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NOTICE OF DEDICATORY INSTRUMENTS
For
FALLS AT FAIRDALE HOMEOWNERS ASSOCIATION, INC.

THE STATE OF TEXAS §
 §
 §
COUNTY OF HARRIS §

The undersigned, being an authorized representative of Falls at Fairdale Homeowners Association, Inc., a property owners' association as defined in Section 209.002 of the Texas Property Code (the "Association"), hereby certifies as follows:

1. Property: The Property to which this Notice applies is described as follows:

Lots One (1) through Fifteen (15), in Block One (1), of FALLS AT FAIRDALE, a subdivision in Harris County, Texas, according to the map or plat thereof recorded in under Film Code No. 605296 of the Map Records of Harris County, Texas.

See

2. Restrictive Covenants. The description of the document(s) imposing restrictive covenants on the Property, the amendment(s) to such document(s), and the recording information for such document(s) are as follows:

- a. "Declaration of Covenants, Conditions and Restrictions for Falls at Fairdale Townhomes" recorded under County Clerk's File No. 20070219120 of the Real Property Records of Harris County, Texas.
- b. Subdivision plat of Falls at Fairdale recorded under Film Code No. 605296 of the Map Records of Harris County, Texas.

3. Dedicatory Instruments: In addition to the Restrictive Covenants identified in Paragraph 2 above, the following documents are Dedicatory Instruments governing the Association:

- a. Articles of Incorporation of Falls at Fairdale Homeowners Association, Inc.
- b. Bylaws of Falls at Fairdale Homeowners Association, Inc.

True and correct copies of such Dedicatory Instruments are attached to this Notice.

4. Mailing Address. The mailing address of the Association is 5065 Westheimer Rd., Suite 840 Houston, Texas 77056.

REC-942-70-11538

This Notice is being recorded in the Official Records of Real Property of Harris County, Texas for the purpose of complying with Section 209.004 of the Texas Property Code. I hereby certify that the information set forth in this Notice is true and correct and that the copies of the Dedicatory Instruments attached to this Notice are true and correct copies of the originals.

Executed on this 13th day of April, 2007.

FALLS AT FAIRDALE HOMEOWNERS ASSOCIATION, INC., a Texas non-profit corporation

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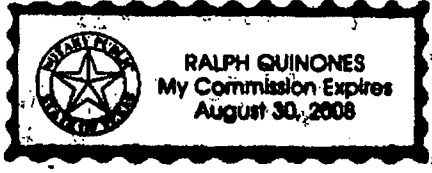
By: *Inci Akpınar*
Name: Inci Akpınar
Title: Director

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

BEFORE ME, the undersigned notary public, on this day personally appeared Inci Akpınar, Director of Falls at Fairdale Homeowners Association, Inc., a Texas non-profit corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purpose and in the capacity therein expressed.

Inci SUBSCRIBED AND SWORN TO BEFORE ME on this the 13th day of April, 2007, to certify which witness my hand and official seal.

Ralph Quinones
Notary Public in and for
The State of Texas



001-01-248-1500

(b) make, levy, assess, collect and enforce payment of Assessments against the Owners of Lots within the Property, and other charges authorized by the Declaration, in accordance with the terms of the Declaration;

(c) contract on behalf of all Lots, for garbage and rubbish pickup, and to charge the Owner of each Lot for his pro rata share of the cost thereof, such pro rata share to be determined by dividing the number of Lots being served into the total cost of providing such garbage and rubbish pickup. If the Corporation so elects, the charge to each Owner for garbage and rubbish pickup shall be in addition to or part of the Assessments described in the Declaration;

(d) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

(e) borrow money and, in accordance with the Declaration and the Corporation's Bylaws, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(f) have and to exercise any and all powers, rights and privileges which a corporation organized under the Texas Non-Profit Corporation Act by law may now or hereafter have or exercise.

ARTICLE FIVE MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to the Declaration shall be a Member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to the Declaration.

