

**ROLLING FORK OWNERS COMMITTEE, INC.
RESOLUTION OF THE BOARD OF DIRECTORS**
Bylaws

WHEREAS:

The Rolling Fork Owners Committee, Inc., the governing body of the community known as Rolling Fork, a subdivision of Harris County, Texas, as recorded in the map records of Harris County, Texas, held a Regular Meeting of the Board of Directors on Oct 18, 2011, in accordance with the By-Laws of the Rolling Fork Owners Committee, Inc. At this meeting the Board of Directors considered the adoption or rejection of revisions to the Bylaws for Rolling Fork Subdivision. The Board of Directors voted to adopt the Bylaws for Rolling Fork Subdivision.

THEREFORE, LET IT BE RESOLVED:

The attached Bylaws for Rolling Fork Subdivision shall be effective as of, Oct 18, 2011.

Date: Oct 18, 2011.

Arch Ethun

Arch Ethun, Vice President
Rolling Fork Owners Committee, Inc.

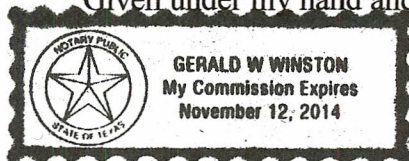
STATE OF TEXAS

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COUNTY OF HARRIS

Before me, the undersigned authority, on this day personally appeared Arch Ethun, Vice-President of Rolling Fork Owners Committee, Inc., a Texas corporation, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that he had executed the same as the act of said corporation for the purpose and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this day of Oct 18, 2011.



Gerald W. Winston
Notary Public, State of Texas

[Notarial Seal]

Gerald W. Winston
Printed Name
My commission expires: 11-12-14

After recording, please return to:
ROLLING FORK OWNERS COMMITTEE, INC.
P. O. BOX 40815
HOUSTON, TX 77240-0815

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**REVISED BY-LAWS
OF
ROLLING FORK OWNERS COMMITTEE, INC.**
(A Not-For-Profit Corporation)
(Revised October 18, 2011)

**ARTICLE I
OFFICES**

The name of the corporation is Rolling Fork Owners Committee, Inc., hereinafter referred to as the "Corporation." The principal office of the Corporation shall be located in the County of Harris and State of Texas. The Corporation may also have such offices at such other places within or without the State as the Board of Directors may from time to time determine.

**ARTICLE II
DEFINITIONS**

Section 1. Definitions. Whenever used in these Bylaws, the following terms shall have the following meanings:

"Board of Directors" , **"Board"** and **"Director"** -shall mean and refer to the duly elected Board of Directors of the Corporation.

"Commercial Lot" -shall mean any Lot allowed to be used for purposes other than single family residential use.

"Lot" -shall mean each plot of land shown upon the recorded subdivision plats from time to time within the boundaries of the property and designated by lot and block number or reserve number, and to the improvements constructed, or to be constructed thereof, but such terms shall not mean or include (i) any portions of the property while owned by a municipal utility district or the Corporation or (ii) any portions of the property conveyed or dedicated as a public street.

"Member" -shall mean the title holder of record, whether one or more persons or entities, of any portion of the Lot, including Owners who have contracted to sell any Lot and any person or entity holding title as trustee, but excluding those having such interest merely as security for the performance of an obligation. Membership is further defined to include the heirs, executors, personal representatives, administrators, devisees and assigns of any owner, and all other persons, firms or corporation acquiring or succeeding to the title of the owner by sale, grant, will, foreclosure, execution, or by any legal process, or by operation of law or in any other legal name.

"Residential Lot" -shall mean any Lot which is platted as a single-family Residential Lot and restricted to single family residential use (as defined in the Declarations) which such restriction is created by Plat or by separate restriction recorded.

"Vote" -shall mean each Residential and Commercial Lot shall have only one Vote to be cast as a Member of the Corporation, even though there may be more than one name on the deed of record.

**ARTICLE III
MEMBERS**

1. (a) Every person or entity who is the title holder of record of any Residential or Commercial Lot which is subject to assessment by the Corporation shall be a Member of the Corporation. The foregoing

description is not intended to include Members or entities who hold an interest in a Lot merely as security for the performance of an obligation.

ARTICLE IV **ANNUAL MEETING/SPECIAL MEETING**

1. (a) Annual Meeting - The annual meeting of Members of the Corporation shall be held on such date or dates as shall be fixed from time to time by the Board of Directors of the Corporation. The first annual meeting shall be held on a date within twelve months after the formation of the Corporation. Each successive annual meeting shall be held on a date not more than twelve months following the preceding annual meeting. Special Meetings of Members may be held on such date or dates as may be fixed by the Board of Directors of the Corporation from time to time and by the Members on such date or dates as shall be permitted by law.

