

**NOTICE OF FILING OF DEDICATORY INSTRUMENTS**

**FOR**

**IRVING LAKE**

**STATE OF TEXAS                    §  
   §        KNOW ALL MEN BY THESE PRESENTS:  
COUNTY OF DALLAS            §**

**THIS NOTICE OF FILING OF DEDICATORY INSTRUMENTS FOR IRVING LAKE** (this "Notice") is made this 8<sup>th</sup> day of September, 2011, by the Irving Lake Association, Inc. (the "Association").

**WITNESSETH:**

**WHEREAS**, the Association, a Texas non-profit corporation, prepared and recorded an instrument entitled "Second Amended and Restated Lake Easement Restrictions and Covenants for Irving Lake", recorded on September 9, 2011, under Instrument/Document No.201100237825, of the Deed Records of Dallas County, Texas (the "Declaration");

**WHEREAS**, the Association is the property owners' association created by the Developer to manage or regulate the planned development subject to the Declaration, which development is more particularly described in the Declaration; and

**WHEREAS**, Section 202.006 of the Texas Property Code provides that a property owners' association must file each dedicatory instrument governing the association that has not been previously recorded in the real property records of the county in which the planned development is located; and

**WHEREAS**, the Association desires to record the attached dedicatory instruments in the real property records of Dallas County, Texas, pursuant to and in accordance with Section 202.006 of the Texas Property Code.

**NOW, THEREFORE**, the dedicatory instruments attached hereto as **Exhibit "A"** are true and correct copies of the originals and are hereby filed of record in the real property records of Dallas County, Texas, in accordance with the requirements of Section 202.006 of the Texas Property Code.

IN WITNESS WHEREOF, the Association has caused this Notice to be executed by its duly authorized agent as of the date first above written.

**IRVING LAKE ASSOCIATION, INC.,  
a Texas non-profit corporation**


By: *Gregory Hoffman*  
Its: *President*

**ACKNOWLEDGMENT**

STATE OF TEXAS       :  
                                  :  
COUNTY OF DALLAS    :

BEFORE ME, the undersigned authority, on this day personally appeared *GREGORY HOFFMAN*, *PRESIDENT*, of **Irving Lake Association, Inc.**, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that (s)he executed the same for the purposes and consideration therein expressed on behalf of said corporation.

SUBSCRIBED AND SWORN TO BEFORE ME on this *8<sup>th</sup>* day of *September*, 2011.

  
*Iris Dillon*  
Notary Public for the State of Texas  
*October 29, 2013*  
My Commission Expires

**AFTER RECORDING, RETURN TO:**  
Riddle & Williams, P.C.  
3710 Rawlins Street  
Suite 1400 – Regency Plaza  
Dallas, Texas 75219

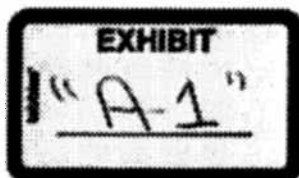
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**EXHIBIT "A"**

**DEDICATORY INSTRUMENTS**

- A-1. First Amended Bylaws of Irving Lake Association, Inc. (adopted January 2011)
- A-2. Articles of Incorporation of Irving Lake Association, Inc. (filed with the Texas Secretary of State on December 21, 1983)
- A-3. Certificate of Amendment and Articles of Amendment by the Directors to the Articles of Incorporation of Irving Lake Association, Inc. (filed with the Texas Secretary of State on February 21, 1984)

**FIRST AMENDED BYLAWS**  
**OF**  
**IRVING LAKE ASSOCIATION, INC.**



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**FIRST AMENDED BYLAWS  
OF  
IRVING LAKE ASSOCIATION, INC.  
*Amended – January 2011***

**ARTICLE I  
NAME AND LOCATION**

The name of the corporation is Irving Lake Association, Inc., hereinafter referred to as the “Association”. The principal office of the Association shall be located at the residence of the president, but meetings of Members and Directors may be held at such places within the City of Irving, State of Texas as may be designated by the Board of Directors.

**ARTICLE II  
DEFINITIONS**

The following words when used in these Bylaws shall have the following meanings, unless a different meaning or intent clearly appears from the context:

Section 1. “ILA” or “Association” shall mean and refer to Irving Lake Association, Inc., a Texas non-profit corporation, its successors and assigns.

Section 2. “ARTICLES” shall mean and refer to the Articles of Incorporation of the Association.

Section 3. “PROPERTY” means all property which lies within and is enclosed by a line that is parallel with and located toward the land (rather than toward the water of the Lake) a distance of ten (10) feet from the reference line of the Lake Area as described in Exhibit A of the Declaration and made a part thereof for all purposes, as the same may be adjusted as provided in Article VII of the Declaration; and includes all of the Lake or Lake Area.

