

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER

**AFFIDAVIT
COUNTY OF ARANSAS
STATE OF TEXAS**

WHEREAS, the undersigned, Judith Vlasek, is the President and Chief Election Officer of the Board of Directors (The Board) of the City by the Sea Property Owners Association Inc. (CBTS POA), a Texas nonprofit corporation with record address of P.O. Box 13, Aransas Pass, Texas 78335, and Dale Vickers is the Vice President of the Board of Directors (The Board) of the City by the Sea Property Owners Association Inc., and both are duly elected officers and members of the Board and familiar with the facts herein, and

WHEREAS, three amendments to the Deed Restrictions were submitted to the property owners in August 2013, and

WHEREAS, ballots from the property owners of City by the Sea have been received, tabulated, and verified on September 14, 2013,

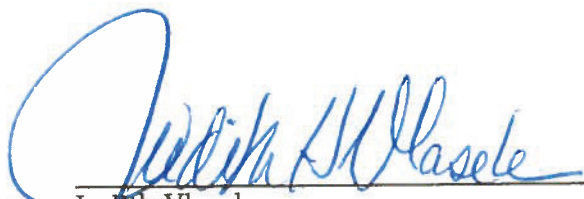
NOW THEREFORE Come the affiants herein, Judith Vlasek and Dale Vickers, and under oath do swear and affirm the following:

1. The attached Amendments to the Deed Restrictions of City by the Sea were approved for submission to the property owners at a regularly held meeting on July 13, 2013, and subsequently mailed to the property owners of City by the Sea in accord with the provisions of the Bylaws and Deed Restrictions of the CBTS POA.
2. The attached Deed Restrictions and Bylaws consolidate all changes duly approved by City by the Sea property owners in all elections held since 2002.
3. The ballots have been returned to the Chief Election Officer of the Board and have been tabulated and verified in accord with the provisions of the Bylaws and Deed Restrictions of the CBTS POA.
4. That sufficient majority votes have been registered by the Secretary of the Board to be approved and passed according to the Bylaws and Deed Restrictions of City by the Sea.

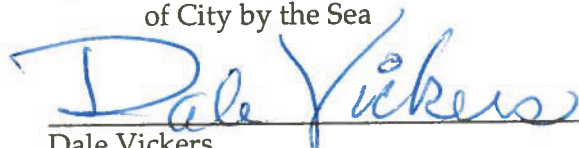
WHEREFORE: BE IT KNOWN that the attached Deed Restrictions and Bylaws of the Property Owners Association of City by the Sea have been and are AMENDED with the attached Amendment of the said Deed Restrictions and Bylaws of City by the Sea effective as of Sept. 14, 2013.

Further the Affiants sayeth not.

331441

File No. _____
County Clerk, Aransas County, Texas

Judith Vlasek
President of the Board of Directors
of the Property Owners' Association
of City by the SeaSept 16, 2013

date

Dale Vickers,
Vice President of the Board of Directors
of the Property Owners' Association
of City by the SeaSept 16, 2013

date

NOTARY:

THE STATE OF TEXAS

COUNTY OF AransasThis instrument was acknowledged before me on the 16th day of September, 2013 by officers Judith Vlasek, President, CBTS POA Board of Directors and Dale Vickers, Vice President, CBTS POA Board of Directors.

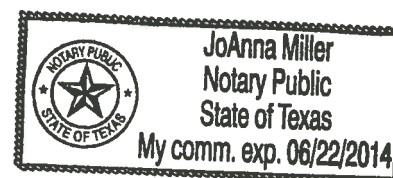
Notary Public in and for The State of Texas

Notary Public in and for The State of Texas




Notary's Printed Name

Notary's Printed Name

My Commission Expires: 06/22/14FILED FOR RECORD IN OPR
AT 1:58 P.M.


2/25

STATE OF TEXAS
COUNTY OF ARANSASI hereby certify that this instrument was FILED on the date
and at the time affixed hereon by me and was duly
RECORDED in the OFFICIAL PUBLIC RECORDS of ARANSAS
COUNTY, TX. as stamped hereon by me on 9-16-2013
PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS

INDEXED

SEP 16 2013

SCANNED

PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS
Filed by & Return to
City by the Sea, P.O. Box 13
Aransas Pass, TX 78335

BYLAWS of CITY BY THE SEA

ARTICLE I – NAME

Section 1. NAME of the non-profit corporation is City by the Sea Property Owners Association, Inc., elsewhere designated in this document as CBTS POA, the corporation or the association.

