

AFFIDAVIT FOR THE FILING OF DEDICATORY INSTRUMENTS

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

WHEREAS, section 202.006 of Title 11 of the Texas Property Code requires that a property owners' association file its dedicatory instruments in the real property records of the county in which the property is located, and

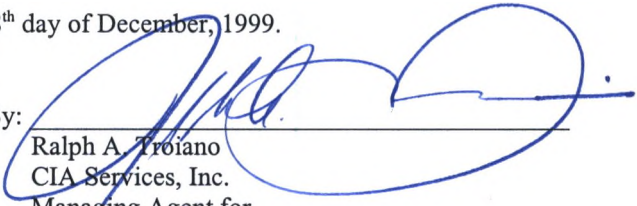
WHEREAS, the Chimneystone Planned Community Development Homeowners Association, Inc. is a property owners' association as the term is defined in Title 11 of the Texas Property Code,

NOW THEREFORE, true copies of the following dedicatory instruments of the Chimneystone Planned Community Development Homeowners Associations, Inc. and their amendments, if any, which have not been previously filed in the public records of Fort Bend County, are attached hereto, including:

- (1) Articles of Incorporation
- (2) Bylaws
- (3) Property Maintenance Policy
- (4) Guidelines for Room Addition
- (5) Recreation Area Rules

FURTHER, other dedicatory instruments of the Chimneystone Planned Community Development Homeowners Association, Inc. have already been filed in the public records of Fort Bend County including, but not limited to, the various Covenants, Conditions and Restrictions for the property within the Chimneystone community.

SIGNED on this 28th day of December, 1999.

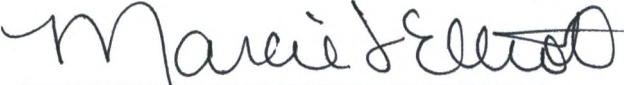
By: 

 Ralph A. Troiano
 CIA Services, Inc.
 Managing Agent for
 Chimneystone Planned Community Development Homeowners Association, Inc.

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

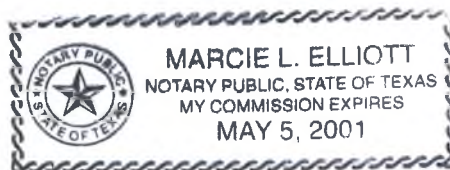
BEFORE ME, the undersigned authority, on this day personally appeared Ralph A. Troiano, whose position is Managing Agent for Chimneystone Planned Community Development Homeowners Association, Inc., known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 28th day of December, 1999.



 Notary Public in and for the State of Texas

After recording return to:
 C.I.A. Services, Inc.
 13313 Southwest Freeway, Suite 265
 Sugar Land, Texas 77478-3543



BY-LAWS OF
CHIMNEYSTONE PLANNED COMMUNITY DEVELOPMENT
HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the non-profit corporation is Chimneystone Planned Community Development Homeowners Association, Inc. (hereinafter referred to as the "Association"). The principal office of the corporation shall be located at Suite 2020 Post Oak Tower, Houston, Texas 77056, but meetings of members and directors may be held at such places within Harris and Fort Bend Counties, Texas, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to Chimneystone Planned Community Development Homeowners Association, Inc., its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions for Chimneystone Planned Community Development, Section One, a subdivision in Fort Bend County, Texas, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Common Area" shall mean and refer to that portion of the Properties owned or acquired by the Association for the common use and enjoyment of the Members of the Association.