Section 4. “OWNER” shall mean and refer to every person or entity who is a recorded owner of a fee or undivided fee interest in any Lot. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation.

Section 5. “MEMBER” shall mean and refer to each owner as provided herein in Article III.

Section 6. “LOT” means those lots described in Exhibit “A” to the Declaration which are and to the extent any portion of the Property abutting the shoreline of the Lake is not platted, then the same means each portion of the Property which borders or has 65 feet of frontage on the Lake, and any lot, the owner of which has agreed and consented to the submission of his or her lot to the Declaration and to the jurisdiction of the Association. Lots within any platted subdivision within the Property not described

in Exhibit "A" or which has not been submitted to this Declaration by the owner thereof is not considered to be a "Lot" under this Declaration. Lots may be submitted to the Declaration in accordance with Article II, Section 1 of the Declaration.

Section 7. "LAKE or LAKE AREA" means all of the property lying within the reference line described in Exhibit A of the Declaration, which is or would be inundated by the body of water now on the property at the normal pool elevation of such lake, which is 429 feet above mean sea level.

Section 8. "DECLARATION" shall mean and refer to the Lake Easement Restrictions and Covenants applicable to the Property and recorded in the office of the County Clerk as the same may be amended or supplemented from time to time as therein provided.

Section 9. "MEMBER NOT IN GOOD STANDING" shall mean a Member whose membership rights have been suspended by the Association because the Member is either (i) not current in the payment of assessments and all related charges, or (ii) not in compliance with the Declaration, these Bylaws or any published rule and regulation of the Association.

Section 10. "GENERAL" - Other words and phrases used herein shall have the same meaning and definition as used and provided in the Declaration.

### **ARTICLE III MEMBERSHIP**

Section 1. MEMBERSHIP: The provisions of the Declaration pertaining to membership are specifically incorporated herein by reference.

Section 2. VOTING RIGHTS: Each Member in Good Standing shall be entitled to one vote for each Lot in which he holds the interest required for membership: When more than one person holds such interest or interests in any Lot, all such persons shall be Members, and the vote for such Lot shall be exercised as they, among themselves, determine, but only one vote can be cast with respect to any such Lot. If more than one vote is received, all conflicting votes by Owners of a Lot will be void and of no effect.

Section 3. RIGHTS OF MEMBERSHIP: The rights of membership are subject to the timely payment of annual assessments (and any charges related to the collection thereof, including interest, late fees, attorney's fees and costs) of \$50.00 per Lot per annum unless such amount shall be increased or decreased by the vote of the membership at a meeting duly called for this purpose in accordance with Article XIII of these Bylaws, special assessments, special assessments for capital improvements and individual special assessments levied by the Association, the obligation of which assessments is imposed against the Owner of and becomes a lien upon each Lot against

which such assessments are made as provided by Article IV of the Declaration which is hereby incorporated herein and made a part hereof for all purposes.

Section 4. SPECIAL ASSESSMENTS: Special assessments referred to herein above in Article III, Section 3, shall require a unanimous vote of all the directors of the board and unanimous vote of the Finance Committee. Any special assessment maximum dollar amount shall not exceed five (5) times the annual assessment amount unless approved by the vote of the membership at a meeting duly called for that purpose in accordance with Article XIII of these Bylaws.

Section 5. SPECIAL ASSESSMENTS FOR CAPITAL IMPROVEMENTS: In addition to the normal assessments authorized by Section I hereof, the Association may levy in any assessment year a special assessment, applicable to that year only, for the purpose of defraying, in whole or in part, the cost of any construction or reconstruction, unexpected repair or replacement of a described capital improvement upon the Lake, including the necessary fixtures and personal property related thereto. Any such assessment shall have the affirmative approval of the Members entitled to vote per the requirements of Article II Section 3 of the Declaration.

Section 6. SUSPENSION OF MEMBERSHIP RIGHTS: The membership rights of any person whose interest in a Lot is subject to the assessments referred to hereinabove in Article III, Section 3, whether or not he may be personally obligated to pay such assessments, may be suspended by action of the directors during the period when such assessments or related charges remain unpaid. Upon payment of such assessments, and all related charges, including interest, late fees, attorney's fees and costs, his rights and privileges shall be automatically restored.

