

**Certificate of Recording
for
Harbor Oaks Community**

a residential subdivision in
Aransas County, Texas

Effective Date: January 19, 2014

Association: Harbor Oaks Property Owners' Association, Inc.

Residential Subdivision: HARBOR OAKS, a subdivision in Aransas County, recorded in the Map Records of Aransas County, Texas, as supplemented, replatted and amended from time to time, including all units and phases.

The undersigned certifies that the attached Dedicatory Instruments consisting of 9 pages (excluding this page) constitute, on this day, the HARBOR OAKS BYLAWS as of 2014 covering the maintenance and operation of the Residential Subdivision which is regulated by the Association.

ASSOCIATION:

HARBOR OAKS PROPERTY OWNERS'
ASSOCIATION, INC.

By: C. B. Powers

Name: Charles B Powers

Title: President



STATE OF TEXAS
COUNTY OF ARANSAS

This instrument was acknowledged before me on the 7 day of February, 2014
By Charles Powers, the President of
HARBOR OAKS PROPERTY OWNERS ASSOCIATION, INC, a Texas corporation, on
Behalf of said corporation.

Mamie Flores
Notary Public, STATE OF TEXAS

HARBOR OAKS BYLAWS
as of 2014

BYLAWS OF HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.
(As amended January 19, 2014)

ARTICLE I

Section 1: PRINCIPAL OFFICE - The principal office shall be established and maintained in Aransas County, Texas.

ARTICLE II

Section 1: OBJECTIVES

A. Uniform action by members to maintain a high quality subdivision and to monitor the Protective Restrictions and Covenants as outlined in the Landowners' Agreement, Harbor Oaks, Unit I, which appears of record in Volume 150, Pages 321 through 330 and Protective Restrictions and Covenants and Landowners' Agreement, Harbor Oaks, Unit 2, which appears of record in Volume 182, Pages 288 through 304, of the Deed Records of Aransas County, Texas, and any other units created or established by Canoe Lake Corporation adjacent to or part of Harbor Oaks. It is the purpose of this Association to be a non-profit organization referred to in paragraph 7, Section VI of said Landowners' Agreement, and to request that all common areas and the Maintenance Fund be transferred to it, and that it assume all the power, rights, liens, responsibilities, duties and authority of Section VI of said Landowners' Agreement, and shall place special attention and emphasis on the following:

1. Uniform action to assure that property owners arrange for mowing and improving the appearance of their properties.
2. Continuous monitoring boat ramp and channel conditions to eliminate debris hazardous to navigation, and debris detrimental to the use and appearance of the boat ramp and channel area external to designated mooring areas.
3. Support city ordinances which control boat traffic speed in Canoe Lake and canals and enforce prohibition of permanent or transitory living of over one calendar month aboard boat, barge, houseboat or other floating device in any common water areas of Harbor Oaks.
4. Arrange for regular service and maintenance of common areas including payment of appropriate taxes.
5. Any other projects or problems associated with this subdivision which may arise which this Association could and should give special emphasis and attention.

ARTICLE III

Section I : MEMBERSHIP - In accordance with Subparagraph #7, Section VI of the Landowners' Agreement, this Association shall be the successor in interest to the Trustee and all property owners of the original 138+ acres Harbor Oaks Subdivision shall be eligible to be members of this Association. Owners of property not divided into residential lots shall be eligible to become members of this Association.

Section 2: MEMBERSHIP ELIGIBILITY All Harbor Oaks Property Owners are automatically members of Harbor Oaks Property Owners Association.

