Robert's Rules on Order shall be authority for procedure in conducting all meetings of this Association and the Board, when not in conflict with provisions of these Bylaws.

Section 2. The following shall be the order of business for all meetings:

- (a) Registration of members in attendance.
- (b) Reading of minutes of the last meeting.
- (c) Treasurer's report.
- (d) Committee reports.
- (e) Unfinished business
- (f) New business.
- (g) Program
- (h) Notification of next meeting.
- (i) Adjournment

*

ARTICLE XV

AMENDMENTS

Section 1. These Bylaws may be amended at any regular or special meeting of the Association by a two-thirds (2/3) majority of a quorum voting, provided that notice of the proposed amendment was presented at least ten (10) days prior to the meeting.

AMENDMENTS TO THE BYLAWS OF THE CANDLELIGHT HILLS CIVIC ASSOCIATION

AMENDMENT 1. (This amendment was enacted February 7, 1983, and supercedes, in its entirety, Section 1 of Article III.)

Section 1. Number. The direction and management of the affairs of the Association and the control and disposition of its properties and funds shall be vested in a Board of Directors (hereinafter referred to as "the Board") which shall consist of not less than (5), nor more than seven (7) persons. The Board shall have the sole right of determination of its number consistent with the work of the Board. The Directors taking office February 7, 1983 shall serve as described in Subsection (3). All subsequent nominations after the February 7, 1983 election shall be made by the Nominating Committee as established in Article IV, Section 1 of the Bylaws and shall be elected to serve a term of three (3) years.

- (a) The Board members being appointed and elected February 7, 1983 shall serve as follows: one member to serve a one (1) year term, two members to serve two (2) year terms, one member to serve a three (3) year term, and one member to be elected from the general membership to serve a three (3) year term.
- (b) An additional Director(s) which the Board deems necessary shall be appointed by the Board and will serve until the next annual election. The appointee may then be nominated to serve a full three (3) year term as described in Article IV, Section 1.

AMENDMENT II. (This amendment was enacted February 7, 1983, and supercedes in its entirety, Section 2 of Article III.)

Section 2. Term of Office: Directors may not be elected to successive terms in office.

AMENDMENT III. (This amendment was enacted February 7, 1983, and supercedes, in its entirety, Part (a) in Section 8 of Article VII.)

President

- (a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments, and promissory notes. The President retiring from the Board at the end of his term shall serve one additional year on the Board in an advisory capacity.

AMENDMENT IV. (This amendment was enacted February 6, 1984, and supercedes, in its entirety, Section 7 of Article I.)

Section 7. "Voting member" shall mean and refer to those members who are current in payment of the annual maintenance charge, and are both owners and residents.

AMENDMENT V. (This amendment was enacted February 6, 1984, and supercedes, in its entirety, Section 1 of Article II.)

Section 1. Annual Meetings. The regular annual meeting of the members shall be held on the first Monday of November each year at the hour of 8:00 o'clock in the evening. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

AMENDMENT VI. (This amendment was enacted February 6, 1984, and supercedes, in its entirety, Section 1 of Article V.)

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

AMENDMENT VII. (This amendment was enacted February 6, 1984, and supercedes, in its entirety, Part (c) in Section 2 of Article VI.)

(c) fix the amount of the annual maintenance charge.

AMENDMENT VIII. (This amendment was enacted February 6, 1984, and adds Parts (h), (i), (j), and (k) to Section 1 of Article VIII.)

- (h) Security Committee
- (i) Newsletter Committee
- (j) Cypress Creek United Civic Association Representative(s)
- (k) Cypress Creek Emergency Medical Service Representative(s).

AMENDMENT IX. (This amendment was enacted February 6, 1984, and supercedes, in its entirety, Section 1 of Article XI.)

MAINTENANCE CHARGE

Section 1. The maintenance charge is set forth in the various "Restriction, Conditions and Maintenance Charge" for each section of Candlelight Hills Subdivision. The maintenance charge may be adjusted annually as the needs of the subdivision require and is subject to the conditions set forth.

AMENDMENT X. (This amendment was enacted February 6, 1984 and changes Article XV as noted.)

Article XV shall be renumbered Article XIV.