Section 7. RULES AND REGULATIONS: The directors may, from time to time, adopt, publish and amend rules and regulations governing the use of the Lake Area and the personal conduct of Members, their families and their guests thereon. The Board of Directors may, in their discretion, for violation of such rules and regulations by a Member or by his family or guests, take action against such member and/or the person committing the violation. Action may include, but is not limited to, institute proceedings in law or in equity, suspend membership rights, levy fines and/or assessments (not to exceed the cost of remedy). The Board of Directors may also assess fees for activities as defined in the published rules and regulations.

Section 8. NOTICE REQUIREMENTS FOR VIOLATIONS:

- (a) Before ILA may suspend an owner's right to use the Lake Area, file a suit against an owner (other than a suit to collect assessments or foreclose under a lien), charge an owner for property damage, or levy a fine for a violation of the Declaration, these bylaws or rules of the Association, the Association or its agent must give written notice to the owner by certified mail, return receipt requested.

- (b) The notice must:
- (1) describe the violation or property damage that is the basis for the suspension action, charge or fine and state any amount due the association from the Owner; and
  - (2) inform the Owner that the Owner:
    - (A) is entitled to a reasonable period to cure the violation and avoid the fine or suspension unless the Owner was given notice and a reasonable opportunity to cure a similar violation within the preceding six months; and
    - (B) may request a hearing under Article III Section 9 on or before the 30th day after the date the Owner receives the notice.

Section 9. APPEAL: In the event action is taken as provided for in Article III, Section 6, the affected Member may appeal the action taken by written notice to the board of directors postmarked within thirty (30) days of notice of the action. The sanctions imposed pursuant to Article III, Section 7 will be stayed upon mailing of the written notice until resolution of the appeal. Upon receipt of the written notice of appeal, the current members of the Rules Committee who are not members of the Board of Directors will meet and appoint an Appellate Committee of at least five and no more than seven members of the Association who are not board members. The Appellate Committee shall review the matter and vote to uphold the decision of the Board of Directors or remand the matter to the Board of Directors for imposition of alternate action. If the matter is remanded, the Appellate Committee shall inform the Board of Directors its recommendation of an appropriate action to be taken. The decision of the Appellate Committee shall be final with no other appeal taken.

#### **ARTICLE IV ENJOYMENT OF THE LAKE AREA**

Section 1. Each Member shall be entitled to the use and enjoyment of the Lake Area in accordance with and subject to the terms and conditions set forth in the Declaration, these By-Laws and published Rules and Regulations.

Section 2. Any Member may delegate his rights of enjoyment in the Lake Area to the members of his family who reside upon the Lots. Such Member shall notify the Secretary of the Association in writing of the name of any such person and of the relationship of the Member to such person. The rights and privileges of such person are subject to suspension under Article III, Section 6 hereof, to the same extent as those of the Member. Any Member may also delegate the aforementioned rights of enjoyment to his guests, subject to any applicable rules and regulations that may be adopted from time to time by the board of directors of the Association.

Section 3. Owners are permitted the use of water from the Lake for other than the recreational purposes herein specified, and, including using any such water for the purpose of watering lawns, trees or shrubbery and decorative purposes upon any such

member Lot. All members are required to notify the Board of Directors of the intent and agree to follow the established guidelines defined within the published Rules and Guidelines.

Section 4. No Member or other person may grant rights of enjoyment to persons not residing upon the Lots in exchange for financial compensation or other remuneration.

## **ARTICLE V DIRECTORS**

Section 1. The number of directors of the Association shall be five (5). Three directors shall be elected at the annual meeting of the Member in odd-numbered years. The other two directors shall be elected at the annual meeting of the Members in even-numbered years. Each director elected shall hold office until his successor is elected and qualified. Directors must be a resident of the State of Texas and a Member of the Association.

Section 2. Any vacancy occurring in the board of directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the board of directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled at an annual meeting of the Members or at a special meeting of the Members entitled to vote called for that purpose. Any director may be removed from the board of directors, with or without cause, by a majority of the vote of those who are voting in person or by proxy at an annual meeting of the Members or at a special meeting of Members entitled to vote called for that purpose.

Section 3. The business and affairs of the Association shall be managed by its board of directors which may exercise all such powers of the Association and do all such lawful acts and things as are not by statute or by the Article or by these Bylaws or by the Declaration directed or required to be exercised and done by the Members. The power and authority of the board of directors shall include, but not be limited to, the power and authority to:

- (a) establish, levy, assess and collect the assessments and fines referred to in the Declaration, these ByLaws, and published Rules and Regulations;
- (b) adopt and publish or cause to be published rules and regulations governing the use of the Lake Area and the personal conduct of the Members, their families and their guest thereon;
- (c) declare the office of a member of the board of directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the board of directors;
- (d) employ managers, independent contractors or such other employees of the Association as it may deem necessary and to prescribe their duties; and

- (e) do and perform such other acts on behalf of the Association as are set forth in the Declaration.

