

Rio Brazos Property Owners Association, Inc.

Rt. 9, Box 1
Weatherford, Texas 76086
(817) 573-4131

BY-LAWS

PART I

We, the undersigned natural persons of the age of twenty-one years or more, all of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

Article One

The name of the corporation is Rio Brazos Property Owners Association.

Article Two

The Corporation is a non-profit corporation.

Article Three

The period of its duration is perpetual.

Article Four

The purpose or purposes of which the corporation is organized are:

Civic, including the maintenance and improvement of all commonly owned or publicly dedicated properties within the limits of Rio Brazos, and Addition of Parker County, Texas, according to the maps and plats of said subdivision of record in the Office of the County Clerk of Parker County, Texas, which territory is now a part of any incorporated city or town, and also including the purchase, improvement and extension and operation of the present privately owned water system installed in the street and easements in said Addition and on one of the lots in said Addition. Meetings and files of the Rio Brazos Property Owners Association, Incorporated and of the Board of Directors shall be open to the public in accordance with the provisions of the Texas Open Meetings Act and the Texas Open Records Law.

Article Five

The Street address of the initial registered office of the corporation is 16-6 El Camino, Rio Brazos, Weatherford, Texas 76086, and the name of its initial registered agent at such address is Caroline Locke.

Article Six

The number of directors constituting the initial Board of Directors of the corporation is seven, and the names and address of the persons who are to serve as the initial directors are:

Clifford Shirley, 4732 Nolan Street, Fort Worth, Texas 76119
 C.E. Locke, 16-6 El Camino Drive, Rio Brazos, Weatherford, Texas 76086
 Clarence B. Parker, 1515 Oak Knoll Drive, Fort Worth, Texas 76117
 Cody Durant, Route 3 Box 12, Granbury, Texas 76048
 Mrs. Catherine Moeller, 512 Smith Avenue, Fort Worth, Texas 76140
 David B. Royalty, 16-29 El Camino Drive, Rio Brazos, Weatherford, Texas 76086
 Mrs. Caroline Locke, 16-6 El Camino Drive, Rio Brazos, Weatherford, Texas 76086

Article Seven

The name and street address of each incorporator is:

The same as those set forth above for the initial Board of Directors, all of whom affix their signatures hereto and all of whom appeared before the Notary Public certifying to Verification Form A, hereinafter set forth and signed and sealed by such Notary Public.

Article Eight

The internal affairs of the Corporation shall be controlled by the following initial By-Laws, to-wit:

Part II

Article 1: Membership

Each owner of one, or a portion of one or more lots on Rio Brazos subdivision, Section I and/or Section II, and each purchaser under contract from the present owner of unsold lots, Projects American Corporation, or from any future owner of the lots now owned by Projects American Corporation, to purchase one or a portion of one or more lots in said Sections of said Subdivision, shall be a member of Rio Brazos Property Owners Association, a Tex Non-Profit Corporation. Upon sale of said lot or portion of a lot or lots, the membership shall be transferred with the transfer of ownership.

Article 2: Voting Classes

Section 1: Voting Classes

A. Single Vote Members:

1. Single vote members are members who are owners or purchasers as described in Section 1, of this Article 1, of one lot or part of one lot in Rio Brazos Subdivision.
2. Single vote members shall have only one vote at all meetings of members and otherwise.

B. Multiple Vote Members:

1. Multiple vote members are members who are owners, or purchasers as described in Section 1 of this Article 1 of two or more lots or parts of two or more lots in Rio Brazos Subdivision.

2. Multiple vote members shall have the number of votes at meetings of members or otherwise equivalent to the number of lots or parts of one or more lots in Rio Brazos Subdivision of which they are the purchaser as described in Section 1 of this Article 1.

C.

~~Section 2: Arrearages:~~ *ABSENTEE VOTING ONLY*

Section 2: Arrearages:

A. Vote

No member who is in arrears for more than thirty (30) days (or has not made satisfactory arrangements) in respect to maintenance assessments set forth in the restrictions of record in respect to Rio Brazos Subdivision, or in any other dues and/or accounts of the Rio Brazos Property Owners Association, shall be eligible to vote at any meeting of the members.

B. Use of Facilities:

No member who is in arrears for more than thirty (30) days (or has not made satisfactory arrangements) in respect to maintenance assessments set forth in the restriction of record in respect to Rio Brazos Subdivision or in any other dues and/or accounts of the Association shall be entitled to the privilege and use of facilities and properties as set forth in this Section 2.