Y450883

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.
(A Texas Non-Profit Corporation)

11/30/01 101703905 V450883

\$11.00

AFFIDAVIT REGARDING LOST CORPORATE RECORD
AND
CERTIFICATION OF PRIOR AMENDMENT TO CORPORATION'S BY-LAWS

STATE OF TEXAS §
COUNTY OF HARRIS §

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation;

THAT the Corporation's records reflect that an Amendment to the Corporation's By-Laws was adopted at a duly called meeting of the Corporation's membership held on November 5, 1989

THAT, despite a thorough, time consuming and exhaustive search of the Corporation's records, the Corporation's current Board members and officers have been unable to locate the actual written Amendment to the Corporation's By-Laws;

THAT, since Nov 5, 1989, the Corporation has operated pursuant to the terms of said amendment to its By-Laws; and

THAT Article II, Section 1 of the Corporation's By-Laws was properly amended on Nov 5, 1989, and that such amendment has been effective since that date, has not been modified, changed or repealed since that date, and remains in full force and effect. The referenced amendment to the Corporation's By-Laws replaced Article II, Section 1 of the Corporation's By-Laws in its entirety so that Article II, Section 1 provide as follows:

Article II, Section 1 is amended in its entirety to provide as follows:

Section 1: Annual Meetings. Regular annual meetings of the members shall be held on the first Sunday of November each year. Such annual membership meeting shall commence at the 2:00 p. m.

546-32-2688

in the afternoon. If the day of the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first Sunday following which is not a legal holiday.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 23rd day of October, 2001.

Ellen M. Hickman
Printed Ellen M. Hickman Name:
Office Held: Secretary

STATE OF TEXAS §
COUNTY OF HARRIS §

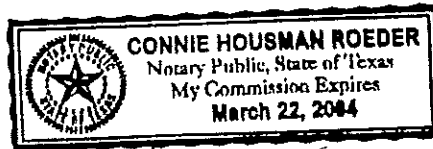
BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared Ellen M. Hickman, Secretary of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation, known to me to be the person whose name was subscribed to the foregoing instrument and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 23rd day of October, 2001.

Connie Housman Roeder
NOTARY PUBLIC IN AND FOR
THE STATE OF 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 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

NOV 30 2001



Dorothy B. Kaufman
COUNTY CLERK
HARRIS COUNTY, TEXAS

Return to:
The Candlelight Hills Civic Association, Inc.
Ellen M. Hickman, Secretary
3415 Candleknoll
Spring, TX 77388

FILED
NOV 30 PM 2:57
COUNTY CLERK
HARRIS COUNTY, TEXAS
Dorothy B. Kaufman

546-37-2681

amend
V450884

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.
(a Texas Non-Profit Corporation)

11/30/01 101703906 V450884

\$13.00

CERTIFICATION OF BY -LAW AMENDMENT

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation (the "ASSOCIATION"), and,

THAT the following amendment of the By-Laws of said ASSOCIATION, as fully adopted at a duly called meeting of the membership, held on the 4th day of November, 2001, and that such amendment has been effective since that date, has not been modified, changed repealed since that date, and remains in full force and effect. The referenced amendment to the Corporations's By-Laws replaced Article I, Section 6 and Article I, Section 7 of the Corporation's By-Laws in their entirety so that they provide as follows:

Article I, Section 6 is amended in its entirety to provide as follows:

Section 6. "Members" shall mean and refer to those persons entitled to membership as provided in the Restrictions (i.e., the Restrictions Covenants, Conditions and Maintenance Charge for Candlelight Hills subdivision, Sections One (1) through Six (6) recorded in the Deed Records of Harris County, Texas, as amended or supplemented, as well as may be provided in the Restrictions for another Section or Sections which be properly annexed into the Association's jurisdiction) and in these By-Laws. Every person or entity who is a recorded Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to full assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to full assessment by the association. Each owner shall, upon and by virtue of becoming an owner, automatically become a member of the association and shall remain a member thereof until his ownership ceases for any reason, at which time his membership in the association shall be appurtenant to and shall automatically follow the legal ownership of each lot and may not be separated from such ownership. Whenever the legal ownership of any lot passes from one person to another, by whatever means, it shall not be necessary that any instrument provide for the transfer of membership in the association. Membership in the Association is expressly limited to the Owners of Lots, such ownership being the sole qualification for membership.