Section 4. It shall be the duty of the board of directors to:

- (a) cause to maintain and keep a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members or at any special meeting when such statement is requested in writing by Members entitled to cast one-fourth (1/4) of the outstanding votes in the Association.
- (b) supervise all officers, agents and employees of this Association and to see that their duties are properly performed;
- (c) issue or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the board for the issuance of these certificates. Such certificate shall be conclusive evidence of the payment of any assessment therein stated to have been paid;
- (d) procure and maintain liability and hazard insurance on property owned by the Association;
- (e) to cause the assessment proceeds to be expended for maintenance of the Lake Area and related activities consistent with the purpose of the assessments as described in the Declaration;
- (f) to cause all officers or employees of the Association having fiscal responsibilities to be bonded as it may deem appropriate;
- (g) cause the Lake Area to be maintained;
- (h) collect all fees and assessments for Owners; and
- (i) fulfill the duties of the Association as set forth in the Declaration.

Section 5. All Directors shall have the authority to sign checks of the Association, but any disbursement of Association funds shall require approval of at least three Board of Directors. Such approval may be secured in writing, by email, or by phone when duly noted with names of persons giving and receiving such approval as well as the date of the approval and these approvals shall be affixed to the purchase authorization form.

## **ARTICLE VI MEETING OF THE BOARD OF DIRECTORS**

Section 1. Meetings of the board of directors, regular or special, will be held within the City of Irving, State of Texas.

Section 2. The first meeting of each newly elected board of directors shall be held at such time and place as shall be fixed by the vote of the new board at the annual meeting of the Members. No notice of such meeting shall be necessary to the newly elected directors in order to legally constitute the meeting, provided a quorum shall be present.

Section 3. Regular meetings of the board of directors shall be held at a minimum, on a quarterly basis, without notice at such place and hour as may be fixed from time to time by resolution of the board.

Section 4. Special meetings of the board of directors shall be held when called by the president or by any three (3) directors. Written notice of a special meeting of the board of directors shall be given to each director at least three (3) days before the date of the meeting. Neither the business 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 notice of such meeting.

Section 5. A majority of the directors shall constitute a quorum for the transaction of business and the act of the majority of the directors present at the meeting at which a quorum is present shall be the act of the board of directors unless a greater number is required by the Articles. If the quorum shall not be present at any meeting of the board of directors, the directors present shall adjourn the meeting until a quorum shall be present.

Section 6. Any action required by the Bylaws or the Declaration to be taken at a meeting of the board of directors of the Association, or any action which may be taken at a meeting of the directors or of any committee appointed by the directors, may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all of the directors or all of the members of the committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote by the board of directors or the members of the committee, as the case may be.

## **ARTICLE VII NOMINATION AND ELECTION OF DIRECTORS**

Section 1. Nomination for election to the board of directors shall be made by a Nomination Committee. Nominations may also be made from the floor at the annual meeting. The Nomination Committee shall consist of a chairperson and two or more Members of the Association. The Nominating Committee shall be appointed by the board of directors prior to each annual meeting of the Members to serve until the close of the next annual meeting. The Nominating Committee shall make as many nominations for election to the board of directors as it shall in its discretion determine, but not less than the number of vacancies to be filled. Such nominations may be made from among Members.

Section 2. A Member not in Good Standing is not eligible to serve on the Board of Directors, as an Officer of the Corporation or as a member of any Committee.

Section 3. Multiple directors from one household may not serve on the same board, whether the election is for the same term or for an overlapping term.

Section 4. Members not in Good Standing may not vote and, if nominated, shall be considered ineligible to run for election to the board of directors.

Section 5. Campaign regulations require that the nominees refrain from attempts to exert undue influence of Member votes, submitting multiple nomination forms to households, or denigrating fellow nominees (negative campaigning). Candidates may not collect ballots or proxies.

Section 6. Election to the board of directors shall be by secret written ballot. At such election, the Members or their proxies may cast as many votes as they are entitled to exercise under the provisions of the Declaration in respect to each vacancy. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

## **ARTICLE VIII COMMITTEES**

Section 1. The board of directors, by resolution adopted by a majority of the whole board, shall appoint a Nominating Committee, a Rules Committee and a Finance Committee as provided in these Bylaws. In addition, the board of directors may appoint other committees, whose members need not be directors, as may be deemed appropriate in carrying out its purposes, and shall perform such other functions as the board determines.

