

**CORPORATE CERTIFICATE
CAPE CONROE PROPERTY OWNERS ASSOCIATION, INC.**

The undersigned certifies that he is the Attorney-in-Fact for Cape Conroe Property Owners Association, Inc. (the "Association"). The Association is the property owners' association for Cape Conroe Section I and Cape Conroe Section II, a subdivision in Montgomery County, Texas, according to the maps or plats thereof recorded in the Map Records of Montgomery County, Texas.

The Association is a Texas non-profit corporation, and attached to this certificate is a true and correct copy of the **Bylaws of Cape Conroe Property Owners Association, Inc. (Amended October 2015)**

Signed this 29th day of October, 2015.

**CAPE CONROE PROPERTY OWNERS
ASSOCIATION, INC.**

By: *Bryan P. Fowler*
BRYAN P. FOWLER, Attorney-in-Fact

STATE OF TEXAS §

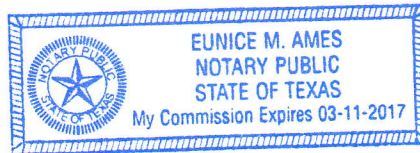
COUNTY OF MONTGOMERY §

SWORN TO AND SUBSCRIBED BEFORE ME on the 29th day of October, 2015, by **BRYAN P. FOWLER**, Attorney-in-Fact for CAPE CONROE PROPERTY OWNERS ASSOCIATION, INC., a Texas non-profit corporation.

Eunice M. Ames
NOTARY PUBLIC, State of Texas

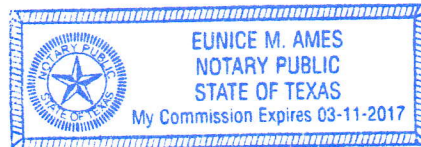
THE STATE OF TEXAS §

COUNTY OF MONTGOMERY §



This instrument was acknowledged before me on the 29th day of October, 2015, by **BRYAN P. FOWLER**, Attorney-in-Fact for CAPE CONROE PROPERTY OWNERS ASSOCIATION, INC., a Texas non-profit corporation, on behalf of said corporation.

Eunice M. Ames
NOTARY PUBLIC, State of Texas



AFTER RECORDING RETURN TO:
The Fowler Law Firm
300 West Davis, Suite 510
Conroe, Texas 77301

BYLAWS
of
CAPE CONROE PROPERTY OWNERS ASSOCIATION, INC.
(Amended October 2015)

ARTICLE 1

NAME AND LOCATION

SECTION 1. NAME. The name of the corporation is CAPE CONROE PROPERTY OWNERS ASSOCIATION, INC.

SECTION 2. LOCATION. The principal office shall be located at the Cape Conroe Subdivision, Montgomery County, Texas.

ARTICLE II

THE ASSOCIATION

SECTION 1. PURPOSE. The purposes for which the corporation is organized are: to provide constructive civic and social welfare for the community; to promote civic consciousness by means of active participation in constructive projects; to promote the enhancement of property value of, and the betterment of, the property known as Cape Conroe Subdivision; to encourage or promote residential building and development of the subdivision in accordance with the restrictive covenants set forth in the Amended, Extended and Merged Restrictive Covenants for Cape Conroe, Section I and II; to enforce the restrictive covenants for the protection of the property in the subdivision; to purchase, receive, lease or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property of any interest therein; wherever situated, necessary, proper or incidental to the performance of the purpose of this corporation; to do any and all other things necessary or desirable or of general benefit to the community.

SECTION 2. NON PROFIT STATUS. The Association shall at all times meet the qualifications of a Non-Profit Corporation under the laws of the State of Texas. No part of the revenues or earnings of this corporation shall ever inure to the benefit of any member and no member of this corporation shall ever be entitled to or be paid any dividend of any description from this corporation or be entitled to or receive any of the properties or assets of this corporation whether upon liquidation, dissolution or otherwise except as provided by law. No member of this corporation shall ever be personally liable for any debt incurred by or in the name of this corporation, save and except as may otherwise be expressly provided for by law or statute.