Article I, Section 7 is amended in its entirety to provide as follows:

Section 7. a) "Voting Members" shall mean and refer to those members who are current in payment of all assessments, dues and/or charges. When more than one person owns an interest in any Lot, all such persons shall be Members. The Vote of such Lot shall be exercised as they among themselves determine, but in no event shall be more than one (1) Vote or ballot be cast with respect to a Lot.

b)- "Suspended Members" shall mean and refer to those persons who are Members of the Association whose membership has been suspended as set forth hereinafter. During any period in which a Member shall be in default in the payment of any annual assessment, or other fees, dues or charges properly levied by the Association, or should a member for any reason be a judgment debtor of the Association, the voting rights and right to use the recreational facilities and common areas of such Member may be suspended by the Board of Directors until such assessment, fees, dues, charges or judgment has been paid in full. Such rights of a Member may also be suspended after notice and hearing, for a period not to exceed sixty (60) days, for violation of any rule or regulation established by the Board of Directors governing the use of the Association's Common Area and recreational facilities.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 14th day of November, 2001.

Ellen M. Hickman

SECRETARY

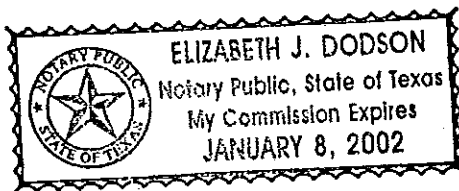
Printed Name: Ellen M. Hickman

FILED
NOV 30 PM 2:57
COUNTY CLERK
HARRIS COUNTY TEXAS

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared **ELLEN M. HICKMAN**, Secretary of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation, known to me to be the person whose name was subscribed to the foregoing instrument and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 14th day of November, 2001.



Elizabeth J. Dodson
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

My Commission Expires: _____

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

NOV 30 2001



Dorothy L. Layman
COUNTY CLERK
HARRIS COUNTY, TEXAS

Return to:
The Candlelight Hills Civic Association, Inc.
Ellen M. Hickman, Secretary
3415 Candleknoll Dr
Spring, TX 77388-5864

RECORDERS MEMORANDUM
ALL BLACKOUTS, ADDITIONS AND CHANGES
WERE PRESENT AT THE TIME THE INSTRUMENT
WAS FILED AND RECORDED.

546-37-2684

V450883

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.
(A Texas Non-Profit Corporation)

11/30/01 101703905 V450883

\$11.00

AFFIDAVIT REGARDING LOST CORPORATE RECORD
AND
CERTIFICATION OF PRIOR AMENDMENT TO CORPORATION'S BY-LAWS

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation;

THAT the Corporation's records reflect that an Amendment to the Corporation's By-Laws was adopted at a duly called meeting of the Corporation's membership held on November 5, 1989;

THAT, despite a thorough, time consuming and exhaustive search of the Corporation's records, the Corporation's current Board members and officers have been unable to locate the actual written Amendment to the Corporation's By-Laws;

THAT, since Nov 5, 1989 the Corporation has operated pursuant to the terms of said amendment to its By-Laws; and

THAT Article II, Section 1 of the Corporation's By-Laws was properly amended on Nov 5, 1989, and that such amendment has been effective since that date, has not been modified, changed or repealed since that date, and remains in full force and effect. The referenced amendment to the Corporation's By-Laws replaced Article II, Section 1 of the Corporation's By-Laws in its entirety so that Article II, Section 1 provide as follows:

Article II, Section 1 is amended in its entirety to provide as follows:

Section 1: Annual Meetings. Regular annual meetings of the members shall be held on the first Sunday of November each year. Such annual membership meeting shall commence at the 2:00 p. m.

546-32-2688

in the afternoon. If the day of the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first Sunday following which is not a legal holiday.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this the 23rd day of October, 2001.

Ellen M. Hickman
Printed Ellen M. Hickman Name:
Office Held: Secretary

STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared Ellen M. Hickman, Secretary of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation, known to me to be the person whose name was subscribed to the foregoing instrument and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 23rd day of October, 2001.