Section 2. Vacancies in the membership of any committee appointed by the board of directors shall be filled by the board of directors at a regular or special meeting of the board of directors. Each committee shall keep regular minutes of its proceedings and report the same to the board when required. The designation of an executive committee, if any, and the delegation thereto of authority shall not operate to relieve the board of directors or any member thereof of any responsibility imposed upon it or him by law.

Section 3. Members of committees shall hold office until their successors are chosen and qualify. Any officer or agent or member of any committee elected or appointed by the board of directors may be removed by a majority vote of the members of that committee, whenever in their judgment, the best interest of the Association will be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the person removed.

Section 4. The Rules Committee shall be comprised of Members in Good Standing who are not on the board of directors. The Rules Committee shall review the Easement Restrictions and ILA Bylaws for consistency, validity and reasonableness, keeping the membership's rights and enjoyment of Lake Vilbig foremost in mind. The Rules Committee shall recommend changes to one or both documents to the board of directors. The Rules Committee will be responsible for the appellate process and dispute resolution as prescribed in Article III, Section 9 of these Bylaws.

Section 5. The Finance Committee is a standing committee of the Board of Directors and is chaired by the Board Treasurer. The committee is responsible for reviewing and providing guidance for the organization's financial matters. Specifically, the committee assures internal controls, independent audit, and financial analysis for the organization.

## **ARTICLE IX COMPENSATION OF DIRECTORS**

The directors of the Association, officers and committee members shall serve without compensation. However, any director, officer or committee member may be reimbursed for actual expenses incurred in the performance of his duties.

## **ARTICLE X NOTICES**

Section 1. Notices to directors and Members shall be in writing and delivered personally or mailed to the directors or Members at their addresses appearing on the book of the Association. Notice by mail shall be deemed to be given at the time when deposited in the United States mail addressed to the Member or director at his address as it appears on the books of the Association with postage prepaid thereon.

Section 2. Whenever any notice is required to be given to any Member or director or other person under the provisions of the Declaration, any statute or the Articles or these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Section 3. Attendance of any Member or director at a meeting shall constitute a waiver of notice of such meeting except where a director or member attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened.

## **ARTICLE XI OFFICERS**

Section 1. The officers of the Association shall include a president, a vice president, a secretary, and a treasurer, all of whom shall be elected by the board of directors. Board of Directors and Officers of the Corporation shall be one and the same. "Members Not in Good Standing" are not eligible to serve as Officers of the Association.

Section 2. The board of directors at its first meeting after each annual meeting of Members shall elect the officers of the Association.

Section 3. Other officers and assistant officers and agents may be elected or appointed by the board of directors as may be deemed necessary,

Section 4. All officers of the Association shall serve without compensation.

Section 5. The officers of the Association shall hold office for two (2) years unless they shall sooner resign or shall be removed or otherwise disqualified to serve. Any officer elected or appointed by the board of directors may be removed by the board of directors with or without notice whenever, in its judgment, the best interests of the Association will be served thereby. Such removal shall be without prejudice to the contract rights, if any of the person so removed. Any vacancy occurring in any office of the Association by death, resignation, removal, or otherwise shall be filled by the board of directors.

#### *THE PRESIDENT*

Section 6. The president shall be the chief executive officer of the Association, shall preside at all meetings of the Members and the board of directors, shall have general and active management of the business of the Association, and shall see that all orders and resolutions of the board of directors are carried into effect.

Section 7. The president shall execute all leases, bonds, mortgages, deeds, promissory notes and other written instruments, except where required by law to be otherwise signed and executed.

#### *THE SECRETARY AND ASSISTANT SECRETARY*

Section 8. The secretary shall attend all meetings of the board of directors and all meetings of the Members and record all the votes and proceedings of the meetings of the Members of the Association and of the board of directors in a book to be kept for that purpose. The Secretary shall give or cause to be given notice of all meetings of the Members and special meetings of the board of directors.

Section 9. The assistant secretaries, in the order of their seniority, unless otherwise determined by the board of directors, shall in the absence or disability of the secretary, perform the duties and exercise the powers of the secretary. They shall perform such other duties and have such other powers as the board of directors may from time to time prescribe.

#### *THE VICE PRESIDENT*

Section 10. The vice president, in the absence or disability of the president, shall perform the duties and exercise the powers of the president. The vice president shall perform such other duties and have such other powers as the board of directors shall prescribe.

## *THE TREASURER AND ASSISTANT TREASURERS*

Section 11. The treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall receive and deposit all moneys and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the board of directors.

Section 12. The treasurer shall oversee disbursement of the funds of the Association as may be authorized by the board of directors, making proper vouchers for such disbursements, and shall render to the president and the board of directors at its regular meetings or when the board of directors so requires an account of all his transactions as treasurer and of the financial condition of the Association.