ARTICLE III

MEMBERSHIP AND MEETINGS

SECTION 1. MEMBERSHIP CLASS. The corporation shall have one class of members. All owners or purchasers of property in Cape Conroe Subdivision, Montgomery County, Texas, are eligible for membership in this Corporation, and are entitled to the following rights set forth in this Article; however, as set out herein below, in the event one lot is owned by two or more individuals, such individuals shall be entitled to only one vote between them. Membership shall be appurtenant to and may not be separated from ownership of a lot.

SECTION 2. ANNUAL MEETING. An annual meeting of the members shall be held at 2:00 p.m. on the first Sunday of October of each year. Such meeting shall be held at a location in the Cape Conroe Subdivision as designated by the Board. The meeting shall be held for the purpose of electing directors, and for the transaction of such other business as may come before the Board. If the election of Directors shall for any reason not be held on the day designated herein, or any annual meeting, or at any adjournment thereof, the Directors shall cause the election to be held at a special meeting of the members as soon thereafter as convenient.

SECTION 3. SPECIAL MEETINGS. Special meetings of the members may be called by the Board of Directors, or by not less than one-tenth (1/10) of the members upon signed petition requesting such meeting.

SECTION 4. NOTICE. Written or printed notice stating the place, day and hour of any meeting of members shall be delivered not less than ten (10) days nor more than fifty (50) days prior to the date of such meeting, either personally or by mail, to each member entitled to vote at such meeting. In case of a special meeting, or required by statute, or by these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice as well as the time and place of the Special Meeting. If mailed, the notice of meeting shall be deemed to be delivered when deposited in the United States Mail, addressed to the member's address as it appear in the records of the Corporation with postage thereon prepaid.

SECTION 5. VOTING. Each member shall have the right to cast one vote for each lot owned, in each matter to be decided by a vote of the membership, or that is submitted to a vote of the members by the Directors. In the event one lot is owned by two or more individuals, such individuals shall be entitled to only one vote between them.

SECTION 6. QUORUM. The members holding one-tenth (1/10th) of the total votes which may be cast at any meeting shall constitute a quorum of such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice. An absentee or electronic ballot, as set out herein below, shall be counted as an Owner present and voting for the purpose of establishing a quorum for items appearing on the ballot. In the absence of a quorum at a meeting of members, the meeting may be nevertheless convened for the sole purpose of conducting Director elections. The quorum required for election

of Directors at such convened meeting shall be the number of votes cast in person, by proxy, by absentee ballot, or electronic ballot.

SECTION 7. METHODS OF VOTING. The voting rights of a member may be cast or given:

- (1) in person or by proxy at a meeting of the Association;
- (2) by absentee ballot; or
- (3) by electronic ballot by electronic mail or facsimile.

Absentee ballots may not be counted, even if properly delivered, if the member attends any meeting to vote in person so that any vote cast at a meeting by the member supersedes any vote submitted by absentee or electronic ballot previously submitted for that proposal. Absentee or electronic ballots may not be counted on the final vote of a proposal if the motion was amended at a meeting of the members to be different from the exact language on the absentee or electronic ballot. Any solicitation for votes by absentee ballot by the Association must include an absentee ballot that contains each proposed action and provides an opportunity to vote for or against the proposed action, instructions for delivery of the completed absentee ballot, including the delivery location, all of which are required by Section 209.00592 of the TEXAS PROPERTY CODE.

SECTION 8. PROXIES. No proxy shall be valid after thirty (30) days from the date of its execution, unless otherwise provided in the proxy.

SECTION 9. ELECTION VOTE TABULATORS. A person who is a candidate in an Association election or who is otherwise the subject of an Association vote, or a person related to that person within the third degree of consanguinity or affinity, as determined under Chapter 573 of the TEXAS GOVERNMENT CODE, may not tabulate or otherwise be given access to the ballots cast in the election or vote.

SECTION 10. RECOUNT PROCEDURES. A member may, not later than the fifteenth (15th) day after the date of a meeting at which an election was held, require a recount of votes in accordance with Section 209.0057 of the TEXAS PROPERTY CODE.

ARTICLE IV

DIRECTORS

SECTION 1. POWERS. All the general powers of the Corporation shall be vested in and exercised by the Board of Directors, all of whom shall be members of the Corporation. Notwithstanding any provision to the contrary, the requirement of membership in the Corporation for eligibility to serve on the Board shall not prohibit any incumbent director from completing his or her current term on the Board of Directors. The number of Directors shall be nine (9), unless changed by the vote of two-thirds (2/3) of the members of the Corporation who attend and vote at any regular or special meeting called for such purpose.