Connie Housman Roeder
NOTARY PUBLIC IN AND FOR
THE STATE OF 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 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

NOV 30 2001



Beverly L. Kayman
COUNTY CLERK
HARRIS COUNTY, TEXAS

Return to:
The Candlelight Hills Civic Association, Inc.
Ellen M. Hickman, Secretary
3415 Candleknoll
Spring, TX 77388

546-32-2681

FILED
NOV 30 PM 2:57
COUNTY OF HARRIS
HARRIS COUNTY, TEXAS
Connie Housman Roeder

amend
V450884

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.
(a Texas Non-Profit Corporation)

11/30/01 101703906 V450884

\$13.00

CERTIFICATION OF BY-LAW AMENDMENT

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation (the "ASSOCIATION"), and,

THAT the following amendment of the By-Laws of said ASSOCIATION, as fully adopted at a duly called meeting of the membership, held on the 4th day of November, 2001, and that such amendment has been effective since that date, has not been modified, changed repealed since that date, and remains in full force and effect. The referenced amendment to the Corporations's By-Laws replaced Article I, Section 6 and Article I, Section 7 of the Corporation's By-Laws in their entirety so that they provide as follows:

Article I, Section 6 is amended in its entirety to provide as follows:

Section 6. "Members" shall mean and refer to those persons entitled to membership as provided in the Restrictions (i.e., the Restrictions Covenants, Conditions and Maintenance Charge for Candlelight Hills subdivision, Sections One (1) through Six (6) recorded in the Deed Records of Harris County, Texas, as amended or supplemented, as well as may be provided in the Restrictions for another Section or Sections which be properly annexed into the Association's jurisdiction) and in these By-Laws. Every person or entity who is a recorded Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to full assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to full assessment by the association. Each owner shall, upon and by virtue of becoming an owner, automatically become a member of the association and shall remain a member thereof until his ownership ceases for any reason, at which time his membership in the association shall be appurtenant to and shall automatically follow the legal ownership of each lot and may not be separated from such ownership. Whenever the legal ownership of any lot passes from one person to another, by whatever means, it shall not be necessary that any instrument provide for the transfer of membership in the association. Membership in the Association is expressly limited to the Owners of Lots, such ownership being the sole qualification for membership.

546-37-2682

Article I, Section 7 is amended in its entirety to provide as follows:

Section 7. a) "Voting Members" shall mean and refer to those members who are current in payment of all assessments, dues and/or charges. When more than one person owns an interest in any Lot, all such persons shall be Members. The Vote of such Lot shall be exercised as they among themselves determine, but in no event shall be more than one (1) Vote or ballot be cast with respect to a Lot.

b) "Suspended Members" shall mean and refer to those persons who are Members of the Association whose membership has been suspended as set forth hereinafter. During any period in which a Member shall be in default in the payment of any annual assessment, or other fees, dues or charges properly levied by the Association, or should a member for any reason be a judgment debtor of the Association, the voting rights and right to use the recreational facilities and common areas of such Member may be suspended by the Board of Directors until such assessment, fees, dues, charges or judgment has been paid in full. Such rights of a Member may also be suspended after notice and hearing, for a period not to exceed sixty (60) days, for violation of any rule or regulation established by the Board of Directors governing the use of the Association's Common Area and recreational facilities.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 14th day of November, 2001.

Elles M. Hickman

SECRETARY

Printed Name: Elles M. Hickman

FILED
2001 NOV 30 PM 2:57
COUNTY CLERK
HARRIS COUNTY TEXAS
Bonnie A. Hickman

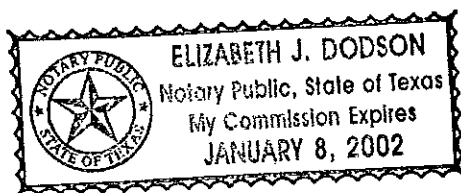
546-37-2683

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared **ELLEN M. HICKMAN**, Secretary of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation, known to me to be the person whose name was subscribed to the foregoing instrument and, being by me first duly sworn, declared that the statements therein contained are true and correct.

100
no
ee

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 14th day of November, 2001.



Elizabeth J. Dodson

NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

My Commission Expires: _____

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

NOV 30 2001



Bonny L. Kaufman

COUNTY CLERK
HARRIS COUNTY, TEXAS

Return to:
The Candlelight Hills Civic Association, Inc.
Ellen M. Hickman, Secretary
3415 Candleknoll Dr
Spring, TX 77388-5864

RECORDERS MEMORANDUM
ALL BLACKOUTS, ADDITIONS AND CHANGES
WERE PRESENT AT THE TIME THE INSTRUMENT
WAS FILED AND RECORDED.