Section 13. The treasurer shall sign all promissory notes of the Association and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting and make a copy available for review by Members. The treasurer shall have the Association's books reviewed by a public accountant at the completion of each fiscal year.

Section 14. The Association's fiscal year shall begin on January 1 and extend through December 31.

Section 15. If required by the board of directors, the treasurer shall, at the expense of the Association, give the Association a bond in such sum and with such surety or sureties as shall be satisfactory to the board of directors for the faithful performance of the duties of his office and for the restoration to the Association, in case of his death, resignation, retirement, or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the Association.

Section 16. The treasurer shall be the chairperson of the finance committee.

Section 17. The assistant treasurers, in the order of their seniority, unless otherwise determined by the board of directors, shall perform the duties and exercise the powers of the treasurer in the absence or disability of the treasurer. They shall perform such other duties and have such other powers as the board of directors may prescribe from time to time.

Section 18. The treasurer or the treasurer's appointee shall report on the financial condition of the Association at each meeting of the Members.

**ARTICLE XII  
DELEGATION OF DUTIES**

If in carrying out the duties of the Association hereunder and under the Declaration, the directors contract for the services of a professional person or management firm to manage the Association, the officers shall have the power to delegate to such person or firm, or an employee thereof, the authority to sign and endorse checks on behalf of the Association, subject to such reasonable limitations as the officers may in their discretion deem necessary or appropriate. Any such professional person or employee or principal of such management firm cannot be a director of the Association.

**ARTICLE XIII  
MEETING OF MEMBERS**

Section 1. Meetings of the Members for the election of directors shall be held at the time and place as stated in the notice of the meeting

Section 2. Annual meetings of Members commencing with the year following the calendar year in which these Bylaws are adopted shall be held at 7:00 pm on the second Thursday of January if not a legal holiday, and if the date falls on a legal holiday, then on the next secular day following at 7:00 o'clock P.M., at such time they shall elect by plurality vote, which shall be by secret written ballot, a board of directors, and transact such other business as may properly be brought before the meeting.

Section 3. Special meetings of the Members may be requested by the president or the board of directors and shall be called by the secretary. A special meeting of the members shall be called by the secretary upon written request of thirty Members.

Section 4. Written notice stating the place, day and hour of the meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than sixty (60) days before the day of the meeting, either personally or by mail, by or at the direction of the president, the secretary or the officer or person calling the meeting, to each Member entitled to vote at such meeting.

Section 5. Business transacted at any special meeting shall be confined to the purposes stated in the notice thereof.

Section 6. The presence at any meeting of Members entitled to cast fifty percent (50%) of the votes, represented in person or by proxy, shall constitute a quorum at meeting of Members except as otherwise provided in the Declaration, the Articles, or these Bylaws. If, however, a quorum shall not be present or represented at any meeting of the Members, the Members present in person or represented by proxy shall have power to adjourn the meeting and immediately after such adjournment (subject to the notice requirement set forth in Section 4) to reconvene a meeting of Members, at which the subsequent quorum shall consist of fifty percent (50%) of the quorum required at the

**FIRST AMENDED BYLAWS OF  
IRVING LAKE ASSOCIATION, INC.**

prior meeting, and if a quorum is present, any business may be transacted which might have been transacted at the meeting as originally notified; provided that, no such second meeting shall be held more than sixty (60) days following the prior meeting.

Section 7. Other than for the election of directors, the vote of Members entitled to cast a majority of the votes 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, the Declaration, the Articles or other provisions of these Bylaws.

Section 8. In the event of a tie vote among candidates elected to serve on the Board of Directors or other business to be transacted at the meeting, a run-off election shall be held at such meeting without further notice other than announcement at the meeting.

Section 9. Each Member may cast as many votes, as entitled, to exercise under the terms and provisions of the Articles or the Declaration on each matter submitted to a vote at a meeting of Members except to the extent that the voting rights of any Member have been suspended in accordance with these Bylaws or the Declaration. At each election for directors, every Member entitled to vote at such election shall have the right to cast as many votes as he is entitled to exercise under the terms and provisions of the Articles or the Declaration, in person or by proxy, for as many persons as there are directors to be elected and for whose election he has a right to vote, and Members of the Association are expressly prohibited from cumulating their votes in any election for directors of the Association.

Section 10. A Member may vote in person or by proxy executed in writing by the Member or by his duly authorized attorney in fact. No proxy shall be valid after eleven (11) months from the date of execution unless otherwise provided in the proxy. Each proxy shall be revocable, unless expressly provided therein to be irrevocable. In no event shall it remain irrevocable for a period of more than eleven (11) months from the date of its execution.