ARTICLE II – PURPOSE

Section 1. THE PURPOSE of THE CBTS POA is to maintain and enhance property values, and advance the desirability of the community, elsewhere designated in this document as CBTS. The POA, through the Board of Directors, shall provide for the maintenance of the common areas. It is also responsible for enforcing deed restrictions as recorded with the Aransas County Clerk. The association may do anything lawful to protect, beautify or benefit the property under its jurisdiction.

ARTICLE III – MEMBERSHIP

Section 1. MEMBERSHIP is automatic for anyone owning property in the CBTS subdivision. To qualify to hold office in CBTS POA, the member must not have been convicted of a felony or a crime involving moral turpitude.

Section 2. TERMINATION OF MEMBERSHIP becomes automatic when an owner sells or otherwise disposes of his or her property in CBTS.

ARTICLE IV – GENERAL MEETINGS

Section 1. ANNUAL MEETINGS: The corporation shall hold a general meeting on the third Sunday of August each year at a time and place in Aransas County selected by the CBTS Board of Directors (elsewhere designated in this document as the Board). Notice of time, place and meeting agenda shall be sent to all members at least three (3) weeks in advance of the annual meeting.

Section 2. SPECIAL MEETINGS of the corporation, as deemed necessary by the Board or as petitioned by at least twenty (20) CBTS property owners, may be called by the president, who shall make known the nature of the agenda and see that three (3) weeks' advance notice is sent to all members. All special meetings shall be called at a time between noon Saturday and 1:00 p.m. Sunday. Only the special business specified in the call may be transacted at the special meeting.

Section 3. QUORUM. Members present and members represented by proxy shall constitute a QUORUM for a meeting.

Section 4. VOTING. Voting on issues and candidates for office posted in advance of the meeting is by written ballot. Ballots shall be mailed to all property owners at least three (3) weeks prior to each general meeting. Votes by mail must reach the election official no less than two (2) days before the meeting. Property owners may bring their ballots and cast them in person at the meeting. Rules for voting for the election of officers and directors are covered in Article IX.

Section 5. ONE VOTE PER LOT. Property owners are entitled to one (1) vote for each lot they own, but in no case will a lot with more than one owner be represented by more than one vote.

ARTICLE V – OFFICERS

Section 1. FOUR OFFICERS of the corporation shall be president, vice president, secretary and treasurer. No person shall hold more than one of these offices concurrently.

Section 2. DUTIES and POWERS of these officers:

PRESIDENT shall officiate at corporation and Board meetings, call special meetings, submit recommendations of committees for Board approval, serve as ex officio member of all appointed committees, see that reports and statements required by these Bylaws are properly made, filed and kept, enforce the Bylaws and perform all other duties usually incident to an office of president. At the end of the treasurer's term of office, the president shall appoint a committee of two Board members to examine the treasurer's records and report results of this to the incoming Board.

VICE PRESIDENT shall perform the duties and exercise powers of the president during his or her absence, inability, disqualification or removal by the Board, fulfill any other duties delegated to him by the president and succeed a president who resigns, is removed or is otherwise unable to complete his or her term of office.

SECRETARY shall record minutes of general meetings and all Board meetings, handle correspondence, send notices as directed by the president and the Bylaws, file and retain all CBTS correspondence on a continuing basis from year to year, maintain a file of any and all corporate and Board balloting records on any matter requiring a written ballot, and continue to have full responsibility for the office until all files are transferred to a duly elected or appointed successor to the office.

TREASURER shall be responsible for care and custody of all moneys of the corporation, keeping records and accounts of all moneys received, paid out and owing, reporting of income and expenditures monthly at regular Board meetings and at the annual general meeting.

Section 3. VACANCIES in any office due to death, resignation, removal or disqualification may be filled by appointment for the remainder of the officer's term by a majority of the remaining Board members.

Section 4. SALARIES: No income of the corporation shall be paid to its directors or officers in any way as salary.

ARTICLE VI – BOARD OF DIRECTORS

Section 1. COMPOSITION: Corporate business shall be managed by a nine (9) member Board of Directors comprising the four (4) officers and five (5) directors (directors-at-large who are other CBTS POA members).

