

BY-LAWS

OF

SPRING CREEK COURT HOMEOWNERS ASSOCIATION, INC.

ARTICLE ONE - ORGANIZATION

1. The name of this organization shall be SPRING CREEK COURT HOMEOWNERS ASSOCIATION, INC.
2. The organization may at its pleasure by a vote of the membership body change its name.

ARTICLE TWO - PURPOSES

The following are the purposes for which this organization has been organized:

The collection, expenditure and management of the maintenance funds, enforcement of restrictions, providing for the maintenance, preservation and architectural control of the Lots, maintenance of the Common Areas and other Properties and the general overall supervision of the affairs of the Association as set forth in the Declaration of Covenants, Conditions and Restrictions for SPRING CREEK COURT, as recorded in the office of the County Clerk of Harris County, Texas, under clerk's File Number Y131775.

ARTICLE THREE - MEMBERSHIP

Membership in this organization shall be open to all who are owners of a lot or lots located in SPRING CREEK COURT, a subdivision in Harris County, Texas, according to the map or plat thereof, recorded in the Map Records of Harris County, Texas, under Clerk's File No. 553073.

ARTICLE FOUR - MEETINGS

1. The annual membership meeting of this organization shall be held on the 15th day of January each and every year except if such day be a legal holiday then in that event the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these by-laws. The secretary shall cause to be mailed to every member in good standing at his or her address as it appears in the

membership roll book of this organization a notice telling the time and place of such annual meeting.

2. Regular meeting of this organization shall be held monthly on the second Tuesday of each month. The secretary shall cause to be mailed to every member in good standing at his or her address as it appears in the membership roll book of this organization a notice telling the time and place of such monthly meeting.
3. The presence of not less than 10 members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser number may adjourn the meeting for a period of not more than two (2) weeks from the date scheduled by these by-laws and the secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called. A quorum as hereinbefore set forth shall be required at any adjourned meeting.
4. Special meetings of this organization may be called by the President when he deems it for the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least but not more than ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom called.

ARTICLE FIVE - VOTING

1. At all meetings, except for the election of officers and directors, all votes shall be viva voce, except that for election of officers ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast the ballot.
2. At any regular or special meeting if a majority so required any question may be voted upon in the manner and style provided for election of officers and directors.
3. At all votes by ballot the chairman of such meeting shall immediately prior to the commencement of balloting appoint a committee of three who shall act as "Inspectors of Election" and who shall at the conclusion of such balloting

certify in writing to the chairperson the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.

4. No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

ARTICLE SIX - ORDER OF BUSINESS

- 1 - Roll call.
- 2 - Reading of the minutes of the preceding meeting.
- 3 - Reports of committees.
- 4 - Reports of officers.
- 5 - Old and unfinished business.
- 6 - New business.
- 7 - Good and welfare.
- 8 - Adjournments.

ARTICLE SEVEN - BOARD OF DIRECTORS

1. The business of this organization shall be managed by a Board of Directors consisting of three (3) members together with the officers of this organization.
2. The Directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall served for a term of two (2) years.
3. The Board of Directors shall have control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the Directors of such meeting.
4. Fifty-one percent (51%) of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly on the 15th day of January.

5. Each Director shall have one vote and such voting may not be done by proxy.
6. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
7. Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.
8. The President of the organization by virtue of the office shall be chairperson of the Board of Directors. The Board of Directors shall select from one of their number a Secretary.
9. A Director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A Director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules as it may in its discretion consider necessary for the best interests of the organization, for this hearing.

ARTICLE EIGHT - OFFICERS

1. The officers of the organization shall be as follows:

President:

Vice President:

Secretary:

Treasurer:
2. The president shall preside at all membership meetings, by virtue of the office be chairperson of the Board of Directors, present at each annual meeting of the organization an annual report of the work of the organization, appoint all committees, temporary or permanent, see that all books, reports and certificates as required by law are properly kept or filed, be one of the officers who may sign checks or drafts of the organization, and have such powers as may be reasonably construed as belonging to the chief executive of any organization.

3. The Vice President shall in the event of the absence or inability of the president to exercise his or her office become acting president of the organization with all the rights, privileges and powers as if he or she had been the duly elected President.
4. The Secretary shall keep the minutes and records of the organization in appropriate books, file any certificate required by any statute, federal or state, give and serve all notices to members of the organization, be the official custodian of the records and seal of the organization, be one of the officers who may sign checks and drafts of the organization, present to the membership at any meetings any communication addressed to the Secretary of the organization, submit to the Board of Directors any communications which shall be addressed to the Secretary of the organization, attend to all correspondence of the organization and exercise all duties incident to the office of Secretary.
5. The Treasurer shall have the care and custody of all monies belonging to the organization, be solely responsible for such monies or securities of the organization and be the officer required to sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.
6. The Treasurer shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting and shall exercise all duties incident to the Office of Treasurer.
7. Officers shall by virtue of their office be members of the Board of Directors.
8. No Officer or Director shall for reason of the office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an Officer or Director from receiving any compensation from the organization for duties other than as a Director or Officer.

ARTICLE NINE - SALARIES

The Board of Directors shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary in the conduct of the business of the organization.

ARTICLE TEN - DUES

The dues of this organization shall be \$300.00 for the year ending December 31, 2005, and thereafter as established at the annual meeting of the members.

ARTICLE ELEVEN - AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of no less than two-thirds (2/3) of its members.

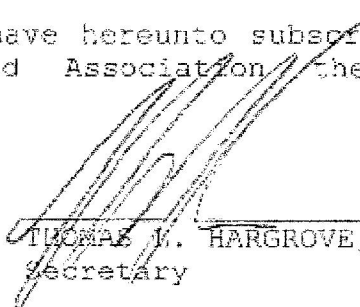
CERTIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and sitting Secretary of SPRING CREEK COURT HOMEOWNERS ASSOCIATION, INC., a Texas nonprofit corporation;

That the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof held on the _____ day of _____, 2005.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association, the _____ day of _____, 2005.



THOMAS J. HARGROVE, JR.,
Secretary