Section 11. The officer or agent having charge of the corporate books shall make, at least ten (10) days before each meeting of Members, a complete list of the Members entitled to vote at such meeting or any adjournment thereof, with the address of each. Such list shall be kept on file at the principal office of the Association and shall be subject to inspection by any Member by appointment only, for a period of ten (10) days prior to such meeting. 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.

Section 12. The board of directors may fix in advance a date, not exceeding fifty (50) days preceding the date of any meeting of Members, as a record date for the determination of the Members entitled to vote at any such meeting and any adjournment thereof and, in such case, such Members and only such Members as are Members of record on the date so fixed shall be entitled to such notice of and to vote at such meeting

and any adjournment thereof, notwithstanding any change of membership on the books of the Association after any such record date fixed as aforesaid.

Section 13. Any action required by the statutes to be taken at a meeting of the Members or any action which may be taken at a meeting of the Members may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the Members required to vote affirmatively with respect to the subject matter thereof. Such consent shall have the same force and effect as the required affirmative vote of Members.

Section 14. Any conflict between one or more provisions of these Bylaws and one or more provisions of the Articles shall be resolved in favor of the provision(s) set forth in the Articles. Any conflict between one or more provisions of the Bylaws and one or more provisions of the Declaration shall be resolved in favor of the provision(s) set forth in the Declaration.

#### **ARTICLE XIV ASSESSMENTS**

The rights of membership in the Association are subject to the payment of annual and special assessments levied by the Association, the obligation of which assessments is imposed by the Association, the obligation of which assessments is imposed against the Owner of and becomes a lien upon each Lot against which such assessments are made as provided in the Declaration, which is incorporated herein by reference and made a part hereof for all purposes.

#### **ARTICLE XV BOOKS AND RECORDS**

The Declaration, Articles, these Bylaws, and other books, records and papers of the Association shall be subject to inspection by any Member at all times during reasonable hours at the principal office of the Association where copies may be purchased at reasonable cost.

#### **ARTICLE XVI INDEMNIFICATION**

Section 1. The Association shall have the power to indemnify any director or officer or former director or officer of the Association for expenses and costs (including attorneys' fees) actually and necessarily incurred by him in connection with any claim asserted against him, by action in court or otherwise, by reason of his being or having been such director or officer, except in relation to matters as to which he shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

Section 2. If the Association has not fully indemnified him, the court in the proceeding in which any claim against such director or officer has been asserted or any

**FIRST AMENDED BYLAWS OF  
IRVING LAKE ASSOCIATION, INC.**

court having the requisite jurisdiction of an action instituted by such director or officer on his claim for indemnity may assess indemnity against the Association, its receiver or trustee for the amount paid by such director or officer in satisfaction of any judgment or in compromise of any such claim (exclusive in either case of any amount paid to the Association) and any expenses and costs (including attorneys' fees) actually and necessarily incurred by him in connection therewith to the extent that the court shall deem reasonable and equitable; proved, nevertheless, that indemnity may be assessed under this section only if the court finds that the person indemnified was not guilty of negligence of misconduct in respect of the matter in which indemnity is sought.

## **ARTICLE XVII ATTORNEY'S FEES**

In the event that the Association becomes involved in any lawsuit or legal proceeding with a member of the Association (the "litigating member") concerning these Bylaws or any decision by the Board of Directors, and the Association is determined to be the prevailing party in the lawsuit or other legal proceeding, the Association shall be entitled to collect the reasonable attorneys fees and costs incurred by it in the lawsuit or legal proceeding from the litigating member. The Association shall be entitled to cause the attorney fees and costs to be set forth in the judgment or order entered in the lawsuit or other legal proceeding and to collect the same as if they were an assessment owed to the Association by the litigating member.

## **ARTICLE XVIII AMENDMENTS**

Section 1. These Bylaws may be altered, amended or repealed at any regular meeting of the members or at any special meeting of the Members, provided that notice of such proposed action is contained in the notice of such special meeting.

Section 2. Notwithstanding any term or provision hereof to the contrary, any amendment to the Declaration, Articles or to these Bylaws causing a Material Change (hereinafter defined) in Member's rights under such instrument shall not become effective unless passed by a majority vote of a quorum (as defined in Article XIII Section 6) present at a meeting duly called for such purpose.