The Board of Directors shall have the authority to adopt a Fine Schedule and to impose, implement and levy fines as set out in the Fine Schedule, and as may be deemed necessary or desirable with respect to the interpretation and implementation of the purposes and provisions of the bylaws, architectural guidelines, rules and regulations of the Association, and the restrictions for the Cape Conroe Subdivision.

SECTION 2. TERM OF OFFICE. Each Director shall be elected for a term of three (3) years, and shall serve such term until that Director is re-elected, that Director's successor shall have been elected, or until that Director shall have resigned or shall have been removed in the manner hereinafter provided. Three Directors shall be elected each year for the three-year term so as to provide rotation of office within the membership but perpetuate some continuity of leadership. The terms of the Directors shall be staggered so that each year only three (3) positions on the Board of Directors shall become vacant. Members with a felony conviction or a conviction for a crime involving moral turpitude, within twenty (20) years before the date of election, are not eligible to serve.

SECTION 3. ELECTION. At least ten (10) days before the Association disseminates absentee ballots to Association members for the purpose of voting in a board member election, the Association must provide notice to the Association members soliciting candidates interested in running for a position on the board. The notice must contain instructions for an eligible candidate to notify the Association of the candidate's request to be placed on the ballot and the deadline to submit the candidate's request. The notice must also state (a) the number of positions available on the board that will be filled at the upcoming election; (b) the phone number, fax number, email address and/or physical address at which the member may notify the Association that he or she wishes to have his or her name placed on the ballot for the election; and (c) any other information necessary to inform the members how to have their name listed on the ballot for the election. The deadline may not be earlier than the 10th day after the date the Association provides the notice required herein. The Association shall include on each absentee ballot for a board member election the name of each eligible candidate from whom the Association received a request to be placed on the ballot. Election of the Board of Directors shall occur at the annual meeting. The election shall be by written ballot, and said ballots shall be signed by the member.

SECTION 4. ORGANIZATION. At all meetings of the Board of Directors, the President, or in his absence the Vice-President, shall act as Chairman, and the Secretary of the Corporation, or in his absence, any person appointed by the Chairman, shall act as Secretary.

SECTION 5. RESIGNATION. Any Director of the Corporation may resign at any time by giving written notice to the President or Secretary of the Corporation.

SECTION 6. VACANCY. In case any vacancy shall exist in the Board of Directors caused by death, resignation, removal, or any other cause, the Directors, at any regular meeting, or special meeting, shall appoint an Alternate Director to fill such vacancy. The Alternate Director shall serve for the unexpired portion of the term of the Director whose position he has filled. At such time as an Alternate Director becomes a Director, then the Board of Directors shall then, at any regular or special meeting, appoint an additional Alternate Director.

SECTION 7. ANNUAL MEETING. The annual meeting of the Board of Directors shall be held immediately following the annual meeting of the members, and at the same place. Notice of such annual meeting shall be given in the same manner as provided in this Article.

SECTION 8. SPECIAL MEETINGS. Special meetings of the Board of Directors shall be held whenever called by the President or Vice-President, or a majority of the Board of Directors. Notice of such meetings shall be mailed to each Director, addressed to him at his last known post office address, or shall be delivered by electronic mail, by telecopier or tele-facsimile, telegram, communicated by telephone, or communicated in person at least five (5) days before the day on which the meeting is to be held. Each such notice shall state the time and place and state the purpose of the meeting. Notice of any meeting need not be given to any Director if waived by him in writing. The presence of any Director at any meeting shall be considered as a waiver of any claim of non-notice of such meeting by such Director.

SECTION 9. MEETINGS WITH NOTICE TO MEMBERS. Members shall be given notice of the date, hour, place, and general subject of a regular or special meeting of the Board, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be (a) mailed to each member not later than the tenth (10th) day or earlier than the sixtieth (60th) day before the date of the meeting; or (b) provided at least seventy-two (72) hours before the start of the meeting by (i) posting the notice in a conspicuous manner reasonably designed to provide notice to the members in a place located on the Association's common property, or on conspicuously located private property within the subdivision, or (ii) by posting the notice on an Internet website maintained by the Association; and (iii) by sending the notice by e-mail to each owner who has registered an e-mail address with the Association.

