

Alsatian Heights Homeowners Association
P. O. Box 844
Castroville, TX 78009

To Whom It May Concern:

117482

July 25, 2000

I, Margie M. Brown, Secretary of Alsatian Heights Homeowners Association, attest to the following Articles of Incorporation and the accompanying Corporate By-Laws as being those filed with the office of the Secretary of State of the State of Texas on April 1, 1999, and that these dedicatory documents are currently in full force along with the duly recorded Declaration of Restrictive Covenants, Conditions, and Restrictions, Alsatian Heights Subdivision, recorded June 25, 1996, in Volume 273, Pages 320 - 328, in the Official Public Records of Medina County, Texas, and the duly recorded Amendment to Declaration of Restrictive Covenants, Conditions, and Restrictions, Alsatian Heights Subdivision, recorded March 19, 1999, in Volume 344, Pages 245 - 247, in the Official Public Records of Medina County, Texas.

Please be advised that these documents are subject to change at any time and anyone wishing to rely on these documents should seek the most recent version. The most recent version of these documents shall be on file with and may be obtained from the Secretary of the Alsatian Heights Homeowners Association at the above address.

Please be advised that other documents containing rules, regulations, and guidelines for members of the Alsatian Heights Homeowners Association may exist. These other documents are also subject to change at any time and anyone wishing to obtain them should seek the most recent version from the Secretary of the Alsatian Heights Homeowners Association at the above address.

These Articles and By-Laws for Alsatian Heights Homeowners Association are being filed and recorded in the Official Public Records of Medina County, Texas, in accordance with the filing requirements under Texas Property Code Section 202.006, entitled "Public Records."

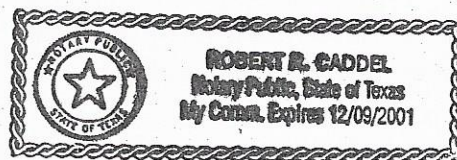
Margie M. Brown
Margie M. Brown, Secretary
Alsatian Heights Homeowners Association

(Acknowledgment)

STATE OF TEXAS §
 §
COUNTY OF MEDINA §

This instrument was acknowledged before me on the 12th day of AUGUST, 2000, by
MARGIE M. BROWN.

Robert R. Caddel
Notary Public, State of Texas



Notary's printed name: ROBERT R. CADDEL

Notary's commission expires: 9 DEC 2001

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BYLAWS OF
ALSATIAN HEIGHTS HOMEOWNERS ASSOCIATION
A NONPROFIT CORPORATION

ARTICLE I. NAME AND LOCATION

The name of the corporation is Alsatian Heights Homeowners Association. The Alsatian Heights Homeowners Association is established as set forth in Article III of the Declaration, defined below. The principal office of the corporation shall be located at PO Box 844, Castroville, Tx, but meetings of members and directors may be held at such places within the State of Texas as may be designated by the Board of Directors.

ARTICLE II. DEFINITIONS

The definitions set forth in the Articles of Incorporation and Declaration of Restrictive Covenants are applicable to these Bylaws in addition to the following.

Section 1. "Articles" shall mean and refer to the Articles of Incorporation of the Association.

Section 2. "Association" shall mean and refer to Alsatian Heights Homeowners Association, its successors and assigns.

Section 3. "Board" shall mean and refer to the Board of Directors of the Association.

Section 4. "Common Area" shall mean all property, real and otherwise, owned by the Association for the common use and enjoyment of the owners.

Section 5. "Declaration" shall mean and refer to the Declaration of Restrictive Covenants, Conditions and Restrictions applicable to the properties as recorded in Vol. 273 Pages 320-329 of the Real Property Records of Medina County, Texas, and as amended or extended from time to time.

Section 6. "Majority Vote" unless otherwise stated shall mean more than 50% of those in attendance, a quorum being present.

Section 7. "Maintenance" shall mean the exercise of reasonable care to keep buildings, roads, landscaping, lighting and other related improvements and fixtures in a condition comparable to their original condition.

Section 8. "Member" is as defined in Section 3.02 of the Declaration.

Section 9. "Member in Good Standing" A member shall be said to be in good standing if their Association dues are paid and up-to-date and they are in compliance with the Declaration or they have an appeal filed in accordance with the Declaration.

Section 10. "Owner" is as defined in Section 1.02 of the Declaration.

ARTICLE III. MEETINGS OF MEMBERS

Section 1. Annual Meetings. Annual meetings of members shall be held not later than the last day of October each year.

Section 2. Special Meetings. Special meetings of members may be called at any time by the President of the Board, a majority vote of the Board, or on written request by twenty-five percent (25%) of the members. Such a request will be presented to the Secretary of the Association or their alternate. No business shall be transacted at any special meeting which is not generally stated in the meeting notice.

Section 3. Notice of Meetings. Written notice of each meeting of members shall be given by, or at the direction of, the secretary or other persons authorized to call the meeting. Notice will be given by mailing a copy of such notice, postage prepaid, 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 receiving notice. Owners are responsible for providing in writing to the Secretary, their current mailing address. Notices will be mailed at least fifteen (15) days and no more than 30 days, before Annual meetings and at least seven (7) days before special meetings. Such notice shall specify the day, hour, and place of the meeting, and the intended agenda for the meeting. Every effort shall be made to hold all meetings after normal working hours.