Section 3. Privileges:

All members and their families and their authorized guest accompanying the members shall have the right of use to all the Association's facilities, including its clubhouse, parks, recreational areas, swimming pool, boat launch, and fishing pier to the extent permitted by and in accordance with terms and conditions that may be set out in the Association rules which may from time to time be established by the Association's Board of Directors, and in accordance with the original purchase contract of property or properties.

Article 3: Board of Directors

Section 1: Affairs and Management

The affairs and management of this association shall be conducted by a Board of Directors consisting of seven directors, which shall have full power and authority to carry out the purposes of the Association and to do all lawful acts necessary and proper thereto. Directors shall be elected three (3) from Section I of Rio Brazos Subdivision and three (3) from Section II of Rio Brazos Subdivision and one (1) from either of such sections.

Section 2: Eligibility

Each member elected a Director must be an eligible voter as set out in Articles 1 and 2 of these By-Laws and must be in good standing of the Association in the respect that he or she owes no arrearages or has made proper arrangements to pay arrearages.

Section 3: Officers

The officers of the Association shall be a President, one or more Vice-Presidents, a Secretary-Treasurer, made up from, and elected by the Board of Directors, but in the case of Secretary-Treasurer, he or she not necessarily be an elected member of the Board of Directors.

Section 4: Term of Office

The initial Board of Directors named in the Articles of Incorporation shall act as the first duly qualified Board of Directors. The term of the Board of Directors shall be staggered and, to this end, the initial two members first named in the Articles of Incorporation shall serve for a term of two years; and the initial three members last named shall serve for a term of three years. Likewise, hereafter, the terms of the Board of Directors shall be staggered so that two members shall be elected yearly, and every third year an additional member, making a total of three members, shall be elected. Vacancies created within the membership of the Board, due to resignation, death removal or termination of Association membership or two (2) unexcused absences may be filled by a majority vote of the remaining members of the board, provided they constitute a quorum. Future elections of Directors shall be had at meetings of the general membership of the Association. Presidents and Vice Presidents terms shall be for one (1) year and can be reelected.

Article 4: Meetings

Section 1: Order of Business

The order of Business to be used in conduction meetings of the Associaton and meetings of the Board of Directors follows:

1. Call to order, introduction, and explanations
2. a. The reading and approval of the minutes
b. Financial report
3. Report of Officers and committees
4. Report of special selected committees
5. Special orders report
6. Unfinished business
7. Program

Section 2:

There shall be two (2) Semi-Annual meetings of the Association., the Spring meeting being on the third Saturday in April and the Fall meeting being held on the third Saturday of October, at which time elections shall be held, the time for such meetings being at 2:30 P.M. Special meetings may be called by the President or by majority of the Board of Directors.

Section 3:

Semi-annual and called meetings will be held at the recreational center in Rio Brazos Subdivision or at such place as shall be determined by the President of the Association.

Section 4:

OR BY ABSENTEE VOTE

The vote of a majority of the total votes cast by qualified voting members present in person or ~~by proxy~~ shall decide any question brought before such meeting, the respective members to have such number of votes as hereinbefore provided in Article One.

Section 5: Bi-monthly Committee Meetings:

- a. Board and committee meetings will normally be held on the third Saturday of each odd numbered month at 10:00 A.M. and are open to all members of the Association.
- b. In the event of postponement or a time change for such monthly meeting, a notice of such change will be posted on the office bulletin board.
- c. Such meetings will normally be held at the Association office, or at another place as designated by the Board President.

Section 6:

Special meetings of the Board of Directors may be called at any time by the President or by any two (2) members of the Board of Directors, a quorum of four (4) constituting a legal meeting.

Article 5: Budget and Financial Matters

An annual budget will be prepared by the Board of Directors, prior to each fiscal year, and presented for adoption of the general membership at the October meeting. Except for those items approved in this annual budget, or in addendums thereto, the Board of Directors expenditures shall not exceed ~~three~~ hundred dollars (~~300.00~~) for any one item.

FIVE \$500.00

Article 6: Duties of Officers

Section 1: Presidential Duties

- a. The President shall be the chief executive officer of the Association.
- b. He/She shall preside over all Directors' meetings.
- c. He/She shall be an ex-official member of all committees without voting privileges of that committee.

Section 2. Vice-Presidential Duties

- a. Any Vice-President shall exercise the functions of the President in his/her absence.
- b. He/She shall perform such duties as prescribed by the Board of Directors.

Section 3/ Secretary-Treasurer Duties

- a. The Secretary-Treasurer shall keep, or cause to be kept, the minutes of all meetings.