SECTION 10. MEETINGS WITHOUT NOTICE TO MEMBERS. A board meeting may be held by electronic or telephonic means provided that (1) a board member may hear and be heard by every other board member, (2) except for any portion of the meeting conducted in executive session, (a) that all owners in attendance at the meeting may hear all board members, and (b) Owners are allowed to listen using any electronic or telephonic communication methods used or expected to be used by the board member to participate, and (3) notice of meeting includes instructions for owners to access any communication method required to be assessable hereunder. Any action taken without notice to the Members must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes at the next regular or special meeting of the Board. Notwithstanding the authority to meet without notice to the Members, the Board may not, without prior notice to the Members, consider or vote on fines; damage assessments; initiation of foreclosure actions; initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety; increases in assessments; levying of special assessments; appeals from a denial of architectural control approval; or the suspension of a right of a particular Member before the Member has an opportunity to attend a Board meeting to present the Member's position, including any defense on the issue, lending or borrowing, the adoption of an amendment to any dedicatory instruments, the approval of an annual budget or the approval of an amendment to an annual budget which raises the budget by more than 10%, sale of purchase of real property, the filling of a vacancy on the board, the construction of

capital improvements other than the repair, replacement, or enhancement of existing capital improvements, or the election of an officer.

SECTION 11. OPEN BOARD MEETINGS. Regular and special Board meetings shall be open to members, subject to the right of the Board to adjourn a meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the property Association's attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the affected parties and agreement of the Board. Following any executive session, any decision made in the executive session shall 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 shall include a general explanation of any expenditures approved in executive session.

SECTION 12. QUORUM AND MANNER OF VOTING. Except as otherwise provided by statute and these Bylaws, a majority of the Directors shall be required in order to constitute a quorum for the transaction of business, and that act of a majority of the Directors present at any meeting shall be the act of the Board of Directors.

SECTION 13. REMOVAL. At any meeting of the Directors, any member of the Board of Directors may be removed from holding the position of Director and from all committees such member may hold in the manner provided herein. Such member of the Board of Directors may be removed upon the express vote of two-thirds (2/3rds) of the remaining Directors present and voting at such meeting, with or without cause. A member of the Board of Directors may be removed under these provisions upon the vote of a majority of the members of the Board of Directors present and voting at such meeting (excluding, if applicable, the Director who is the subject of a motion to remove) and if it is determined that the Director to be removed has engaged in at least one of the following:

- (a) has mishandled or misappropriated funds of the Corporation;
- (b) has violated or has participated in the violation of the restrictive covenants of the Subdivision in any material respect;
- (c) has interfered, in any material respect, with the enforcement of the restrictive covenants of the subdivision; or
- (d) has failed to preserve confidential and privileged matters or information of the Board of Directors or the Corporation; or
- (e) fails to attend three (3) consecutive meetings with no justification.

SECTION 14. ALTERNATE DIRECTORS. At any annual meeting of the membership of the Corporation, the members may elect two (2) members of the Corporation to serve as Alternate Directors who may serve only in the event of a vacancy on the Board of Directors.

ARTICLE V

OFFICERS

SECTION 1. DESIGNATION. The officers of the organization shall be a President, one or more Vice Presidents (the number thereof to be determined by the Directors), a Secretary, and a Treasurer. The Directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as they shall deem desirable, such officers to have the authority to perform the duties prescribed, from time to time. Two or more offices may not be held by the same person.

SECTION 2. ELECTION. The officers of the organization shall be elected annually by the Directors at the regular annual Board of Directors meeting by a majority of the entire Board. If the election of the officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the Directors. The officers shall be elected for one-year terms, and each Officer shall continue in office until the next annual meeting following his election, or until his successor shall have been elected, or until he shall have resigned or shall have been removed in the manner herein provided.

SECTION 3. REMOVAL. Any officer elected or appointed by the Board of Directors may be removed by a majority vote of the Board of Directors whenever in its judgment the best interest of the organization would be served thereby.

