

BYLAWS OF
THE NEW KING'S COLONY PROPERTY OWNERS ASSOCIATION, INC.
(Amended and Restated June 2012)

ARTICLE I

MEMBERS – (OWNERS)

Section 1. Eligibility. Membership in The New King's Colony Property Owners Association, Inc. ("Association") shall be as set forth in the Articles of Incorporation of the Association and the Declaration of Covenants, Conditions, and Restrictions for Kings Colony Subdivision.

Section 2. Regular Meetings. Annual meetings of Members shall be held once each year. All such meetings of members shall be held at such date and time as specified in the written notice of such meeting which shall be given to all Members at least ten (10) days, but not more than sixty (60) days, prior to the date of such meeting. At such meetings there shall be elected, by written ballot of Members, a Board of Directors in accordance with the requirement of Article II, Section 1 of these bylaws and transact such other business of the Association as may properly come before them.

Section 3. Special Meetings. Special meetings of the Members may be called by the President as directed by a resolution of the directors of the Board, or upon petition signed by a majority of Members and having been presented to the Secretary or Assistant Secretary of the Association. Said special meetings shall be called by delivering written notice to all Members not less than ten (10) days prior to the date of said meeting stating the date, time and place of said special meeting and the matters to be considered. Any such meetings shall be held after the first annual meeting and shall be held within thirty (30) days of receipt by the President of such resolution or petition.

Section 4. Delivery of Notice of Meetings. Notices of meetings may be delivered either personally or by mail to a Member at the address given to the Board by said Member for such purpose.

Section 5. Rules of Meetings. The Board may prescribe reasonable rules for the conduct of all meetings of the Board and Members and in the absence of such rules, Robert's Rules of Order shall be used.

Section 6. Quorum. A quorum of Members for any meeting shall be constituted by Members represented in person or by proxy and holding at least one percent (1%) of the votes entitled to be cast at such meeting. An absentee or electronic ballot, as provided for in these Bylaws, shall be counted as an Owner present and voting for the purpose of establishing a quorum for items appearing on the ballot. In the absence of a quorum at a meeting of Members, the meeting may be adjourned and immediately reconvened for the sole purpose of conducting Director elections. The quorum required for election of Directors at the reconvened meeting shall be the number of votes

cast in person, by proxy, by absentee ballot, or electronic ballot.

Section 7. Methods of Voting. The voting rights of a Member may be cast or given:

- a. in person or by proxy at a meeting of the Association;
- b. by absentee ballot; or
- c. by electronic ballot by electronic mail or facsimile.

Absentee ballots may not be counted, even if properly delivered, if the Member attends any meeting to vote in person so that any vote cast at a meeting by the Member supersedes any vote submitted by absentee or electronic ballot previously submitted for that proposal. Absentee or electronic ballots may not be counted on the final vote of a proposal if the motion was amended at a meeting of the Members to be different from the exact language on the absentee or electronic ballot. Any solicitation for votes by absentee ballot by the Association must include an absentee ballot that contains each proposed action and provides an opportunity to vote for or against the proposed action, instructions for delivery of the completed absentee ballot, including the delivery location, all of which are required by Section 209.00592 of the TEXAS PROPERTY CODE.

Section 8. Proxies. No proxy shall be valid after eleven (11) months from the date of its execution unless specifically provided in the proxy. All proxies must be filed with the Secretary of the Association before the appointed time of such meeting.

Section 9. Election Vote Tabulators. A person who is a candidate in an Association election or who is otherwise the subject of an Association vote, or a person related to that person within the third degree of consanguinity or affinity, as determined under Chapter 573 of the Texas Government Code, may not tabulate or otherwise be given access to the ballots cast in the election or vote.

Section 10. Recount Procedures. A Member may, not later than the fifteenth (15th) day after the date of a meeting at which an election was held, require a recount of votes in accordance with Section 209.0057 of the TEXAS PROPERTY CODE.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Number, Election and Term of Office. The Board of Directors of the Association (referred to herein as the "Board"), shall consist of five (5) members (hereinafter referred to as "directors"). The Board of Directors term shall be for a 3 year period. The Board members shall be elected at an annual meeting or a special meeting called for that purpose.

The number of directors may be increased or decreased by amendment of these Bylaws; provided however, that the number of directors shall not be reduced to less than three (3) nor increased to more than five (5).