Section 3: MAINTENANCE CHARGE – An annual maintenance shall be payable annually in advance and shall provide a fund for maintenance as provided for in the Landowner's Agreement. The amount of the annual maintenance charge shall be calculated on the basis of the approximate total square feet of land owned in the subdivision by each property owner. The maximum annual maintenance charge shall be one and sixty five hundredths of a cent (\$0.0165) per square foot for each water front and (\$0.00825) cents per square foot for each water-view lot

Section 4: SPECIAL ASSESSMENTS - With proper notice, the members may at any annual or special meeting vote and establish special assessments and/or dues for other projects associated with Harbor Oaks Subdivision for which the maintenance fund may not be used. Separate account records shall be maintained for monies received from special assessments and/or dues. A default for more than 90 days in payment of such special assessments and/or dues shall render a member ineligible to vote until default is corrected; but such default would not make a member subject to the lien provisions of Sub-paragraph 5 of Section VI of said Landowners' Agreement.

Section 5: PLACE OF MEETING - The annual meeting of Members shall be held in Aransas County, Texas at the place therein determined by the Directors, but other meetings of the Members may be held at any place and in any county as shall be fixed by the Directors.

Section 6: ANNUAL ELECTION OF DIRECTORS - The annual meeting of Members for the election of Directors, approval of an annual budget, and the transaction of other business shall be held each year, commencing in 1978, on the third Sunday of January at 2 P.M. At each annual meeting the Members entitled to vote shall elect a Board of Directors, approve an annual budget, and transact such other corporate business according to these Bylaws. In the event of a change of the time or place for the annual meeting, as fixed by the Bylaws, such change shall be made within twenty-one (21) days preceding the day on which such annual meeting is to be held.

Section 7: VOTING - Each member current in payment of maintenance charges and special assessments shall be entitled to one vote for each lot owned on each matter submitted to a vote of a meeting of members. Areas not divided into residential lots shall be allocated a number of votes equal to the number that such area would have if subdivided into average size residential lots such number to be allocated by the Board of Directors, whose decision shall be final unless clearly unreasonable or arbitrary. Such votes may be cast by a representative of the owner

member, or if ownership is vested in more than three (3) joint owners, the votes may be divided between owners' representatives, each of whom shall be a member of the Association.

All elections for Directors shall be decided by plurality vote; all other questions shall be decided by a majority of the members present, or represented by proxy at a meeting at which a quorum is present, shall be the act of the members meeting.

A member may vote either in person or by proxy executed in writing by the member or his duly authorized attorney in fact. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and in no event shall it remain irrevocable for a period of more than eleven (11) months.

Section 8: VOTING LISTS - The officer or agent having charge of the corporations' membership books shall make, at least ten (10) days before each meeting of members a complete list of the membership entitled to vote at such meeting or any adjournment thereof. Such list shall be arranged in alphabetical order, with the address of each member, which list, for a period of ten (10) days prior to such meeting shall be kept on file at the registered office of the corporation and shall be subject to inspection by any member at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting. The original membership books shall be prima-facie evidence as to who are members entitled to examine such list of membership and to vote at any meeting of the membership.

Section 9: QUORUM - Members holding thirty (30) percent of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum. The vote of the members of a majority of the votes entitled to be cast and thus represented at a meeting at which a quorum is present shall be the act of the members meeting, unless the vote of a greater number is required by law.

Section 10: SPECIAL MEETING - Special meetings of the members for any purpose or purposes may be called by the President or the Board of Directors, and shall be called upon a requisition therefor, stating the purpose or purposes thereof, delivered to the President or Board of Directors, signed by ten (10) percent of the members entitled to vote at such meeting.

Section 11: NOTICE OF MEETINGS -

(a) Special Notice Provisions Applicable to the Annual Meeting. Notice for an annual meeting of the Members is not required to be sent to the Members; however, for twenty-one (21) days prior to the day of the annual meeting, the Association's website must include: (a) the place, date, and time of the annual meeting of the Members; and (b) if, in addition to the regular election of Directors and approval of an annual budget, a vote is to be taken at the annual meeting on any other business, then the Association's website must also include a description of the other business on which votes are to be taken.

(b) Notice Required for Other Meetings. For meetings other than the annual meeting, the Association must provide written notice of the place, date, and time of a meeting of the Members and, if the meeting is a special meeting, the purpose(s) for which the meeting is called.