SECTION 4. VACANCY. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

SECTION 5. PRESIDENT. The President shall be the principal executive officer of the organization and shall in general supervise and control all of the business and affairs of the organization. The President shall preside at all meetings of the members and of the Board of Directors, and may sign, with the Secretary or any other proper officer of the organization authorized by the members, any deeds, mortgages, bonds, contracts, or other instruments which the members have authorized to be executed, however, any such deeds, mortgages, bonds, contracts, or other instruments shall be accompanied by a certified copy of the minutes, having been duly approved by proper motion, which shall be attached to and made a part of any deeds, mortgages, bonds, contracts, or other instruments to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the members or by these Bylaws, or by statute to some other officer or agent of the organization; and in general, the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the members or the Board of Directors from time to time.

SECTION 6. VICE PRESIDENT. In the absence of the President or in the event of his inability or refusal to act, the Vice-President (or if there are more than one Vice President, the vice presidents in the 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 by the President or by the Board of Directors.

SECTION 7. SECRETARY. The Secretary shall keep or cause to be kept, the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws of as required by law; be custodian of the organization records; keep a register of the post office address of each member and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the members. The Secretary shall have the right to delegate any of the above actions to a management company or qualified individual which as been approved by a majority of the Board of Directors.

SECTION 8. TREASURER. The Treasurer shall have charge, custody, and responsibility for all funds and financial records of the Association. To carry out the duties, the Treasurer shall, in conjunction with the Association's management company, complete at least the following:

- (a) receive and deposit-all funds into the Association's bank accounts;
- (b) disburse the Association's funds as directed by the Board of Directors;
- (c) sign all checks and promissory notes of the Association;
- (d) keep the Association's books of account;
- (e) when directed by the Board of Directors, and at the expense of the Association, obtain a bond for the faithful discharge of the Treasurer's duties in such sum and with such sureties as the Board of Directors shall require;
- (f) when directed by the Board of Directors, and at the Association's expense, obtain an annual audit of the Association's books by a Certified Public Accountant;
- (g) prepare and submit to the Board of Directors an annual budget for the Association and periodic statements of the Association's income and expense;
- (h) establish and maintain reasonable financial controls of the Association's funds including arranging for the Association's bank accounts to require multiple signatures of the Treasurer and other officers of the Association, to provide for the safe and secure treatment of the Association's books, records and accounts, including designating persons who may reconcile and balance the Associations bank accounts and other records. Unless otherwise directed by the Board of Directors, the Treasurer shall obtain checking account services for the Association which require:
 - (1) two signatures on all checks in excess of \$1,000,00;
 - (2) the reconciliation of the

Association's bank account statement's by persons who are not permitted to sign on the checking account; and (3) all association checks by imprinted to read "For Deposit Only" on all endorsements.

The Treasurer shall have the right to delegate any of the above actions to a management company or other qualified individual which as been approved by a majority of the Board of Directors.

ARTICLE VI

COMMITTEES

SECTION 1. DESIGNATION. The Board of Directors, by resolution adopted at any of its meetings, may appoint any and all committees deemed necessary to carry out the purposes of this corporation. The Board shall also specify the purpose of each committee and each committee shall limit its activities to its purpose as stated by the Directors.

SECTION 2. COMMITTEE MEMBERS. The Board of Directors shall appoint the chairman of each committee. The chairman may add or remove members of the committee at the chairman's discretion. All members of the committee shall be members in good standing of the Association. Each member of a committee shall continue as such until he resigns, he is replaced by a successor, he is removed, he ceases to be a member of the association in good standing, or the committee is terminated. Any committee member removed by the chairman may appeal such removal to the Board of Directors which shall then vote to affirm the removal or to reinstate the member to the committee. The vote of a majority of Directors will govern. This paragraph does not apply to the Architectural Control Committee.

The Architectural Control Committee shall consist of at least three members, who shall be annually appointed, and may be removed and replaced by a two-thirds (2/3) vote of the members of the Board of Directors of the Association. All members of the Architectural Control Committee shall be property owners in the subdivision. No member of the Architectural Control Committee may vote on or participate in the consideration of any lot in which such member may have a conflict of interest. For this purpose, a conflict of interest is deemed to exist if a member either owned an interest in a lot or any determination by the Architectural Control Committee would have a direct, material mechanical impact on a lot owned by the member.