(b) Annual/Special Meeting - Any Annual or Special Meeting of Members may be held at such place within or without the State as the Board of Directors of the Corporation may from time to time fix. In the event the Board of Directors shall fail to fix such place or time, or in the event Members are entitled to call or convene a Special Meeting in accordance with law, then, in such event, such meeting shall be held at the Castle at 9110 Rodney Ray Blvd., Houston, Texas 77040.

(c) Annual or Special Meetings of Members may be called by the Board of Directors or by any officer of the Corporation instructed to do so by the Board of Directors, except to the extent that directors may be required by law to call a meeting, and shall be called by the secretary on behalf of the Members, when required to do so by law.

(d) Notice of Annual/Special Meeting - Written notice stating the place, day and hour of the meeting shall be given for all meetings. Such notice shall state the Member or Members calling the meeting. Notice for an annual meeting shall state that the meeting is being called for the election of Directors and for the transaction of such other business as may properly come before the meeting. Notices of Special Meeting shall state the purpose or purposes for which the meeting is called. At any Special Meeting, only the business stated in the Notice of Meeting may be transacted. Notice of Meeting shall be given by first class mail not less than 10 days nor more than 60 days before the date of the meeting, to each Member at his address recorded on the records of the Corporation, or at such other address which the Member may have furnished in writing to the Secretary of the Corporation. Notice shall be deemed to have been given when deposited with postage prepaid in a post office or other official depository under the exclusive jurisdiction of the United States Post Office. Any meeting of Members may be adjourned from time to time. In such event, it shall not be necessary to provide further notice of the time and place of the adjourned meeting if announcement of the time and place of the adjourned meeting is given at the meeting so adjourned. In the event the Board of Directors fixes a new record date for an adjourned meeting, a new notice shall be given, in the same manner as herein provided. No notice need be given to any Member who executes and delivers a Waiver of Notice before or after the meeting. The attendance of a Member in person or by proxy at the meeting without protesting the lack of notice of a meeting, shall constitute a waiver of notice by such Member.

(e) Record List - At every meeting of Members, there shall be presented a list or record of Members as of the record date, certified by the officer responsible for its preparation, and upon request therefore, any Member who has given written notice to the Corporation, which request shall be made at least 10 days prior to such meeting, shall have the right to inspect such list or record at the meeting. Such list shall be evidence of the right of the Members to vote at such meeting, and all Members who appear on such list or record to be Members may vote at such meeting.

2. Annual Report - At each annual meeting of Members, the Board of Directors shall present an Annual Report. Such report shall be filed with the records of the Corporation and entered in the minutes of the proceedings of such annual meeting of Members.

3. (a) Presiding Officers - Meetings of the Members shall be presided over by the following officers, in order of seniority - President, Vice President, Secretary or, if none of the foregoing is in office or present at the meeting, by a Chairman to be chosen by a majority of the Members in attendance. The Secretary or an Assistant Secretary of the Corporation shall act as Secretary of every meeting. When neither the Secretary nor an Assistant Secretary is available, the Presiding Officer may appoint a Secretary of the meeting.

(b) The order of business at all meetings of Members shall be as follows:

Roll call.

Reading of the minutes of the preceding meeting.

Report of standing committees.

Officers' reports.

Old business.

New business.

(c) The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with the Bylaws adopted by the Corporation.

4. Proxy - Every Member may authorize another person to act for him by proxy in all matters in which a Member may participate, including waiving notice of any meeting, voting or participating in a meeting, or expressing consent or dissent without a meeting. Every proxy shall be signed by the Member or his attorney in fact, and shall be revocable at the pleasure of the Member executing it, except as otherwise provided by law. Except as otherwise provided by law, no proxy shall be valid after the expiration of eleven months from its date.

5. (a) Inspectors - The Directors may, but need not, appoint one or more inspectors to act at any meeting or any adjournment thereof. If inspectors are not appointed, the presiding officer of the meeting may, but need not, appoint inspectors. Each appointed inspector shall take and sign an oath faithfully to execute the duties of inspector with strict impartiality and according to the best of his ability. Inspectors cannot be related to candidate by marriage or blood.

(b) The inspectors shall determine the number of memberships outstanding, the voting power of each, the number of memberships represented at the meeting, the existence of a quorum, and the validity and effect of proxies.

(c) The inspectors shall receive Votes, ballots or consents, hear and determine all challenges and questions arising in connection with the right to Vote, count and tabulate all Votes, ballots or consents, determine the result and do such acts as are proper to conduct the election or Vote of all Members.

(d) The inspectors shall make a report in writing of all matters determined by them with respect to such meeting.