Section 2. ELECTION AND TERMS OF OFFICE. The four officers and five directors are elected at the annual general meeting and hold office for one (1) year or until their successors are duly elected and qualify. Election procedure is prescribed in Article IX.

The five directors-at-large are elected to serve two (2) year staggered terms with two (2) directors up for election each even-numbered year and three (3) directors up for election each odd-numbered year. Directors-at-large who become candidates for election as officers are entitled to keep their directorships until the election, being replaced for their unexpired terms as directors by the Board if they win the election or continuing as directors if they lose the election.

Section 3. COMMITTEE CHAIRMEN shall be named by the president for his or her term of office or until their successors are appointed, subject to Board approval. Chairmen should be Board members and there shall be as many committees as the Board deems necessary.

Section 4. BOARD DUTIES involve conducting general management and business of CBTS POA. The Board will work only with questions and problems relating to the general welfare, such as street maintenance, street lighting, street trash and debris removal, signs, police protection and security, trespassing, insect fogging, and channel pollution and debris. The Board will interpret and enforce, through an architectural control committee, the terms of deed restrictions for the subdivision. Liability insurance shall be provided by CBTS POA. In no case shall CBTS POA or any member acting in its behalf trespass on any owner's property without first having obtained written permission or acting with legal counsel to enforce deed restrictions.

Section 5. BOARD MEETINGS shall normally be held monthly at an agreed upon time and place. Special Board meetings may be called as a president sees necessary to conduct CBTS POA business, or by written petition signed by seventy-five (75) percent of the Board members. Board meetings are open to all members of CBTS POA and their invited guests.

Section 6. NOTICE OF MEETING Notice of monthly Board meetings shall be published in the NEWSLETTER and on the CBTS Web site. Notice will include time and place for scheduled meetings for the next two (2) months. Property owners wishing to attend a monthly meeting should verify the meeting's time and place by contacting any of the existing Board members or by checking the CBTS Web site. Notice of the monthly meeting will also be emailed to each owner who registers an email address with the board of directors specifically to get notice of upcoming board meetings.

Notice of Annual Property Owners meetings on the third Sunday of August shall be by mail at least three weeks in advance. Notice will include time and place of the meeting and an agenda of subjects to be addressed.

A special meeting may be called by the President. Special meetings will be limited to situations that may arise that the Board considers vital to the Property Owners interest and requires a timely decision. Notification of special meetings will include time and place and an agenda describing the matter or matters to be addressed and recommended actions to be approved by the Property Owners Association. Notification of special meetings shall be made by mail, and shall be sent at least 5 days in advance

Section 7. QUORUM: At any Board meeting, a simple majority of board members shall constitute a quorum.

Section 8. VOTING. Each Board member shall have one (1) vote at any meeting. Decisions shall be made by a simple majority of Board members present and voting. A Board member may vote by proxy if the proxy states the specific subject to be voted upon.

Section 9. BOARD VACANCIES between general annual meetings shall be filled for the unexpired term of the vacating member by a vote of a simple majority of the remaining board members.

Section 10. REMOVAL OF A BOARD MEMBER may occur for cause at any time, as decided by a seventy-five (75) percent of the other Board members at a regular meeting or at a special meeting called for that purpose. A Board member absent from three (3) consecutive meetings shall be asked for an excuse. If the Board deems the excuse not justified, the member may be asked to resign.

Section 11. COMPLAINTS/REQUESTS/SUGGESTIONS must be in writing, signed by the property owner and submitted at a Board meeting personally or through a Board member.

ARTICLE VII – PARLIAMENTARY AUTHORITY

Section 1. ROBERT'S RULES OF ORDER, newly revised, shall govern procedure at Board and general meetings and on items not covered under the Bylaws or other corporation rules. The Board may appoint a parliamentarian to assist in interpretation and clarification.

ARTICLE VIII – ASSESSMENTS

The annual maintenance assessment by CBTS POA shall be as provided in the deed restrictions. Assessments in addition to the annual assessment may be made at the annual or special general meeting with the approval of a majority of all members of the corporation.