(c) Timing of Notice for Other Meetings. The notice for meetings, other than the annual meeting, must be delivered to each Member entitled to vote at the meeting not later than the 10th day and not earlier than the 60th day before the date of the meeting.

(d) How Notice for Other Meetings Delivered. Notice may be delivered personally, by mail, by facsimile, or by electronic message.

(e) Effective Date of Notice for Other Meetings. Notice of a meeting that is:
(1) mailed is considered to be given on the date notice is deposited in the U.S. mail with postage paid in an envelope addressed to the person at the person's address as it appears on the ownership or membership records of the Association; and (2) transmitted by facsimile or electronic message is considered to be given when the facsimile or electronic message is transmitted to a facsimile number or an electronic message address provided by the person, or to which the person consents, for the purpose of receiving notice.

Section 12: ACTION WITHOUT MEETING - Any action required may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by one hundred (100) percent of the members entitled to vote with respect to the subject matter thereof and then delivered to the Secretary of the corporation for inclusion in the minute book of the corporation.

ARTICLE IV DIRECTORS

Section 1: MANAGEMENT - The business and affairs of the corporation shall be managed by a Board of Directors who will be responsible for carrying out the objectives of the association.

Section 2: QUALIFICATIONS - To qualify as a Director of the Association the person must be a property owner, member of the Association and current in all special assessments, dues and maintenance charges. Husband and wife may not serve as a Director at the same time. It is recommended that Directors be permanent residents in the Rockport area, however, this is not mandatory.

Section 3: NUMBER - The number of directors shall be seven (7). The directors shall be elected at the annual meeting of the members and each director shall be elected to serve until his successor shall be elected and shall qualify. Directors and officers shall serve without compensation.

Section 4: VACANCIES - If the office of any Director or other officers become vacant, the remaining Directors in office, by a majority vote, will appoint any qualified person to fill such

vacancy, who shall hold office for the unexpired term and until his successor shall be duly chosen. The vacancy will be filled within thirty (30) days after the position becomes vacant.

Section 5: RESIGNATIONS - Any Director, member of a committee or other officer may resign at any time. Such resignation shall be made in writing, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

Section 6: REMOVAL - Any Director may be removed from his position as Director, either with or without cause, at any time by the affirmative vote of a majority of all members entitled to vote, at a special meeting of the membership called for that purpose.

Section 7: INCREASE IN NUMBER - In the event of the creation of one or more new Directorships by amendment of these Bylaws, then any Directorship to be filled by reason of such an increase in the number of Directors shall be filled by election at an annual meeting of the members or a special meeting of the membership called for that purpose.

Section 8: QUORUM - A majority of the number of Directors shall constitute a quorum for the transaction of business. An act with agreement by a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless otherwise specifically required by law or by these Bylaws.

Section 9: MEETINGS - A regular meeting of the Board of Directors shall be held without other notice than this Bylaw immediately after and at the same place as the annual meeting of the membership. The Board of Directors may provide, by resolution, the time and place for the holding of additional meetings without other notice than such resolution.

Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. Notice of the call of a special meeting shall be in writing and delivered for transmission to each of the Directors not later than during the third day immediately preceding the day for which such meeting is called.

Notice of any special meeting may be waived in writing signed by the person or persons entitled to such notice, such waiver may be executed at any time before or after the time herein specified for the giving of such notice, but not later than the time specified in such notice for the holding of such special meeting. Attendance of a Director at a special meeting shall constitute a waiver of notice of such special meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business or the meeting is not lawfully called or convened.

Neither the business proposed to be transacted, nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of the notice of such meeting.

Section 10: PLACE OF MEETING - Unless otherwise specifically provided in these Bylaws, all

meetings of the Board of Directors shall be held at the principal place of business of the corporation provided, however, this provision of these Bylaws may be waived as to any particular meeting by written waiver signed by all of the Directors before the holding of such meeting, and this provision shall be considered as waived as to any particular meeting by the attendance of all of the Directors at such meeting without objection by any one of them at the time of convening of such meeting that such meeting is not being convened and held at the principal place of business of the corporation.