Section 4. Quorum. The presence at the meeting, in person or by proxy, of members entitled to cast fifty one percent (51%) of the votes shall constitute a quorum for authorization of any action, except as may otherwise be provided in the Declaration, the Articles, or these Bylaws. If a quorum is not present at any meeting, then by majority vote of the owners present, either in person or by proxy, the meeting may be adjourned without notice other than announcement at the meeting, until a quorum is present. The first adjournment may be from seven (7) to thirty (30) days. When the meeting is reconvened after the agreed upon delay, a quorum shall be constituted by owners represented, in person or by proxy, holding thirty-five percent (35%) of the total vote. If the reconvened meeting of the members still doesn't constitute a quorum, then, by majority vote of the owners present, either in person or by proxy, the meeting may be adjourned from five (5) to fifteen (15) days. When the meeting is reconvened the second time, a quorum shall be constituted by owners present, either in person or by proxy.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing, filed with the secretary and are good only for the meeting defined at the top of the proxy. The Board shall be authorized to designate the form of proxy to be used. Proxies shall be revocable, and the proxy of any owner shall automatically terminate on conveyance by him of his lot.

Section 6. Rules of Procedure. Meetings of the members shall be conducted in accordance with the rules and procedures outlined in, "The A-B-C's of Parliamentary Procedure," published by the Community Associations Institute.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. Number. A Board of nine (9) directors, who shall be members of the Association in good standing, shall manage the affairs of the Association. In the event the number of directors is changed by amendment to these Bylaws, no such change shall have the effect of removing any director prior to the expiration of his or her term of office.

Section 2. Enumeration of Offices. The officers of the Association shall be: President, Vice President, Treasurer, Secretary, five At-Large positions, and such other officers as the Board may from time to time by resolution create.

Section 3. Term of Office. At the first annual meeting, the members shall elect the President, Treasurer and two At-Large positions for a term of two years and Vice-President, Secretary and three At-Large positions for a term of one year. At each annual meeting thereafter, the members shall elect these same groups for two-year terms.

Section 4. Resignation and Removal. Any director may be removed from the Board, with or without cause, by a majority vote at a meeting of members of the Association. A Board member may resign at any time by giving written notice to an officer of the Board. 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. In the event of death or resignation of a director, a successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor. If the Association removes a director, a replacement will be voted in before the end of that same meeting. Any director may be suspended from the Board by a unanimous vote of the other eight (8) Board members, pending an immediate special meeting of the Association called to review and determine a course of appropriate action.

Section 5. Compensation. No director shall receive compensation for any service they may render to the Association. However, any director may be reimbursed for pre-approved

expenses incurred in the performance of duties.

Section 6. Duties. The duties of the officers are as follows:

(a) *President.* The president shall preside at all meetings of the Board; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other instruments, and shall cosign all checks and promissory notes.

(b) *Vice-President.* The Vice-President shall act in the place 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 proceedings of the Board and Association; keep the corporate seal of the Association and affix it to all papers so requiring; serve notice of meetings of the Board and of the Association; keep appropriate current records showing the members of the Association together with their addresses; and perform such other duties as may be required by the Board or by State law.

(d) *Treasurer.* The treasurer shall receive and deposit in appropriate bank accounts all funds of the Association, and shall disburse such funds as directed by the resolution of the Board. The Treasurer shall sign all checks and promissory notes of the Association and shall keep financial records according to Generally Accepted Accounting Procedures; shall cause an audit of the Association books to be made at the completion of each fiscal year and shall prepare an annual budget and annual statement of income and expenditures. The Treasurer will make a copy of annual reports available to each member and present these reports at the regular annual meeting of members.

(e) *At-Large.* At-Large members will have duties assigned by the President. Normally they will head committees or projects for which the Board requires oversight.

ARTICLE V. BOARD OF DIRECTORS

NOMINATION AND ELECTION

Section 1. Nomination. Nomination for election to the Board can be made by any member of the Association at a meeting.

Section 2. Election. Election to the Board shall be by 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 person receiving the most votes for each position shall be elected.

Section 3. Direction of Election. On or before the date of the Annual meeting, the Board shall by resolution designate one of its members not standing for re-election to the Board, to serve as election officer for the annual election. The election officer shall be in charge of taking nominations and carrying out the balloting. The election officer shall appoint in writing at least two (2) assistants to conduct the election. These assistants shall not be paid for their services, nor be members of the Board or a candidate for election to the Board. The voting officials will maintain voting confidentiality.

Section 4. Voting Results. The election officer before the close of the annual meeting shall announce the results of balloting. The election officer shall thereafter certify in writing the results of the balloting, which results shall be countersigned by his or her assistants.

ARTICLE VI. BOARD OF DIRECTORS

MEETINGS

Section 1. Regular Meetings. Regular meetings of the Board shall be held monthly at such place and hour as may be fixed from time to time by the Board. The Board may at any time cancel or reschedule a regular meeting.