Section 2. Qualifications. Each director shall be a Member (or, if a Member is a trustee of a trust, a director may be a beneficiary of such trust, and if a Member or such beneficiary is a corporation or partnership, a director may be an officer, partner or employee of such Member or beneficiary). If a director shall cease to meet such qualifications during his or her term, he or she shall thereupon cease to be a director and his or her place on the Board shall be deemed vacant. Members with a felony conviction or a conviction for a crime involving moral turpitude are not eligible to serve.

Section 3. Vacancies. Any Board member whose term has expired must be elected by the owners who are members of the Association. A Board member may be appointed by the Board only to fill a vacancy caused by a resignation, death or disability, as provided in these bylaws. A Board member appointed to fill a vacant position shall serve the unexpired term of the predecessor Board member.

Section 4. Meetings. Regular and special Board meetings shall be open to Members, subject to the right of the Board to adjourn a meeting and reconvene in closed executive session to consider actions involving personnel, pending or threatened litigation, contract negotiations, enforcement actions, confidential communications with the property Association's attorney, matters involving the invasion of privacy of individual owners, or matters that are to remain confidential by request of the affected parties and agreement of the Board. Following any executive session, any decision made in the executive session shall be summarized orally and placed in the minutes, in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary shall include a general explanation of any expenditures approved in executive session.

Section 5. Notice of Meetings. Members shall be given notice of the date, hour, place, and general subject of a regular or special meeting of the Board, including a general description of any matter to be brought up for deliberation in executive session. The notice shall be (a) mailed to each member not later than the tenth (10th) day or earlier than the sixtieth (60th) day before the date of the meeting; or (b) provided at least seventy-two (72) hours before the start of the meeting by (I) posting the notice in a conspicuous manner reasonably designed to provide notice to the members in a place located on the Association's common property, or on conspicuously located private property within the subdivision, or (ii) by posting the notice on an Internet website maintained by the Association; and (iii) by sending the notice by e-mail to each owner who has registered an e-mail address with the Association.

Section 6. Meetings Without Notice. The Board, by any method of communication, including electronic and telephonic meetings, may meet without prior notice to Members, if each director may hear and be heard by every other director, or the Board may take action by unanimous written consent to consider routine and administrative matters or a reasonably unforeseen emergency or urgent necessity that requires immediate Board attention. The action taken without notice to the Members must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes at the next regular or special meeting of the Board. Notwithstanding the authority to meet without notice to the Members, the Board may not, without prior notice to the Members, consider or vote on fines; damage assessments;

initiation of foreclosure actions; initiation of enforcement actions, excluding temporary restraining orders or violations involving a threat to health or safety; increases in assessments; levying of special assessments; appeals from a denial of architectural control approval; or the suspension of a right of a particular Member before the Member has an opportunity to attend a Board meeting to present the Member's position, including any defense on the issue.

Section 5. Removal. Any director may be removed from office for cause at a regular or special meeting of the Board by a vote of the majority of a quorum of the Board members present in person.

Section 6. Compensation. Directors shall receive no compensation for their services as directors, unless expressly provided for in resolutions duly adopted by a majority of the Members.

Section 7. Board of Directors' Quorum. At all meetings of the Board, a majority of the directors shall constitute a quorum for the transaction of business, and the acts of the majority of the directors present at a meeting at which a quorum is present shall be the acts of the Board. If at any meeting of the Board, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time for periods of no longer than one week until a quorum is obtained or until a conclusion can be reached. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice.

Section 8. Voting. An affirmative vote of a majority of those directors present at a meeting at which a quorum is in attendance shall be necessary to transact business.