Section 4. "Lot" shall mean and refer to any of the numbered plots of land shown upon any recorded subdivision map of the Properties within the exception of the Common Area. A "developed Lot" shall mean and refer to a Lot with the street on which it faces opened and improved and with utilities installed and ready to furnish utility service to

such Lot. An "undeveloped Lot" shall mean and refer to any Lot which is not a developed Lot.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to Sugarland Properties Incorporated, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development. (Builder)

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in the Deed Records of Fort Bend County, Texas under County Clerk's File No. Vol. 886-Pg. 507.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration and the Articles of Incorporation of the Association.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the Members shall be held within one year from the date of incorporation of the Association and each subsequent regular annual meeting of the Members shall be held on the same day of the same month of each year thereafter at the hour of 7:00 o'clock p.m. If the day for the annual meeting of the Members is a Saturday, Sunday or legal holiday, the meeting will be held at the same hour on the first day following which is not a Saturday, Sunday or 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 the Members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A membership.

Section 3. Notice of Meetings. Except as provided below for annual meetings, written notice of meetings of the

Members may be given by, or at the direction of, the secretary or any person or persons authorized to call a meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting to each Member entitled to vote thereat, 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, in the case of a special meeting, the purpose of the meeting. Notice of annual meetings shall not be required, but may be given in a like manner.

Section 4. Quorum. The presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these By-Laws. 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. Proxies. At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot.

ARTICLE IV

BOARD OF DIRECTORS, SELECTION, TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of five (5) directors who need not be Members of the Association.

Section 2. Term of Office. The initial directors for the Association set forth in the Articles of Incorporation shall hold office until the first annual meeting. At the first annual meeting the Members shall elect two directors for a term of one (1) year, two directors for a term of two (2) years and one director for a term of three (3) years; and at each annual meeting thereafter the Members shall elect that number of directors equal to the number of directors whose terms expire at such time.

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 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 V

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 and such appointment shall be announced at each 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. Such nominations may be made from among members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI

MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by resolution of the Board.

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 director, after not less than three (3) days notice to each director which such notice may be waived at or prior to such meeting.

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.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

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

(a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and right to use of any facilities or services of a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(c) exercise for the Association all powers, duties and authorities vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Declaration;

(d) 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

(e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

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 corporate 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-fourth (1/4) of the Class A members who are entitled to vote;

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

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.

(d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance as it may deem appropriate on any property or facilities owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and

(g) cause the Common Area to be maintained.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a president and a 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 create from time to time by resolution.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the 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 by giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt 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:

(a) President: 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 shall co-sign all checks and promissory notes.

(b) Vice-President: The vice-president shall act in the place and stead 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.

(c) Secretary: The secretary shall record the votes and keep the minutes of all meetings and all proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; 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.

(d) Treasurer: 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 co-sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant 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 its regular annual meeting and deliver a copy of each to the Members.

ARTICLE IX

COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided by these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of ten percent (10%) per annum, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the initials of the Association, "C.P.C.D.H.A., Inc.", and the word "Texas."

ARTICLE XIII

AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is Class B membership.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, we, being all of the directors of Chimneystone Planned Community Development Homeowners Association, Inc., have hereunto set our hands this 30th day of July, 1980.

Eugene Allen
Christine de Witt Dunham, Jr.

Alice Ann Chase
Maureen C. Stolle
Edward P. Tenstedt

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Cyrene L. Mohler known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Calvin Smith Swanson Jr. known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Lee Ann Chesser known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Maurice C. Stoltz, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Edward P. Teubenberg known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

CERTIFICATION

I, the undersigned, do hereby certify that:

I am the duly elected and acting secretary of the Chimneystone Planned Community Development Homeowners Association, Inc., a Texas non-profit corporation, and

That the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 30th day of July, 1980.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 30th day of July, 1980.