Section 2. Special Meetings. Special meetings of the Board shall be held when called by the President or by any two Directors. Notice of special meetings of the Board shall be given orally or in writing to each Director at least twenty-four (24) hours before any such meeting. Notice shall be deemed to have been given in writing when delivered to the present home address of a Director as on the records of the Association. Notice of a special meeting of the Board shall specify the matter(s) to be discussed at such meeting and no other matter(s) or business may be discussed or voted on at such meeting.

Section 3. Open Meetings Act. The Board will ensure compliance with the Open Meetings Act.

Section 4. Responsibilities. The Board has power to:

(a) Adopt and publish rules and regulations governing the use of the common areas and facilities including the personal conduct of the members and their guests thereon; and to establish penalties for infractions of such rules and regulations.

(b) Exercise on behalf of the Association all powers, duties, and authority vested in or delegated to the Association and not specifically reserved to the membership by the Declaration, Articles, or by other provisions of these Bylaws.

(c) Declare the office of a member of the Board to be vacant in the event that such member has three unexplained absences from regular meetings of the Board in one year.

(d) Within budgetary constraints, employ a manager, independent contractors, and such other employees as deemed necessary, and to prescribe their duties.

(e) Enforce compliance with provisions in the Declaration.

Section 5. Duties. It shall be the duty of the Board 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 each annual meeting or at any special meeting.

(b) Supervise all officers, agents and employees of the Association and see to it that their duties are properly performed.

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

(1) Prepare a proposed annual budget and suggested annual assessment against each lot for each annual assessment period. The proposed budget will be included in the meeting notice of the annual Association meeting.

(2) Send written notice of approved assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period.

(3) Initiate collection procedures which could result in foreclosure of the lien against any property for which assessments are not paid within one hundred twenty (120) days after the due date, or to bring an action at law against the owner personally obligated to pay the same.

(d) Issue, or cause an appropriate officer to issue, on demand by any person, a certificate setting forth whether or not any assessment has been paid. A statement in a certificate to the effect that an assessment has been paid shall constitute conclusive evidence of such payment. The Board may impose a reasonable charge for the issuance of these certificates.

(e) Procure and maintain adequate insurance for the Association.

(f) Cause the common area to be maintained.

Section 5. Quorum. A majority of the Board 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 the act of the Board unless a greater number is required by law.

ARTICLE VII. COMMITTEES

The Board shall appoint an Architectural Committee, as provided in the Declaration. In addition, the Board may appoint such other committees, as it may deem appropriate in the performance of its duties. All committees shall operate in accordance with Board approved policy and procedures. All committees will report directly to the President or Vice-President.

ARTICLE VIII. 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 on the property against which such assessments are made. Any assessments, which are not paid when due, are considered delinquent and will be assessed a late fee as established by the Board. If an assessment is not paid within ninety (90) days after the due date, the assessment bears interest from the date of the delinquency at the maximum allowable rate per annum. The Association may bring an action at law against the owner personally obligated to pay the same, or may foreclose the lien against his property. Interest, collection costs, and reasonable attorneys' fees of any such action shall be added to the amount of any assessment due. No owner may waive or otherwise escape liability for assessments by nonuse of the common area or abandonment of his lot.

ARTICLE IX. BOOKS AND RECORDS; INSPECTION

The books, records, papers of the Association shall be available for inspection, by appointment, to any member. Copies shall be made available for sale at a reasonable price.

ARTICLE X. CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: Alsatian Heights Homeowners Association.

ARTICLE XI. FISCAL YEAR

The fiscal year of the Association shall be the calendar year, except that the first fiscal period shall begin on the date of incorporation and shall end on December 31st of the year of incorporation.

ARTICLE XII. AMENDMENTS

Except for this Article XII, these bylaws may be amended by a majority vote at any regular or special meeting of members. Amending this Article XII requires a petition signed by 66% of the membership.

ARTICLE XIII. CONFLICTS

In the case of any conflict between the Articles and these Bylaws, the Articles shall control; in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XIV. SEVERABILITY

If any article, paragraph, sentence, clause, or phrase of these Bylaws or the application thereof in any circumstance shall be held invalid or unenforceable, the validity of the remainder of these Bylaws or the application of any such article, paragraph, sentence, clause or phrase in any other circumstance shall not be affected thereby. Failure to enforce any one of more provisions hereof shall in no event be deemed a waiver of the rights to do so thereafter and shall not serve to invalidate any other provision of these Bylaws.

EXECUTED AND ADOPTED this 7th day of MARCH, A.D., 1999.

By: _____
President

FILED IN MY OFFICE
KATHY WILKINS
AUG '00 07
AM -11 15
COUNTY CLERK, MEDINA

ANY PROVISION HERE WHICH RESTRICTS THE SALE RENTAL OR USE OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW
THE STATE OF TEXAS
COUNTY OF MEDINA
hereby certify that this instrument was FILED in file number _____
Sequence on the date and at the time stamped hereon by me; and was
duly RECORDED in the Official Public Records of Medina County, Texas
on



AUG 07 2000
Kathy Wilkins
COUNTY CLERK
MEDINA COUNTY TEXAS