Section 9. Powers and Duties. The Board shall have the following powers and duties:

- a. to elect and remove the officers of the Association as hereinafter provided;
- b. to administer the affairs of the Association and the Property;
- c. to formulate policies for the administration, management and operation of the property held for the use and benefit of all Members ("Common Area");
- d. to adopt rules and regulations, with written notice thereof to all Members, governing the administration, management, operation and use of the Common Area, and to amend such rules and regulations from time to time;
- e. to provide for the maintenance, repair and replacement of the Common Area and payments therefor, and to approve payment vouchers or delegate such approval to the officers or the Managing Agent;
- f. to provide for the designation, hiring and removal of employees and other personnel, including accountants and attorneys, and to engage or contract for the services of others, and to make purchases for the maintenance, repair, replacement, administration, management and operation of the Common Area and to delegate any

such powers to the Managing Agent (and any such employees or other personnel who may be the employees of a Managing Agent);

- g. to appoint committees of the Board and to delegate to such committees the Board's authority to carry out certain duties of the Board;
- h. to determine the fiscal year of the Association and to change said fiscal year from time to time as the Board deems advisable;
- I. to collect all assessments and charges provided for in any covenants and restrictions imposed in Kings Colony, and to use the proceeds therefrom for the purposes set forth in such covenants and restrictions and in the Articles of Incorporation of the Association;
- j. to establish bank accounts which are interest bearing or non-interest bearing, as may be deemed advisable by the Board;
- k. to enter such contracts and agreements relating to the providing of maintenance, management and operational services as the Board may deem advisable;
- l. to enter such leases of portions of the Common Area as the Board may deem advisable;
- m. to exercise all powers and duties of the Members as a group referred to in the Texas Nonprofit Corporation Act, and all powers and duties of the Board referred to in these bylaws; and
- n. in general, to carry on the administration of the Association and to do all of those things necessary and/or desirable in order to carry out the governing and operating of the Association.

Section 10. Non-Delegation. Nothing in this Article or elsewhere in these bylaws shall be considered to grant to the Board, the Association or to the officers of the Association any powers or duties which, by law, have been delegated to the Members.

ARTICLE III

OFFICERS

Section 1. Designation. At each regular annual meeting of the Board, the directors present at said meeting shall elect the following officers of the Association by a majority vote:

- a. a President who shall be a director and who shall preside over the meetings of the Board and of the Members, and who shall be the chief executive officer of the Association;

- b. a Secretary, who shall keep the minutes of all meetings of the Board and of the Members, and who shall, in general, perform all the duties incident to the office of Secretary, and who may be a representative of the Managing Agent and who may also be Treasurer;
- c. a Treasurer, who shall be responsible for financial records and books of account and the manner in which such records and books are kept and reported;
- d. such additional officers as the Board shall see fit to elect.

Section 2. Powers. The respective officers shall have the general powers usually vested in such officers; provided that the Board may delegate any specific powers to any other officer or impose such limitations or restrictions upon the powers of any officer as the Board may see fit.

Section 3. Term of Office. Each officer shall hold office for the term of one year and until his successor shall have been appointed or elected and qualified.

Section 4. Vacancies. Vacancies in any office shall be filled by the Board by a majority vote of the Board at a special meeting of said Board. Any officer so elected to fill a vacancy shall hold office for a term equal to the unexpired term of the officer he succeeds. Any officer may be removed for cause at any time by vote of a majority of the total membership of the Board at a special meeting thereof.

Section 5. Compensation. The officers shall receive no compensation for their services as officers, unless expressly provided for in a resolution duly adopted by a majority of the Members.

ARTICLE IV

AMENDMENTS

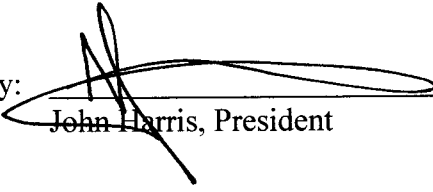
These Bylaws may be amended at a regular or special meeting of the Board by a vote of the majority of a quorum of the Board members present in person; and the provisions of these Bylaws which are covered by the Articles of Incorporation of the Association may not be amended except as provided in the Articles of Incorporation or applicable law.

In case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control. Should all or part of any Article of these bylaws be in conflict with the provisions of the Texas Nonprofit Corporation Act or any other Texas law, such act or law shall control.

Attestation

Adopted by the Board of Directors on this 18 day of June, 2012.

The New King's Colony Property Owners Association, Inc.

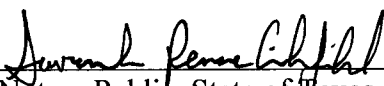
By:  _____
John Harris, President

STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

Before me, the undersigned authority, on this day personally appeared John Harris, President of The New King's Colony Property Owners Association, Inc., a Texas non-profit corporation, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that he/she 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 18 day of June, 2012.



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Notary Public, State of Texas