ARTICLE IX – NOMINATIONS AND ELECTIONS

Section 1. A NOMINATING COMMITTEE and chairman will be appointed by the president, with approval of the Board, at the regular June Board Meeting. The Committee will determine a slate of officers and directors for the coming year. Said slate will be reported by the committee chairman at the regular July Board Meeting for Board approval. The slate shall consist of one or more qualified persons for each office or directorship to be filled. Upon approval of a final slate of candidates by the Board, the nominating committee chairman will become the chief election official, responsible for conducting the election and ensuring the proposed slate is mailed in ballot form to all association members at least three (3) weeks before the general meeting.

Section 2. VOTING. A member wishing to vote by mail will mark his ballot (which must have spaces for votes, lot number(s) and signature) and mail it in time for the chief election official to receive it at least two (2) days prior to the general meeting. At the meeting, further nominations may be made from the floor. A member who has not voted by mail and wishes to vote at the general meeting shall, upon proper identification, be given a blank ballot to complete and return to the chief election official.

Section 3. ELIGIBILITY OF CANDIDATES. To serve as an officer or director of CBTS POA, a member must have been a member of the POA in good standing for at least the six (6) months prior to the annual general meeting date.

Section 4. COUNTING OF BALLOTS. The chief election official shall keep an accurate

count of all ballots, comparing at a minimum, the number of completed ballots received prior and during the general meeting with the total number of eligible voters. All election results shall be verified by at least two other Association or Board members that are neither running for election nor married or related to a property owner running for election. After verification, these documents shall be turned over to the secretary to keep and file with the minutes.

ARTICLE X – CONTRACTS, LOANS AND DEPOSITS

Section 1. CONTRACTS. The Board may enter into contracts only to the extent of allocated funds presently available. All contracts must pertain to the general welfare of CBTS.

Section 2. LOANS. No loans may be contracted on behalf of CBTS POA unless authorized in writing by a majority of all members.

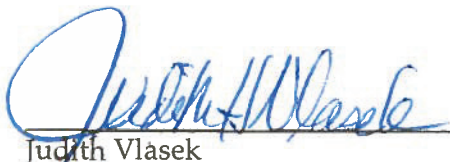
Section 3. DEPOSITS: All association funds shall be deposited to the credit of CBTS POA in such banks, trust firms or other depositories as the Board may select.

ARTICLE XI – AMENDMENT

Section 1. The Bylaws may be amended by the formal consent of the majority of property owners on the basis of one vote per lot.

WHEREFORE: BE IT KNOWN that these Bylaws of the Property Owners Association of City by the Sea have been and are AMENDED effective as of September 14, 2013.

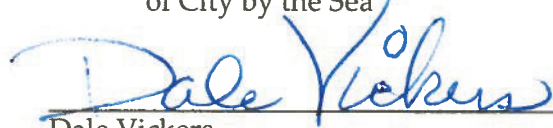
Further the Affiants sayeth not.



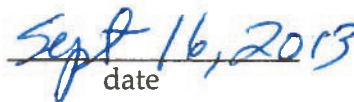
Judith Vlasek
President of the Board of Directors
of the Property Owners' Association
of City by the Sea



date



Dale Vickers,
Vice President of the Board of Directors
of the Property Owners' Association
of City by the Sea



date

NOTARY:

331439

THE STATE OF TEXAS

File No. _____
County Clerk, Aransas County, Texas

COUNTY OF Aransas

This instrument was acknowledged before me on the 10th day of September, 2013 by officers Judith Vlasek, President, CBTS POA Board of Directors and Dale Vickers, Vice President, CBTS POA Board of Directors.

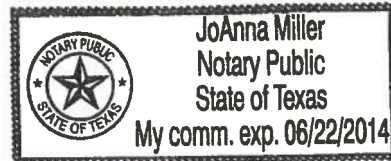
JoAnna Miller

Notary Public in and for The State of Texas

JoAnna Miller

Notary's Printed Name

My Commission Expires: 06/22/14



STATE OF TEXAS
COUNTY OF ARANSAS

I hereby certify that this instrument was FILED on the date
and at the time affixed hereon by me and was duly
RECORDED in the OFFICIAL PUBLIC RECORDS of ARANSAS
COUNTY, TX. as stamped hereon by me on 9-16-2013



Peggy L. Friebele
PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS

FILED FOR RECORD IN OPR
AT 1:58 P.M.

INDEXED SEP 16 2013

SCANNED

PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS

6/41

*Filed by & Return to:
City by the Sea
P.O. Box 13
Aransas Pass, TX 78335*