ARTICLE SIX VOTING RIGHTS

The Corporation shall have two classes of voting membership as follows:

Class A. Class A Members shall be all Owners and Builders, with the exception of the Class B Member until the Election Date, and shall be entitled to no votes until the Election Date. From and after the Election Date, each Class A Member shall be entitled on one (1) vote for each Unit owned. If there is more than one (1) Owner of the Unit, then such Owners shall designate one of their number as the Member of Corporation, which designation shall be made in writing to the Board. After an owner is so designated, the Board shall have the right to rely on such designation until a written notice revoking such appointment is received by the Board. Any such Owners may designate the Member from among themselves in any manner they deem fit, and in the event that such Owners are unable to agree upon one of their number to be designated as the Member of the

BYLAWS
OF
FALLS AT FAIRDALE HOMEOWNERS
ASSOCIATION, INC.
A TEXAS NON-PROFIT CORPORATION

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Table of Contents

ARTICLE I - Name: Offices 1

 1.1 **Name**..... 1

 1.2 **Principal Office**..... 1

 1.3 **Registered Office and Agent**..... 1

ARTICLE II - Definitions..... 1

 2.1 **Incorporation of Definitions**..... 1

 2.1.1 **"Assessments"** 2

ARTICLE III - Membership: Voting Rights and Procedures 2

 3.1 **Membership: Voting Rights**..... 2

 3.1.1 **Owners as Members**..... 2

 3.2 **When Member Required to Designate Representative: Effect**..... 2

 3.3 **Suspension of Voting Rights**..... 2

 3.3.1 **Automatic Suspension**..... 2

 3.3.2 **Suspension After Notice**..... 3

 3.4 **Good Standing**..... 3

 3.5 **Voting Procedures**..... 3

 3.5.1 **Right to and Manner of Vote**..... 3

 3.5.2 **Limited Right to Elect Directors by Mail-In Ballot**..... 3

 3.5.3 **Form of Proxy or Ballot: Voting Procedures**..... 3

 3.5.4 **Revocation of Proxy or Mail-In Ballot**..... 4

 3.5.5 **Voice or Show Votes**..... 5

 3.6 **Verification and Tabulation of Voting Results**..... 5

 3.6.1 **By Whom Verified**..... 5

 3.6.2 **Verification of Right to Vote**..... 5

 3.6.3 **Proxies or Ballots Confidential**..... 5

 3.6.4 **Minimum Period of Retention of Ballots or Proxies**..... 5

 3.6.5 **Announcement of Voting Results**..... 5

 3.6.6 **Verification of Ballot or Proxy Votes**..... 6

 3.6.7 **Verification of Tentative Results**..... 6

 3.6.8 **Verification of Voice or Show Vote**..... 6

 3.6.9 **Limitations Period to Challenge Vote**..... 6

ARTICLE IV - Meetings of Members 7

 4.1 **Annual Meeting**..... 7

 4.2 **Special Meetings**..... 7

10.1.2 Exclusions.....	16
10.2 Confidential Communications.....	17
10.3 Rules for Inspection.....	17
ARTICLE XI - Amendment.....	17
11.1 By Declarant.....	17
11.2 By Association.....	17
11.3 By Members.....	17
11.4 Notice for Amendment by Owners.....	18
ARTICLE XII - Miscellaneous.....	18
12.1 Notices.....	18
12.2 Telephone Meetings: Action Taken Without a Meeting.....	18
12.2.1 Telephone Meetings.....	18
12.2.2 Action Without Meeting.....	18
12.3 Conflicts.....	18
12.4 Interpretation.....	19
12.5 Severability.....	19
12.6 Power of Attorney.....	19
12.7 Applicability of Bylaws.....	19
12.8 Waiver of Interest in Corporation Property.....	19
12.9 Fiscal Year.....	19
12.10 Effective Date.....	19

RP 542-78-1547

effective only if actually received by the Association prior to call for voting upon the matters to which the revocation pertains.

3.5.5 Voice or Show Votes. Except as provided in Section 3.5.3(b) or as otherwise required by the Declaration or law, the Members (or their proxy holders) may vote on any matters by voice, by rising or by show of hands as the Chairperson of the meeting shall direct.

3.6 Verification and Tabulation of Voting Results.

3.6.1 By Whom Verified. Except as hereafter provided, voice or show voting results as provided in Section 3.5.5 will be verified by the Chairperson of the meeting to which same pertains. Proxy or ballot voting results will be verified, tabulated and maintained by the Board of Directors, or by such other committee of three persons as may be designated by the Board of Directors (the "Vote Tabulators").

3.6.2 Verification of Right to Vote. Satisfactory proof of membership, or of a Member's good standing to entitle the Member to vote or any other qualifications necessary to the validity of a ballot or proxy may be required if in the sole good faith opinion of the Vote Tabulators reasonable doubt as to same exists.