SECTION 3. 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 4. MAJORITY AND QUORUM. Unless otherwise provided in 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 5. RULES. No committee may adopt rules which are materially in conflict with these Bylaws or with rules adopted by the members or the recorded restrictions and covenants.

ARTICLE VII

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

SECTION 1. DESIGNATION BY BOARD OF DIRECTORS. The Board of Directors, by official action, may authorize any officer or officers to enter into those contracts or execute and deliver those instruments authorized by the Board of Directors in the name of and on behalf of the corporation, and such authority must be confined to specific instances.

SECTION 2. WARRANTS AND VOUCHERS. All warrants or vouchers for payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be approved by the Board of Directors at a regular or special meeting.

SECTION 3. CHECKS. All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers in such manner as shall from time to time shall be determined by resolution of the Board of Directors.

SECTION 4. DEPOSITS. All funds of the Corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

SECTION 5. GIFTS TO ASSOCIATION. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

SECTION 6. ASSOCIATION CONTRACTS. The Association may enter into an enforceable contract with a current Association board member, a person related to a current Association board member within the third degree by consanguinity or affinity, as determined under Chapter 573, GOVERNMENT CODE, a company in which a current Association board member has a financial interest in at least 51 percent (51%) of profits, or a company in which a person related to a current Association member within the third degree by consanguinity or affinity, as determined under Chapter 573, GOVERNMENT CODE, has a financial interest in at least 51 percent (51%) of profits, if the following conditions are satisfied:

(a) the board member, relative, or company bids on the proposed contract and the Association has received at least two other bids for the contract from persons not associated with the board member, relative, or company, if reasonably available in the community; and

(b) the board member:

- (1) is not given access to the other bids;
- (2) does not participate in any board discussion regarding the contract; and
- (3) does not vote on the award of the contract.

ARTICLE VIII

BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Directors and committees having any of the authority of the members of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the organization may be inspected by any member, in accordance with the Association's Records Production Policy.

ARTICLE IX

FISCAL YEAR

The fiscal year of the organization shall begin on the first day of October and end on the last day of September in each year, unless the Board of Directors determines, by resolution, any different dates.

ARTICLE X

DUES

SECTION 1.DETERMINATION. Annual membership dues will be due and payable on October 1 of each successive fiscal year. The exact amount of annual dues shall be determined by the Board of Directors.

SECTION 2.DELINQUENCY AND INTEREST. A member will be in default if dues are not paid within one (1) month after such dues become due and payable. All past-due and delinquent dues shall bear interest at the rate of eighteen percent (18%) per annum beginning on the date such dues become delinquent.

ARTICLE XI

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the State of Texas or under the provisions of the Bylaws of the Corporation, 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 XII

CONFLICTS

In the event of a conflict between the provisions of these Bylaws and the Restrictions, the terms and provisions of the Restrictions shall prevail.

ARTICLE XIII

AMENDMENTS

Except as provided for herein, these Bylaws may only be altered, amended, or repealed by a majority vote of the members entitled to vote, who are present, in person, or by proxy or absentee ballot, as set forth herein, at any annual meeting or any special meeting called for that purpose, provided a quorum is present. At least ten (10) days written notice must be given of the intent to alter, amend, or repeal the Bylaws prior to such meeting, whether an annual meeting or special meeting of the membership. The Board of Directors of the Association may alter or amend the Bylaws of the Association, without any action on the part of the Members, only for state or federal mandated changes and/or additions to the law.

These Bylaws were passed and approved by a majority vote of the membership at the Annual Meeting of the Association on October 14th, 2015.

**CAPE CONROE PROPERTY OWNERS
ASSOCIATION, INC.**

By: *Paul Rex*
PAUL REX, President

ACKNOWLEDGMENT

STATE OF TEXAS §

COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on October 14th, 2015, by *Paul Rex*, President of CAPE CONROE PROPERTY OWNERS ASSOCIATION, INC., a Texas nonprofit corporation, on behalf of said corporation.

Tammy Michelle Perry
Notary Public – State of Texas



FILED FOR RECORD

10/30/2015 9:12AM



COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY

I hereby certify 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 Montgomery County, Texas.

10/30/2015



County Clerk
Montgomery County, Texas