

019-86-2685

DEDICATORY INSTRUMENTS
for
WILDERNESS TRAILS HOMEOWNERS' ASSOCIATION

THE STATE OF TEXAS §

COUNTY OF GALVESTON §

BEFORE ME, the undersigned authority, on this day personally appeared PAT L. GARNER, who, being by me first duly sworn, states on oath the following.

"My name is PAT L. GARNER, 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 the Financial Officer of WILDERNESS TRAILS HOMEOWNERS' ASSOCIATION. Pursuant with Section 202.006 of the Texas Property Code, the following document is a copy of the original official document from the Association's files:

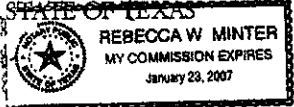
* Bylaws

DATED this 14 day of JANUARY, 2004.

WILDERNESS TRAILS HOMEOWNERS' ASSOCIATION

BY: [Signature]
PAT L. GARNER


SUBSCRIBED AND SWORN TO BEFORE ME by the said PAT L. GARNER, on this the 14TH day of JANUARY, 2004.

[Signature]
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS


THE STATE OF TEXAS §

COUNTY OF GALVESTON §

THIS INSTRUMENT was acknowledged before me on this the 14TH day of JANUARY, 2004, by PAT L. GARNER, Financial Officer of WILDERNESS TRAILS HOMEOWNERS' ASSOCIATION, a Texas non-profit corporation, on behalf of said corporation.

[Signature]
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS


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

PAID

By-Laws**Of****Wilderness Trails Homeowners Association****Article I**

The name of the corporation is Wilderness Trails Homeowners Association, hereinafter referred to as the "Association." The meetings of members and directors may be held at such places within the state of Texas, county of Galveston, as may be designated by the Board of Directors.

Article II

Section 1 "Association" shall mean and refer to the Wilderness Trails Homeowners Association, a Texas non-profit corporation, its successors and assigns.

Section 2 "Properties" shall mean and refer to that certain property or properties described in the declaration in Galveston county, Texas, and any additional jurisdiction of the Association.

Section 3 "Lot" shall mean and refer to any plot of land shown upon any recorded map of the properties.

Section 4 "Owner" shall mean and refer to the recorded owner, whether one or more entities, of the fee simple title to any lot which is part of the properties subject to a maintenance charge assessment by the Association, including contract sellers, but excluding those having interest merely as security for the performance of any obligation.

Section 5 "Declarant" shall mean the owner of that certain property in Wilderness Trails, a subdivision in Galveston County, Texas.

Section 6 "Declaration" shall mean and refer to the declaration of covenants, conditions, and restrictions for Wilderness Trails, a subdivision in Galveston County, Texas, recorded in volume 3324, pages 508-526, and any additions and supplements thereto.

Section 7 "Member" shall mean and refer to every owner of a lot subject to assessment.

Article IIIMeetings of MembersSection 1 Annual Meetings

The annual meeting shall be held during the month of January at such time and place as determined by the Board of Directors, customarily but not restricted to the Friendswood Public Library.

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 a written request by one-fourth of the members.

Section 3 Notice of Meetings

Notification to members of the meetings shall be made by any one combination of or all of the following methods at the discretion of the Board:

- 1 Association Newsletter
- 2 Individual First Class Mail
- 3 Local Newspaper
- 4 Web Site Announcement

Notification will be made not less than fifteen (15) days or more than fifty- (50) days before such meeting
The notification will state the date, time, and place of the meeting

Section 4. Voting Rights of Members

Members shall be entitled to one vote for each lot owned and subject to assessment. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot. Members with delinquent assessments shall not be eligible to vote.

Section 5. Proxies

At all meetings of members, each member may vote in person or proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon transfer of ownership of said property.

Section 6. Quorum

The presence of members at the meeting entitled to cast a vote, or of proxies entitled to cast a vote, shall constitute a quorum for any action except as otherwise provided in the articles of incorporation, the declaration, or these by-laws.

Article IV

Board of Directors and Duties

Section 1. Board of Directors

A board of 5 directors, who must be members of the Association, shall manage the affairs of this Association. The Board of Directors shall consist of a President, a Vice President, a Secretary, and two members at-large.

Section 2. Term of Office

The term of office of any director of the board shall be 2 years in length.

Section 3. Nomination

Nomination for election to the Board of Directors shall be made from the members present or by proxy at the annual meeting.

Section 4. Election

Election to the Board of Directors shall be cast by a show of hands. At such election the members or their proxies may cast in respect of each vacancy as many votes as they are entitled to cast under the provisions of Article III of this document. The persons receiving the largest number of votes shall be elected.

Every odd-numbered year three board members will be elected for a 2-year term.

Every even-numbered year two board members will be elected for a 2-year term.

Each year, the Board of Directors will elect the Board Officers: President, Vice President and Secretary.

Section 5. Resignation and 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, a successor shall be elected at the next scheduled meeting by the remaining members of the board and shall serve for the remainder of the term. Any officer may resign if unable to continue service on the board.

Section 6. Compensation

No director shall receive compensation for any services rendered to the Association. However, any director may be reimbursed for actual expenses incurred in the performance of board duties.