Aue Aue Chase
Secretary

**First Amendment to the By-Laws
of the
Chimneystone Planned Community Development
Homeowners Association, Inc.**

STATE OF TEXAS

 |

KNOW ALL MEN BY THESE PRESENTS

COUNTY OF FORT BEND

 |

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WHEREAS, it is desired to amend the By-Laws of the Chimneystone Planned Community Development Homeowners Association to change the qualifications for members of the Board of Directors of the Association, and

WHEREAS, the By-Laws can be amended in accordance with Article XIII, Section 1 of the By-Laws by a majority vote at a regular or special meeting of the members at which a quorum is present, and

WHEREAS, a meeting of the members was duly called in accordance with Article III of the By-Laws and held on February 21, 1994, and

WHEREAS, a quorum of members was present at such meeting and a majority of the members present or represented by proxy voted for amending the By-Laws to add Article IV, Section 6 and Article VII, Section 1(f) to the By-Laws;

NOW THEREFORE, the following sections are added to the By-Laws of the Association to become effective on the date signed below:

Article IV - Board of Directors, Selection, Term of Office

Section 6. Qualifications. Directors must be Members of the Association, must have their primary residence within the boundaries of the Association and must be in good standing. Good standing is defined as having no overdue assessments or making installment payments under an Approved Payment Plan.

Article VII - Powers and Duties of the Board of Directors

Section 1. (f) declare the position of a member of the Board of Directors to be vacant in the event such member no longer meets the qualifications for being a Board member as defined in Article IV, Section 6.

IN WITNESS WHEREOF, this First Amendment to the By-Laws of the Chimneystone Planned Community Development Homeowners Association, Inc. is executed on this 21st day of February, 1994.



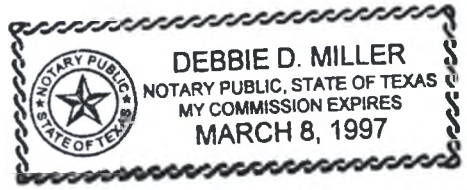
Nancy Adamson
President

Attest: Amalia Robinson
Amalia Robinson
Secretary

STATE OF TEXAS I
 I
COUNTY OF FORT BEND I

BEFORE ME, the undersigned authority, on this day personally appeared Nancy Adamson, President of the Chimneystone Planned Community Development Homeowners Association, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL of office on this 21st day of February, 1994.



Debbie D. Miller
Debbie D. Miller
Notary Public for the state of Texas
My Commission Expires: 03/08/97

Return to:
Chimneystone Homeowners Association
c/o C.I.A. Services, Inc.
13313 Southwest Freeway, Suite 265
Sugar Land, Texas 77478-3543

1912



ADDITIONAL DEDICATORY INSTRUMENTS
for
CHIMNEYSTONE PLANNED COMMUNITY
DEVELOPMENT HOMEOWNERS ASSOCIATION, INC.

DEC 15 2011

THE STATE OF TEXAS §
COUNTY OF FORT BEND §

BEFORE ME, the undersigned authority, on this day personally appeared **Trisha Taylor Farine**, who, being by me first duly sworn, states on oath the following:

"My name is **Trisha Taylor Farine**, I am over twenty-one (21) years of age, of sound mind, capable of making this affidavit, authorized to make this affidavit, and personally acquainted with the facts herein stated:

"I am attorney/agent for CHIMNEYSTONE PLANNED COMMUNITY DEVELOPMENT HOMEOWNERS ASSOCIATION, INC. Pursuant with Section 202.006 of the Texas Property Code, the following documents are copies of the original official documents from the Association's files:

- 1. **By-Laws**
- 2. **First Amendment to By-Laws**

DATED this 14th day of November, 20 11.

CHIMNEYSTONE PLANNED COMMUNITY
DEVELOPMENT HOMEOWNERS
ASSOCIATION

BY: Trisha Taylor Farine
Trisha Taylor Farine, attorney/agent

SUBSCRIBED AND SWORN TO BEFORE ME by the said Trisha Taylor Farine, on this the 14th day of November, 20 11.



Debra L. Burt
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS

After recording return to:
DAUGHTRY & JORDAN, P.C.
17044 El Camino Real
Houston, Texas 77058

BY-LAWS OF
CHIMNEYSTONE PLANNED COMMUNITY DEVELOPMENT
HOMEOWNERS ASSOCIATION, INC.