- b. He/She shall keep a complete list of all members and their addresses.
- c. He/She shall give notices required therein, and shall perform all duties required.
- d. He/She shall work closely with the President in the collection of all fees, dues, and charges, and shall see to the handling and dispersing of all Association monies.
- e. He/She shall be responsible for the proper accounting of the Association's financial affairs.
- f. He/She shall be responsible for the preparing of reports in financial matters and such other reports as may be specified by the Board of Directors.

Article 7: Committees

Section 1:

The Board of Directors or the President may appoint such committees from time to time, and delegate to such committees such duties as may be deemed necessary and proper.

Section 2: Compulsory Standing Committees:

- a. The following standing committees are deemed compulsory and must be appointed within a reasonable time following annual Spring meeting of members.
 - 1. Architectural Control Committee
 - 2. Audit Committee
 - 3. Maintenance Committee
- b. At least 30 days prior to the election of members of the Board of Directors, the President shall appoint two persons to serve with him/her as a nomination committee to prepare a slate for the election.

Section 3: Standing Committees' Responsibilities

- a. Architectural Control Committee shall meet at any time deemed necessary to conditions to:
 - 1. Act upon plans, regulations, and restrictions which have been heretofore legally set out with and upon the purchase of any and all properties of this Rio Brazos Subdivision.
 - 2. See that restrictions are adhered to by all parties concerned as pertains to buildings, mobile homes, and other structures placed upon properties within the subdivision.
 - 3. See to legal enforcement of grounds and properties maintenance as pertains to mowing and care as set out in purchase contracts and agreements-- reporting all incidents to the Board of Directors for full enforcement.
- b. The Audit Committee shall meet and audit the books prior to the Fall and Spring meetings of the membership so that the Audit Report might be presented to the

membership. The Audit Committee shall concern itself with records of receipts and disbursements of funds, inventory of real and domestic properties, and proper maintenance of standard keeping procedures.

- c. The maintenance committee shall function to see that all facilities, physical and real, are properly maintained so as to further enhance the beauty and value of the properties of the Association as pertains to Association facilities.

Article 8: Property Owners Responsibility

1. Property owner will be responsible for notifying the office when that property is rented.
2. Rental Property shall remain single family dwellings.
3. Property owners will be responsible for renters water bill.
4. Keys to the facilities shall be issued to the property owner only or by written permission of said property owner. Property owner will be responsible for guests actions.
5. Reservations and approval for groups of 10 or more swimmers or picnics must be made two (2) weeks in advance through the office.
6. Rental property renters using R.B.P.O. facilities shall be limited to no more than five (5) guests unless permission is granted two (2) weeks ahead of time and approved by the office.

Article 9: Amendment of By-Laws

These By-Laws or any part thereof may be amended, modified, or repealed only by majority vote of those members present and approval of the Association at a general meeting of the members. Such change must be submitted to the Board of Directors in writing sixty (60) days prior to such meeting, and upon approval of a majority of the Board, such change shall be submitted to the membership for approval.

Robert Blaylock President

8/2/99

THE STATE OF TEXAS }
COUNTY OF PARKER }

BEFORE ME, THE UNDERSIGNED AUTHORITY, on this day personally appeared Robert Blaylock
as President

known to me to be the person who is/are subscribed to the foregoing instrument and under oath, acknowledged to me that
 he signed the same for the purpose and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, on August 2, 19 99



Angela Beauchamp
Notary Public in and for Parker County

Joe Maddox Vice Pres

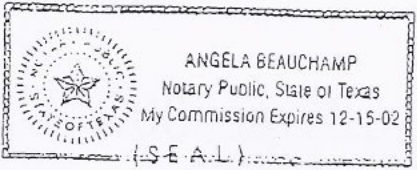
08/02/99

THE STATE OF TEXAS }
COUNTY OF PARKER }

BEFORE ME, THE UNDERSIGNED AUTHORITY, on this day personally appeared Joe Maddox
as Vice President

known to me to be the person who is/are subscribed to the foregoing instrument and under oath, acknowledged to me that
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Angela Beauchamp
Notary Public in and for Parker County

BOOK 1827 PAGE 330

101 East El Camino Real
Weatherford, Tx. 76087

SECTION 1 AND SECTION 11

ADDENDUM TO DEED RESTRICTIONS

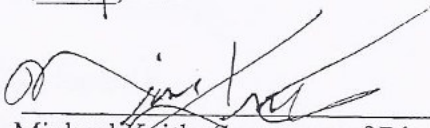
This addendum is for the purpose of clarifying restriction #19, Section 1 and restriction #20, Section 11.

