

BY-LAWS
OF
SHERWOOD SHORES III
PROPERTY OWNERS ASSOCIATION, INC.
As amended and adopted April 10, 1999

ARTICLE I
ORGANIZATION

The name of this organization will be:
Sherwood Shores III Property Owners Association, Inc.

The organization shall have a seal in the following form:
Texas Star with the corporate name.

The organization may at its pleasure change the name, by vote of the membership.

ARTICLE II
PURPOSE

The purpose of this organization are as follows;

To collect and hold assessments collected from the property owners of the Sherwood Shores 111 subdivision, Burnet county, Texas, as provided in the deed restrictions of said subdivision; and to disperse such funds as and when necessary to comply with the usage thereof so designated by the restrictive covenants on and upon said lots and tracts; and further, to take over and stand in the shoes of the original developer and or the Sherwood Shores 111 Trust Fund with reference to any act or thing necessary or prerequisite for the purpose of maintaining the said subdivision, the lots, the tracts, common areas and property thereof, as contemplated and provided in the restrictive covenants aforesaid.

Further, to have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Texas, or which may be hereafter conferred, including the power to contract, rent, buy or sell personal property; however provided that this corporation shall not, except to an insubstantial degree, engage in any activity or exercise any power that are not in furtherance of the aforesaid primary purpose of this organization.

Further, to have the authority to do any act or thing necessary required for the purpose of carrying into effect the provisions so contemplated and provided in the restrictive covenants of the Sherwood Shores 111 subdivision for the General good of the property owners of the said subdivision, its facilities, dedicated therefor and in the use of the property owners thereof.

Notwithstanding any of the above statement of purpose and powers, this organization shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in the furtherance of the primary purpose of this organization.

This organization is organized pursuant to the Texas Non-profit Corporation act and des not contemplate pecuniary gain or profit to the members thereof, and is organized for non-profit purposes. The operations contemplated by Section 501 (C) (3), or its successors, of the Internal Revenue Code.

ARTICLE III
MEMBERSHIP

Membership in this organization shall be open to all who own property in Sherwood Shores 111. Owners must be in good standing on the assessments in order to vote in the organization.

ARTICLE IV
MEETINGS

Regular monthly meetings of the organization are to be held the second Saturday of each month in the Hoover Valley Fire Hall. Not less than ten (10) members entitled to vote shall constitute a quorum and shall be necessary to conduct the business of the organization, three (3) of the ten (10) must be board , one (1) of the three (3) must be the President or Vice-President. The date, time and place may be changed by the membership and the board depending on the circumstances.

The second Saturday of October is to be designated as the year end meeting. The meeting will consist of the annual reports of the officers and board, and the progress and accomplishments of the year. Plans and goals will be set for the next year and the election of officers and board members will be held.

The Board of Directors will meet monthly; the time and place to be set by the board.

ARTICLE V
SPECIAL MEETINGS

Special meeting of the Board of Directors may be called by the Chairman of the Board.

Special meeting of the organization may be called by the Board of Directors. Members must be notified at least seven (7) days prior to the organizational meeting.

ARTICLE VI
ORDER OF BUSINESS

1. Roll call
2. Reading of the minutes of the last meeting
3. Treasurer's report
4. Report of committees
5. Report of officers
6. Old and unfinished business
7. New business
8. Good and welfare
9. Adjournment

ARTICLE VII
BOARD OF DIRECTORS

The Board of Directors shall be the policy making body of the organization. The Board of Directors will act on all recommendations made by the membership through the officers of the organization. Each member has one vote. No member may vote by proxy. Three (3) members constitute a quorum at a board meeting, one of which must be the President or Vice-President.

The Board of Directors shall consist of eight (8) members including the President. The officers, and three (3) members at large. The President by virtue of his position will act as Chairman of the Board. The other officers by virtue of their positions will serve on the board.

The Board of Directors will be elected at the October meeting and will be elected for the terms of one (1), two (2) and three (3) year terms. The President of the organization will serve a three (3) year term. Of the remaining seven (7) directors, one will be elected to a three (3) year term, two (2) will be elected to a two (2) year term, and three (3) will be elected to a one (1) year term.

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ARTICLE VIII OFFICERS

The officers and their terms of the organization shall be as follows:

President - three year term
Vice-President - two year term
Secretary - two year term
Treasurer - three year term

As mentioned in Article VII, the officers, by virtue of their position, are board members.

President

The president of the organization will serve as Chairman of the Board of Directors.

The President along with the other officers will conduct the business of the organization as outlined by the Board of Directors.

The President will be responsible for the actions of the officers of the organization.

The President will preside at all meetings of the organization.

The President will present an annual report of the activities of the organization at the October meeting of the organization.

The President along with the Board of Directors will appoint all committees and committee chairpersons. The President may appoint temporary committees, as he deems necessary for specific duties.

The President may be one of the officers who may sign the checks of the organization.

The President shall have such powers as may be reasonably construed as belonging to the CEO of any organization.

Vice-President

The Vice-President shall in the event of the absence or the President's inability to exercise his office, become acting president with all rights and duties therewith.

Secretary

The Secretary shall:

Keep the minutes and records of the organization in the appropriate books and have them available at each regular meeting of the organization.

File certificates required by any statute, Federal or State.

Be responsible for all correspondence of the organization including issuing notices, receiving and presenting to the organization all communication addressed to the secretary of the organization.

All official communication must be approved by the Board of Directors

All general information does not need approval and is to be given at her leisure, or at meetings.

Treasurer

The duties of the Treasurer shall be:

Custodian of the monies and securities of the organization;

Collect all maintenance fees from the property owners, keeping records of all transactions;

Present to the organization all bills for approval, and issue checks for payment;