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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 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 V

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 and such appointment shall be announced at each 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. Such nominations may be made from among members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI

MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held monthly without notice, at such place and hour as may be fixed from time to time by resolution of the Board.

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 director, after not less than three (3) days notice to each director which such notice may be waived at or prior to such meeting.

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.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

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

(a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction thereof;

(b) suspend the voting rights and right to use of any facilities or services of a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing for a period not to exceed sixty (60) days for infraction of published rules and regulations;

(c) exercise for the Association all powers, duties and authorities vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Declaration;

(d) 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

(e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

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 corporate 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-fourth (1/4) of the Class A members who are entitled to vote;

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

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.

(d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance as it may deem appropriate on any property or facilities owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate; and

(g) cause the Common Area to be maintained.

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a president and a 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 create from time to time by resolution.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the 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 by giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt 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:

(a) President: 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 shall co-sign all checks and promissory notes.

(b) Vice-President: The vice-president shall act in the place and stead 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.

(c) Secretary: The secretary shall record the votes and keep the minutes of all meetings and all proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the Members; 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.

(d) Treasurer: 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 co-sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant 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 its regular annual meeting and deliver a copy of each to the Members.

ARTICLE IX

COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided by these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declaration, each Member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the rate of ten percent (10%) per annum, and the Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the initials of the Association, "C.P.C.D.H.A., Inc.", and the word "Texas."

ARTICLE XIII

AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is Class B membership.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, we, being all of the directors of Chimneystone Planned Community Development Homeowners Association, Inc., have hereunto set our hands this 30th day of July, 1980.

[Signature]
[Signature]

[Signature]
Maureen C. Stolle
[Signature]

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Eugene A. Mohler known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Calvin Smith Gordon known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Lee Ann Chesser known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Marvin C. Stille, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Edward P. Teubelberg known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the 30th day of July, 1980.

My Commission Expires:
4-1-81

Fern Lindloff
Name: FERN LINDLOFF
Notary Public in and for
Harris County, Texas

CERTIFICATION

I, the undersigned, do hereby certify that:

I am the duly elected and acting secretary of the Chimneystone Planned Community Development Homeowners Association, Inc., a Texas non-profit corporation, and

That the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 30th day of July, 1980.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 30th day of July, 1980.

Aue Ann Chase
Secretary

First Amendment to the By-Laws
of the
Chimneystone Planned Community Development
Homeowners Association, Inc.

STATE OF TEXAS I
 I KNOW ALL MEN BY THESE PRESENTS
COUNTY OF FORT BEND I

WHEREAS, it is desired to amend the By-Laws of the Chimneystone Planned Community Development Homeowners Association to change the qualifications for members of the Board of Directors of the Association, and

WHEREAS, the By-Laws can be amended in accordance with Article XIII, Section 1 of the By-Laws by a majority vote at a regular or special meeting of the members at which a quorum is present, and

WHEREAS, a meeting of the members was duly called in accordance with Article III of the By-Laws and held on February 21, 1994, and

WHEREAS, a quorum of members was present at such meeting and a majority of the members present or represented by proxy voted for amending the By-Laws to add Article IV, Section 6 and Article VII, Section 1(f) to the By-Laws;

NOW THEREFORE, the following sections are added to the By-Laws of the Association to become effective on the date signed below:

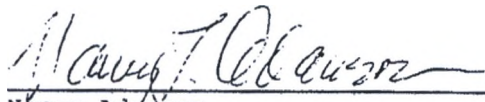
Article IV - Board of Directors, Selection, Term of Office

Section 6. Qualifications. Directors must be Members of the Association, must have their primary residence within the boundaries of the Association and must be in good standing. Good standing is defined as having no overdue assessments or making installment payments under an Approved Payment Plan.

Article VII - Powers and Duties of the Board of Directors

Section 1. (f) declare the position of a member of the Board of Directors to be vacant in the event such member no longer meets the qualifications for being a Board member as defined in Article IV, Section 6.