AMEND TO READ:

The annual maintenance fee is payable at the rate of Four Dollars and no/100 (\$4.00) per month per lot (\$48.00 per year). The fee is payable January thru March 31 of the current year

Doc# 596228 Fees: \$16.00
05/03/2006 2:33PM # Pages 1
Filed & Recorded in Official Records of
PARKER COUNTY, TEXAS

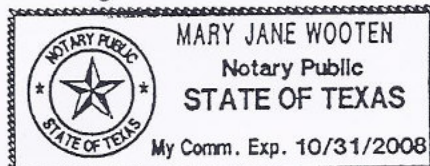
EXECUTED THIS 3 DAY OF May, 2006


Michael Keith, Secretary of Rio Brazos
Property Owners Association.

SUBSCRIBED AND SWORN TO BEFORE ME THIS 3rd DAY OF May, 2006

NOTARY PUBLIC, STATE OF TEXAS





101 East El Camino Real
Weatherford, Tx. 76087

SECTION 1 AND SECTION 11
ADDENDUM TO DEED RESTRICTIONS

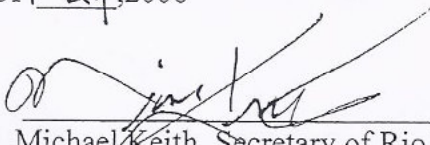
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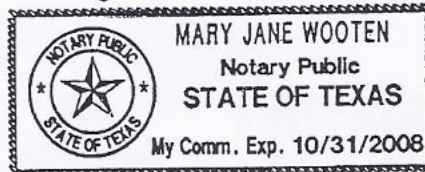
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Property Owners Association.

SUBSCRIBED AND SWORN TO BEFORE ME THIS 3rd DAY OF May, 2006

NOTARY PUBLIC, STATE OF TEXAS





2

101 East El Camino Real
Weatherford, Tx. 76087

SECTION 1 AND SECTION 11

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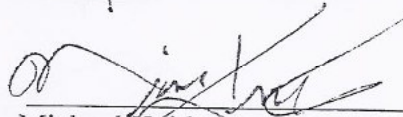
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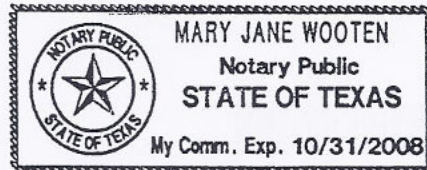
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Michael Keith, Secretary of Rio Brazos
Property Owners Association.

SUBSCRIBED AND SWORN TO BEFORE ME THIS 3rd DAY OF May, 2006

NOTARY PUBLIC, STATE OF TEXAS





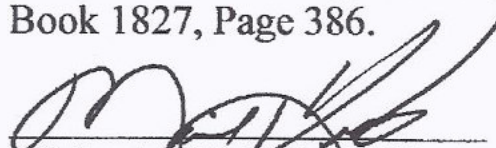
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Rio Brazos Property Owners Association
101 East El Camino Real
Weatherford, Texas 76087
Amendment of By-Laws

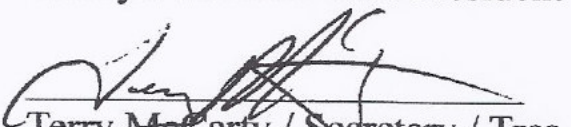
August 13, 2007

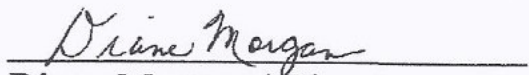
The Rio Brazos P.O.A. Board of Directors voted and approved to assess property owners a \$5.00 late fee on all properties that are delinquent on the annual maintenance fees due after April 1, 2008. The late charge will accrue monthly in addition to the annual maintenance fees.

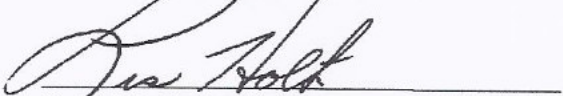
This amendment will be effective January 1, 2008 and will remain enforce, until it is determined by the Rio Brazos P.O.A. Board of Directors, that changes are required to the By-Laws / Reference Book 1827, Page 386.


Michael J. Keith / President


Carolyn Connor / Vice President


Terry McCarty / Secretary / Tres.


Diane Morgan / Director


Les Holt / Director


Ky Wolfe / Director