Section 7. Special Appointments

The Board of Directors 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 8. Authority to Sign Checks

The accountant and the president or vice president are authorized to sign checks. However, the Board, from time to time, may authorize any person or persons, who need not be officers or directors of the Association, to sign checks of the Association. Such agents may be authorized to sign singly or jointly, as the Board in its discretion may decide. The Board may at any time rescind and revoke authority granted to any person

Section 9. Duties

The duties of the officers of the Association are as follows

- A) President The president of the Association shall preside at all meetings of the Board of Directors of the Association, 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 promissory notes
- B) Vice-President The vice-president shall act in the place and stead of the president in the event of his or her absence, inability or refusal to act and shall exercise and discharge such other duties as may be required by the Board
- C) Secretary The secretary shall record the votes and keep the minutes of the meetings and proceedings of the board and of the members, keep the corporate seal of the Association and affix it on all papers requiring said seal, keep appropriate current records showing the members of the Association together with their addresses, and shall perform duties as required by the Board

Article V

Meetings of Directors

Section 1. Regular Meetings

Regular meetings of the Board of Directors shall be held at least quarterly at such date, time, and place as determined by mutual consent of a majority of the directors

Section 2. Special Meetings

Special meetings of the Board of Directors shall be held when called by the President of the Association or any director after not less than three (3) days notice to each director. Such notice may be waived with the consent of board majority at or prior to such meeting

Section 3. Quorum

A majority of the number of directors, which must include the President and/or Vice President, shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the quorum present at a duly held meeting shall be regarded as an act of the Board

Section 4. Action Without A Meeting

Any action, which may be required or permitted to be taken at a meeting of the Board of Directors, may be taken without a meeting if consent in writing, setting forth the action so taken is signed by all the members of the Board. Such consent shall be placed in the minute book of the Association with the minutes of the Board of Directors. Any action so approved shall have the same effect as though taken at a meeting of the directors

Article VIPowers and Duties of the AssociationSection 1. Powers

The Association, by and through its Board of Directors, shall have the following rights and powers

- A) Suspend the voting rights and right to the use of any facilities or services provided by the Association of a member during any period in which such member is delinquent 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
- B) Exercise for the Association all powers, duties, and authorities vested in or delegated to this Association except those reserved to the membership by other provisions of these by-laws, articles of incorporation, or declaration
- C) Declare the office of a member of the Board of Directors to be vacant in the event such member is absent from three (3) consecutive regular or special meetings of the Board of Directors
- D) Employ a manager, an independent contractor, or such other employees as it deems necessary, and to prescribe in writing their duties and terms of employment

Section 2. Duties

It shall be the duty of the Association, by and through its 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 of the members of the Association who are entitled to vote.
- B) Supervise all offices, agents, and employees of this Association, and to ensure their duties are properly performed
- C) Fix the amount of the annual assessments against properties subject to the jurisdiction of the Association and take actions, as it deems appropriate to collect such assessments and to enforce the liens given to secure payment thereof
- D) Send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period
- E) Issue, or cause an appropriate office to issue, upon request by any owner, a certificate setting forth whether or not the assessment on their property has been paid. If a certificate shall state that an assessment has been paid, then such certificate shall be conclusive evidence of such payment
- F) Procure and maintain such liability and hazard insurance, as it may deem appropriate on any property or facilities owned by the Association
- G) Cause any officers or employees having fiscal responsibilities to be bonded, as it may deem necessary
- H) Review these By-laws each year and revise as necessary

Article VIICommittees

The Association shall appoint an architectural control committee as provided in the declaration. The Board of Directors shall appoint other committees such as deed restriction committee and maintenance committee. Other committees may be appointed as deemed appropriate in carrying out its purpose.

Article VIIIBooks 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.

Article IXAssessments

As more fully described in the declaration, each member is obligated to pay 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 six (6%) percent per annum. The Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property. In addition, interest, costs, and reasonable attorney's fees of any action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessment provided for herein by non-use of the facilities or services provided by the Association or by abandonment of their lot.

Article XCorporate Seal

The Association shall have a seal in circular form having within its circumference the words "Wilderness Trails Homeowners Association" and in the center, the word "Texas."

Article XIAmendmentsSection 1. Amendments

The by-laws may be amended at a regular or special meeting of the Board of Directors by a vote of a majority of Board members in person or by proxy.


Section 2. Conflict

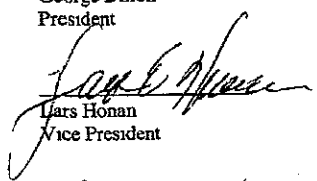
In the case of any conflict between the articles of incorporation and these by-laws, the articles shall control, and in the case of any conflict between the declaration and these by-laws, the declaration shall control.


Article XIIMiscellaneous

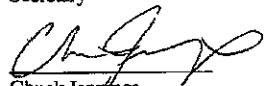
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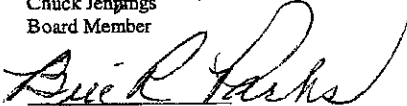
The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year In witness thereof, we, being the directors of the Wilderness Trails Homeowners Association, have hereunto set our hands this 27th day of August 2003

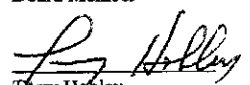

George Dillon
President



Gars Honan
Vice President

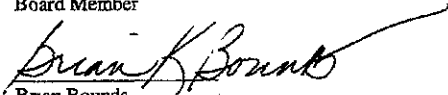

Emily Venski
Secretary


Chuck Jennings
Board Member



Bill Parks
Board Member


Terry Hobley
Board Member


Lowell McCulley
Board Member


Brian Bounds
Board Member

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS OF REAL PROPERTY


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GEISE, J \$21.00
Mary Ann Daigle, COUNTY CLERK
GALVESTON, TEXAS