IN WITNESS WHEREOF, this First Amendment to the By-Laws of the Chimneystone Planned Community Development Homeowners Association, Inc. is executed on this 21st day of February, 1994.



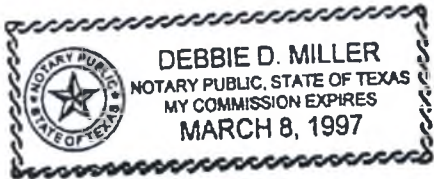
Nancy Adamson
President

Attest: Amalia Robinson
Amalia Robinson
Secretary

STATE OF TEXAS I
 I
COUNTY OF FORT BEND I

BEFORE ME, the undersigned authority, on this day personally appeared Nancy Adamson, President of the Chimneystone Planned Community Development Homeowners Association, Inc., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL of office on this 21st day of February, 1994.



Debbie D. Miller
Debbie D. Miller
Notary Public for the state of Texas
My Commission Expires: 03/08/97

Return to:
Chimneystone Homeowners Association
c/o C.I.A. Services, Inc.
13313 Southwest Freeway, Suite 265
Sugar Land, Texas 77478-3543

**FIRST AMENDMENT TO
BY-LAWS**

OF

**CHIMNEYSTONE PLANNED COMMUNITY DEVELOPMENT
HOMEOWNERS ASSOCIATION, INC.
A TEXAS NON-PROFIT CORPORATION**

WHEREAS, the By-laws of Chimneystone Planned Community Development Homeowners Association, Inc. (the "Association") were executed on or about July 30, 1980;

WHEREAS, Section 209.00593(b) of the Texas Property Code provides that the board of a property owners association may amend the bylaws of the property owners' association to provide for elections to be held as required by Subsection (a); and

WHEREAS, it is the desire of the Board of Directors to amend the Bylaws to bring the Association in compliance with the provisions of the Texas Property Code which were passed by the Texas Legislature in 2011; and

NOW THEREFORE, Article III, Section 4 is hereby AMENDED to read as follows:

Section 4. Quorum.

(a) The presence at any meeting of Members (in person or by proxy) of one-tenth (1/10) or more of the votes of the membership shall constitute a quorum at any such meeting of Members for any action except as otherwise provided in the Articles of Incorporation, the Declaration or these Bylaws.

(b) If quorum is not present or represented, the meeting shall be adjourned without notice other than announcement at the meeting, and immediately reconvened for the sole purpose of election of directors. At the reconvened meeting, quorum shall be all those members counted as present whether in person or by proxy, absentee ballot, electronic ballot, or any other method of representative or delegated voting. Directors shall be elected by a majority of those votes.

Nothing herein is intended to alter, modify or amend the Bylaws except as specifically provided hereinabove.

CERTIFICATION

I, the undersigned, am the duly elected and acting Secretary of CHIMNEYSTONE PLANNED COMMUNITY DEVELOPMENT HOMEOWNERS ASSOCIATION, INC., a non-profit corporation, and I do hereby certify:

That the within and foregoing First Amendment to Bylaws was properly adopted as of the 8th day of November, 2011, that same, in addition to the Bylaws, do now constitute the Bylaws of said corporation.

IN WITNESS WHEREOF, I have executed this First Amendment to Bylaws to be effective as of the 8th day of November, 2011.

[Handwritten Signature]
(Signature)

SAMUEL E. RICHARDS
(Print Name)
Secretary, Chimneystone Planned
Community Development
Homeowners Association, Inc.

Daughtry : Jordan PC

17044 EL CAMINO REAL • HOUSTON, TEXAS 77058-2630

Ret

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS

[Handwritten Signature]

2011 Nov 22 05:14 PM

MAN \$33.00

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Debbie Wilson COUNTY CLERK
MC BEND COUNTY TEXAS