6. Quorum - A quorum for the purpose of conducting business at the annual meeting shall be ten percent (10%) of the Members. Except as provided by law, the Members entitled to cast a majority of the total number of Votes entitled to be cast at the annual meeting shall constitute a quorum at a meeting of Members for the transaction of any business. Each Membership shall entitle the holder thereof to one Vote. In the election of Directors, a plurality of the Votes cast shall elect. Except to the extent provided by law, all other action shall be by a majority of the Votes cast at the annual or special meeting.

7. Record Date - The Board of Directors of the Corporation shall fix a record date for the purpose of determining Members entitled to notice of, to Vote, to express consent or dissent from any proposal without a meeting, to determine Members entitled to receive distributions or allotment of rights, or

for any other proper purpose. Such record date shall not be more than 60 days nor less than 10 days prior to the date of such meeting or consent or the date on which any distribution or allotment of rights, as the case may be, is to be made. In the event no record date is fixed, the record date for the determination of Members entitled to vote at a meeting of Members shall be the close of business on the day next preceding the day on which notice is given, or, if no notice is given, the day on which the meeting is held. The record date for determining Members for any purpose other than that specified in the preceding sentence shall be the close of business on the day on which the resolution of Directors relating thereto is adopted. Establishment of a record date shall apply to any adjournment of any meeting, unless a new record date is fixed by the Board of Directors for such adjourned meeting.

ARTICLE V

BOARD OF DIRECTORS

1. The Corporation shall be managed by a Board of Directors. Each Director shall be a Member of the Corporation during the directorship. Any Member of the corporation may be considered as a viable candidate to fill any vacancy in the Board of Directors as prescribed herein regardless of circumstances which created the vacancy. The initial Board of Directors shall consist of three Members. Thereafter, the number of Directors constituting the entire Board shall be no less than three. Subject to the foregoing, the number of the Board of Directors may be fixed from time to time by action of the Members or of the Directors. The number of Directors may be increased or decreased by action of the Members or the Board of Directors, provided that any action by the Board of Directors to affect such increase or decrease shall require the vote of majority of the entire Board of Directors. No decrease shall shorten the term of any Director then in office.

2. The first Board of Directors shall consist of the following persons for the following terms:

DIRECTOR

TERM EXPIRES

Diana Miller

March 31, 1983

William R. Geiler, Jr.

March 31, 1984

Philip J. Hardy

March 31, 1985

Thereafter, at each annual meeting of the Members, the Membership shall elect one Director for a three-year term to replace the Director whose term is expiring. Each new Director shall hold office until the expiration of the term for which he was elected, and until his successor has been duly elected and qualified, or until his prior resignation or removal as hereinafter provided.

3. (a) Removal of Director(s) - Any or all of the Members of the Board of Directors may be removed with cause by majority Vote of the Members of the Corporation for the unexpired duration of their term. Any Director may be removed from the Board, with cause, for the unexpired duration of their term by a majority Vote of the Members of the Board.

(b) Resignation of Director (s) - A Director may resign at any time by giving written notice to the Board of Directors or to any officer of the Corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board of Directors or such officer. Acceptance of such resignation shall not be necessary to make it effective.

4. Appointments - Newly-created directorships or vacancies caused by death, resignation, or disability in the Board of Directors may be filled by a vote of majority of the Board of Directors then in office, although less than a quorum, unless otherwise provided in the certificate of Incorporation of the Corporation. A Director elected to fill a vacancy caused by resignation, death, or disability shall be elected to hold office for the unexpired term of his predecessor.

5. Compensation - No Director shall receive compensation for any service he may render to the Corporation. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties, with proper documentation and approval by the Board.

ARTICLE VI

MEETINGS OF BOARD OF DIRECTORS

1. (a) Regular Meetings - A regular annual meeting of the Board of Directors shall be held following the Annual Meeting at a time and place designated by the Board. All other meetings shall be held at such time and place as shall be fixed by the Board of Directors from time to time.

(b) Special Meetings - Notice of the date, time and place shall be given for special meetings of the Board of Directors in sufficient time for the convenient assembly of the Board of Directors and to comply with notice requirements of TPC 209.0051 and any successor statute. The notice of any meeting shall contain the general subject matter of the meeting including a general description of any matter to be brought up for deliberation in executive session.