3.6.3 Proxies or Ballots Confidential. No ballot or proxy may be inspected by any person other than the Vote Tabulators, the Board of Directors and/or legal counsel to the Association. The Vote Tabulators, the Board of Directors and/or legal counsel will inspect ballots and proxies solely for the purposes of validating same and tabulating the results of any vote of the Members, and the contents of same will be held in confidence by all such parties; provided, the Board of Directors may disclose the contents of proxies and ballots (including Mail-In Ballots) to the extent it shall in its sole opinion deem necessary to resolve any disputes as to same or as may otherwise be required by order of a court of competent jurisdiction.

3.6.4 Minimum Period of Retention of Ballots or Proxies. The Association shall maintain proxies and ballots for a minimum period of four (4) years from the date of the meeting or other action to which same pertain after which time such ballots and proxies may be destroyed.

3.6.5 Announcement of Voting Results. The Members will be notified of the results of tabulation of any vote (i) verbally at the meeting to which same pertains, or (ii) after the meeting by written notice given to all Members as reasonably soon as practical after the meeting if only a tentative result can be determined at the meeting as provided in the following two Sections, as applicable. In either case, the final results will be made a part of the minutes of the meeting, but a specific count of the voting need not be included in the minutes.

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3.6.6 Verification of Ballot or Proxy Votes. When tabulating any voting results at a meeting, the Vote Tabulators may disregard any proxy or ballot the validity of which is reasonably in doubt as determined in the sole opinion of the Vote Tabulators. If after tabulating the results of any vote of the Members disregarding any doubtful ballots or proxies, the results of such tabulation could not be changed even if all such doubtful ballots or proxies were counted as votes against the results otherwise obtained, a final tabulation will be announced at the meeting. If the results of any vote could be changed by counting the doubtful ballots or proxies as aforesaid, a tentative result will be announced at the meeting after which a final tabulation will be made as soon as practicable as provided in the next Section.

3.6.7 Verification of Tentative Results. When a tentative result has been announced at any meeting, the Vote Tabulators and/or legal counsel to the Association will make every reasonable effort to finally validate or invalidate all doubtful ballots and proxies. If in the sole good faith opinion of the Vote Tabulators and/or legal counsel to the Association a reasonably certain result cannot be announced due to the number of doubtful ballots and/or proxies, then such vote shall be declared void and the Members will be so notified.

3.6.8 Verification of Voice or Show Vote. If the Chairperson at any meeting is in doubt as to the results of any vote by voice, the Chairperson may call for verification by re-vote by rising or by show of hands, and/or as to either method require a specific count. If a specific count is taken, the results shall be made a part of the minutes of the meeting. Owners of a majority of Lots present at the meeting may vote to require verification of any voice vote in the same manner.

3.6.9 Limitations Period to Challenge Vote. AS A CONDITION PRECEDENT TO ANY SUIT OR OTHER PROCEEDINGS TO CHALLENGE OR OTHERWISE DISPUTE TABULATION OR VERIFICATION OF ANY VOTE, OR ANY OTHER MATTERS PERTAINING TO THE VALIDITY OF ANY MEETING OF MEMBERS OR ANY VOTE OF THE MEMBERS, WRITTEN NOTICE MUST BE GIVEN TO THE BOARD OF DIRECTORS, AND IF APPLICABLE TO THE ASSOCIATION'S MANAGING AGENT, WITHIN NINETY DAYS AFTER THE LATER TO OCCUR OF THE DATE OF THE APPLICABLE MEETING OR THE GIVING OF NOTICE AS TO A TENTATIVE VOTING RESULT ANNOUNCED AT THAT MEETING. THE NOTICE MUST SET FORTH THE BASIS FOR ANY CHALLENGE OR OTHER DISPUTE WITH SUFFICIENT DETAIL TO PROVIDE FAIR NOTICE AS TO THE BASIS. IN ADDITION, BUT WITHOUT LIMITATION OF THE FOREGOING, ANY SUIT TO CHALLENGE OR OTHERWISE DISPUTE TABULATION OR VERIFICATION OF ANY VOTE OR ANY OTHER MATTERS PERTAINING TO THE VALIDITY OF ANY MEETING OF THE MEMBERS OR ANY VOTE OF THE MEMBERS MUST BE FILED IN HARRIS COUNTY, TEXAS, WITHIN TWO YEARS AFTER THE LATER TO OCCUR OF THE DATE OF THE APPLICABLE MEETING OR THE GIVING OF NOTICE AS TO A TENTATIVE VOTING RESULT ANNOUNCED AT THAT MEETING.