ARTICLE V OFFICERS

Section 1: NUMBER - The officers of the corporation shall be a President, a Vice President, and a Secretary -Treasurer, or other officers may be elected by the Board of Directors. No two or more offices may be held by the same person, except the offices of Secretary and Treasurer may be combined.

Section 2: ELECTION AND TERM OF OFFICE - The officers of the corporation shall be elected annually by the Board of Directors at the first meeting of the Board of Directors held after each annual meeting of the membership or as soon thereafter as vacancies may be filled or new offices filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner herein provided. Term of office will be two years with four Directors being elected on even numbered years and three Directors on odd numbered years.

Section 3: REMOVAL - Any officer or agent or member of the executive committee elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4: VACANCIES - A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5: DUTIES OF OFFICERS - The duties of the officers of the corporation shall be as follows:

PRESIDENT: The President shall be the principal executive officer of the corporation and shall be in general supervision and control of all of the business affairs of the corporation. He shall preside at all meetings of the members and the Board of Directors. He shall sign, with the secretary or an assistant secretary, contracts or other instruments which the Board of Directors has authorized to be executed, except in case where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general he shall perform

all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time, including the appointment of committees .

VICE-PRESIDENT: In the absence of the President, or in the event of his inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

TREASURER: If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation , receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors; (b) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Board of Directors. The Treasurer shall present a detailed accounting of all receipts and disbursements for the past year at each annual meeting.

SECRETARY: The secretary shall (a) keep the minutes of the members' and the Board of Directors meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records; (d) keep a register of the post office address of each member; (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board of Directors.

ASSISTANT TREASURERS AND ASSISTANT SECRETARIES: If appointed, assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned by the Treasurer or the Secretary respectively, or by the President or the Board of Directors.

ARTICLE VI MISCELLANEOUS

Section 1: CONTRACTS - The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2: CHECKS. DRAFTS. ETC. - All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3: DEPOSITS - All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may elect.

Section 4: BUDGET - The annual budget is an estimate of funds to be expended in the categories identified and after approval by majority vote of the membership of the Board of Directors shall be empowered to contract for and pay for services described in the budget. The Board of Directors cannot commit to financial expenditures in excess of funds currently available in Harbor Oaks Property Owners Association funds without the specific approval of a majority of the members present or represented by proxy at an annual or special meeting at which a quorum is present. All contracts and disbursements must be approved by a majority vote of the Board of Directors. All expenditures in excess of budgeted amounts must be identified to the membership at the next annual meeting.

Section 5: FEES - The following fee structure will apply to all Delinquent Maintenance Charges:

- | | |
|--|----------|
| • Penalty for late payment, no lien required. | \$50.00 |
| • Lien filing fee to the accountant. | \$150.00 |
| • Lien filing fee to POA (comp for county fee) | \$32.00 |
| • Penalty for Lien filing to POA | \$150.00 |
| • Release of lien fee to the accountant | \$150.00 |
| • Release of Lien fee to POA (comp for county fee) | \$32.00 |

The following fee will apply to all requests for resale certificate provided by the accountant:

- | | |
|---|----------|
| • Resale Certificate fee to Barbara Daniels | \$100.00 |
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ARTICLE VII FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January in each year and end on the 31st day of December in each year.

ARTICLE VIII AMENDMENT OF BYLAWS

These Bylaws may be amended by the membership at any annual meeting of the membership, or at any special meeting of the membership called for the purpose of amending said Bylaws with notice given as to the manner in which said Bylaws are to be amended.

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 2-7-2014



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

FILED FOR RECORD IN OPR
AT 1:54 P.M.

FEB 07 2014

PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS

*Filed by &
Return to
Harbor Oaks Prop. Owners Assoc. Inc.
P.O. Box 144
Rockport, TX 78381*

*10/57.
copies
\$10
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