(c) Action Taken Without a Meeting - The Directors may consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate board action in the absence of a meeting, which they could take at a meeting by obtaining the consent of all Directors either in writing, fax, or electronic mail. Any action taken without notice must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting and documented in the minutes of the next regular or special meeting of the Board. The Board may not consider actions listed under TPC 209.0051(h) or any successor statute without prior notice to owners given in compliance with TPC 209.0051. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

2. Quorum - Except to the extent herein or in the Certificate of Incorporation of the Corporation provided, a majority of the entire Members of the Board of Directors shall constitute a quorum. At any meeting held to remove one or more Directors a quorum shall consist of a majority of the Directors present at such meeting. Whenever a vacancy on the Board of Directors shall prevent a quorum from being present, then, in such event, the quorum shall consist of a majority of the Members of the Board of Directors excluding the vacancy. A majority of the Directors present, whether or not a quorum is present, may adjourn a meeting to another time and place in compliance with TPC 209.0051(g) or any successor statute. Except to the extent provided by law and these Bylaws, the act of the Board of Directors shall be by a majority of the Directors present at the time of vote, a quorum being present at such time. Any action authorized by resolution, in writing, by all of the Directors entitled to Vote thereon and filed with the minutes of the Corporation shall be the act of the Board of Directors with the same force and effect as if the same had been passed by unanimous vote at a duly called meeting of the Board.

3. Presiding Officer - The President, if any, shall preside at all meetings of the Board of Directors. If there be no President or in his absence, the Vice President shall preside and, if there be no Vice President or in his absence, any other Director chosen by the Board, shall preside.

4. Committee Appointments - Whenever the Board of Directors shall consist of more than three persons Members, the Board of Directors may designate from their number, an executive committee and other standing committees. Such committees shall have such authority as the Board of Directors may delegate, except to the extent prohibited by law. In addition, the Board of Directors may establish special committees for any lawful purpose, which may have such powers as the Board of Directors may lawfully delegate.

ARTICLE VII
OFFICERS

1. The Board of Directors may elect or appoint a Chairman of the Board of Directors, a President, one or more Vice Presidents, a Secretary, one or more Assistant Secretaries, a Treasurer, one or more Assistant Treasurers, and such other officers as they may determine. The Offices of President, Vice President and Treasurer shall be held by Directors. The Office of Secretary may but need not be held by a Director. Any two or more offices may be held by the same person Member except the office of President and Secretary.

2. Each officer shall hold office until the annual meeting of the Board of Directors, and until his successor has been duly elected and qualifies. The Board of Directors may remove any officer with or without cause at any time.

3. (a) The President shall be the chief executive officer of the Corporation, shall have the responsibility for the general management of the affairs of the Corporation, and shall carry out the resolutions of the Board of Directors.

(b) During the absence or disability of the President of the Corporation, the Vice President, or, if there be more than one, the Executive Vice President shall have all the powers and functions of the President. The Vice President shall perform such duties as may be prescribed by the Board of Directors from time to time.

(c) The Treasurer shall have the care and custody of all of the funds and securities of the Corporation, and shall deposit said funds in the name of the Corporation in such bank accounts as the Board of Directors may from time to time determine. The Treasurer shall, when duly authorized by the Board of Directors, sign and execute all contracts in the name of the Corporation when countersigned by the president; he may also sign checks, drafts, notes and orders for the payment of money, which shall have been duly authorized by the Board of Directors. Any two Members of the Board shall sign checks.

(d) The secretary shall keep the minutes of the Board of Directors and the minutes of the Members. He shall have custody of the seal of the Corporation, and shall affix and attest the same to documents duly authorized by the Board of Directors. He shall serve all notices for the Corporation, which shall have been authorized by the Board of Directors, and shall have charge of all books and records of the Corporation.

(e) Each officer shall be responsible for such other duties applicable to the office as prescribed by the Board of Directors.

ARTICLE VIII
MISCELLANEOUS

1. The Corporation shall keep at the principal office of the Corporation, complete and correct records and books of account, and shall keep minutes of the proceedings of the Members, the Board of Directors, or any committee appointed by the Board of Directors, as well as a list or record containing, the names and address of all Members.

2. The corporate seal shall be in such form as the Board of Directors shall from time to time prescribe.

3. The fiscal year of the Corporation shall be fixed by the Board of Directors from time to time, subject to applicable law.

4. (a) All Bylaws of the Corporation shall be subject to alteration or repeal, and new Bylaws may be made, by a majority Vote of the Eligible Voters entitled to Vote in the annual meeting of Members, or at a special meeting of the Members called for such purpose.

(b) The Board of Directors shall have the power to make, alter or repeal, from time to time, Bylaws of the Corporation, except that the Board may not amend or repeal any Bylaw in which control thereof is vested exclusively in the Members. If any Bylaw regulating an impending election of Directors is adopted, amended or repealed by the Board, there shall be set forth in the notice of the next meeting of Members for the election of directors, the Bylaw so made, amended or repealed, together with a concise statement of the changes made.

5. The Board of Directors shall obtain an audit of the records and books of account of the Corporation when deemed necessary or at least every three years. A copy of such audit will be made available to any Member upon request and payment of a reasonable copy fee.

6. The revised Bylaws become effective upon certification of the Votes at a Regular Meeting of the Board of Directors.