546-3-2684

amend
128
V450884

CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.
(a Texas Non-Profit Corporation)

11/30/01 101703906 V450884

\$13.00

CERTIFICATION OF BY -LAW AMENDMENT

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation (the "ASSOCIATION"), and,

THAT the following amendment of the By-Laws of said ASSOCIATION, as fully adopted at a duly called meeting of the membership, held on the 4th day of November, 2001, and that such amendment has been effective since that date, has not been modified, changed repealed since that date, and remains in full force and effect. The referenced amendment to the Corporations's By-Laws replaced Article I, Section 6 and Article I, Section 7 of the Corporation's By-Laws in their entirety so that they provide as follows:

Article I, Section 6 is amended in its entirety to provide as follows:

Section 6. "Members" shall mean and refer to those persons entitled to membership as provided in the Restrictions (i.e., the Restrictions Covenants, Conditions and Maintenance Charge for Candlelight Hills subdivision, Sections One (1) through Six (6) recorded in the Deed Records of Harris County, Texas, as amended or supplemented, as well as may be provided in the Restrictions for another Section or Sections which be properly annexed into the Association's jurisdiction) and in these By-Laws. Every person or entity who is a recorded Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to full assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to full assessment by the association. Each owner shall, upon and by virtue of becoming an owner, automatically become a member of the association and shall remain a member thereof until his ownership ceases for any reason, at which time his membership in the association shall be appurtenant to and shall automatically follow the legal ownership of each lot and may not be separated from such ownership. Whenever the legal ownership of any lot passes from one person to another, by whatever means, it shall not be necessary that any instrument provide for the transfer of membership in the association. Membership in the Association is expressly limited to the Owners of Lots, such ownership being the sole qualification for membership.

2002-11-30-2602

Article I, Section 7 is amended in its entirety to provide as follows:

Section 7. a) "Voting Members" shall mean and refer to those members who are current in payment of all assessments, dues and/or charges. When more than one person owns an interest in any Lot, all such persons shall be Members. The Vote of such Lot shall be exercised as they among themselves determine, but in no event shall be more than one (1) Vote or ballot be cast with respect to a Lot.

b) "Suspended Members" shall mean and refer to those persons who are Members of the Association whose membership has been suspended as set forth hereinafter. During any period in which a Member shall be in default in the payment of any annual assessment, or other fees, dues or charges properly levied by the Association, or should a member for any reason be a judgment debtor of the Association, the voting rights and right to use the recreational facilities and common areas of such Member may be suspended by the Board of Directors until such assessment, fees, dues, charges or judgment has been paid in full. Such rights of a Member may also be suspended after notice and hearing, for a period not to exceed sixty (60) days, for violation of any rule or regulation established by the Board of Directors governing the use of the Association's Common Area and recreational facilities.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 14th day of November, 2001.

Ellen M. Hickman

SECRETARY

Printed Name: Ellen M. Hickman

Beverly A. Hickman
COUNTY CLERK
HARRIS COUNTY TEXAS

2001 NOV 30 PM 2:57

FILED

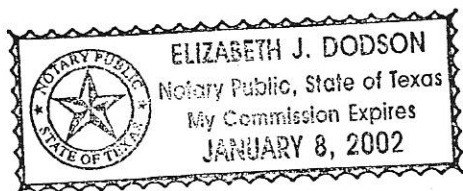
546-33-2683

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, a Notary Public in and for the State of Texas, on this day personally appeared **ELLEN M. HICKMAN**, Secretary of CANDLELIGHT HILLS CIVIC ASSOCIATION, INC., a Texas Non-Profit Corporation, known to me to be the person whose name was subscribed to the foregoing instrument and, being by me first duly sworn, declared that the statements therein contained are true and correct.

100
no
ee

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 14th day of November, 2001.



Elizabeth J. Dodson

NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

My Commission Expires: _____

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:

NOV 30 2001



Bruce L. Kaufman

COUNTY CLERK
HARRIS COUNTY, TEXAS

Return to:
The Candlelight Hills Civic Association, Inc.
Ellen M. Hickman, Secretary
3415 Candleknoll Dr
Spring, TX 77388-5864

RECORDERS MEMORANDUM
ALL BLACKOUTS, ADDITIONS AND CHANGES
WERE PRESENT AT THE TIME THE INSTRUMENT
WAS FILED AND RECORDED

546-37-2684