For purposes hereof, a "Material Change" in Member's rights shall mean:

- (a) impacting all Member's voting rights by: a reduction, impairment, or elimination of such, hereunder;
- (b) an increase in assessments, reduction in the amount of any capital reserve or working fund held by the Association or change in the Association's lien rights under the Declaration;
- (c) a reduction of the maintenance responsibilities of the Association with respect to the Lake Area;

- (d) impairment of Members' rights to lease, transfer, sell or mortgage their Lots, or to use the Lake Area as provided in the Declaration;
- (e) dissolution of the Association;
- (f) reduction of casualty and liability insurance coverage carried by the Association, or amendment or elimination of the requirement that such coverage be carried;
- (g) amendment of any provision in the Declaration, Articles or these Bylaws expressly intended for the benefit of the holders of valid and subsisting first mortgages liens on Lots;

The above Bylaws reflect the full and complete Bylaws of Irving Lake Association, Inc. and supersede and replace the Original Bylaws, and any and all Amendments thereto prior to the date of signature below.

**IN WITNESS WHEREOF**, the Association has caused this instrument to be executed on 8 day of September, 2011.

By: *E. L. Hamner*  
E. L. Hamner  
 Print name

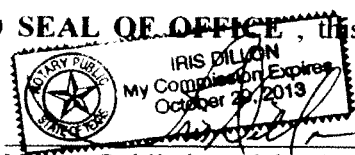
Its: Secretary

**ACKNOWLEDGMENT**

STATE OF TEXAS §  
 §  
 COUNTY OF DALLAS §

**BEFORE ME**, the undersigned authority, a Notary Public in and for the State of Texas, on this day personally appeared E. L. Hamner, Secretary of Irving Lake 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 (s)he executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of such non-profit corporation.

**GIVEN UNDER MY HAND AND SEAL OF OFFICE**, this 8th day of September, 2011.

  
 Notary Public in and for the State of Texas

ARTICLES OF INCORPORATION  
OF  
IRVING LAKE ASSOCIATION, INC.

FILED  
In the Office of the  
Secretary of State of Texas  
DEC 21 1983

Clerk B  
Corporations Section

We, the undersigned, natural persons of the age of twenty-one years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for a non-stock, non-profit corporation:

ARTICLE ONE

Definitions

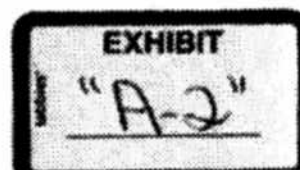
The following words when used in these Articles of Incorporation shall have the following meanings:

(a) "Corporation" shall mean and refer to the corporation incorporated hereunder.

(b) "Owner" shall mean and refer to every person or entity who is a record owner of a fee or undivided fee interest in any Lot. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.

(c) "Member" shall mean and refer to each owner.

(d) "Lot" means any lot in any platted subdivision within the Property, and, to the extent any portion of the Property abutting the shoreline of the Lake is not platted, then the same means each portion of the Property which borders or has 65 feet of frontage on the Lake.



(e) "Lake" or "Lake Area" means all of the property lying within the reference line described in Exhibit A of the Declaration which is or would be inundated by the body of water now on the property at the normal pool elevation of such lake, which is 429 feet above mesne sea level and which is intended for the common use and enjoyment of the Members of the Corporation as provided in the Declaration, together with any and all improvements that are now or may hereafter be constructed thereon.

(f) "Declaration" shall mean and refer to that certain Declaration of Covenants, Restrictions and Conditions applicable to the Property and recorded in the office of the County Clerk, as the same may be amended or supplemented from time to time as therein provided.

#### ARTICLE TWO

The name of the Corporation is Irving Lake Association, Inc.

#### ARTICLE THREE

This Corporation is a non-profit corporation. The general purposes for which it is formed are to promote the health, safety and welfare of the Members and to provide for maintenance and preservation of the Property. The specific purposes for which this Corporation is formed include (but shall not be limited to) the following:

(a) To borrow money and to 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.

(b) To maintain the Lake Area for the Members.

(c) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration, and reference to which is hereby made for all purposes.

(d) To fix, levy, collect and enforce payment by any lawful means of, all charges or assessments provided for by the terms of the Declaration and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including any licenses, taxes or governmental charges which may be levied or imposed against the Lake Area or any other property owned by the Corporation.

(e) Insofar as permitted by law, to do any other thing that in the opinion of the Board of Directors will promote the common benefit and enjoyment of the residents of the Properties; provided that no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any Member, director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and provided further that no part of the activities of the Corporation shall be carrying on propaganda or otherwise attempting to influence legislation or participating in or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

#### ARTICLE FOUR

The address of the initial registered office of the Corporation is 2500 South Tower, Plaza of the Americas, Dallas,

Texas 75201, and the name of its initial registered agent at such address is Gene L. McCoy.

#### ARTICLE FIVE

The period of duration of the Corporation is perpetual.

#### ARTICLE SIX

The business and affairs of the Corporation shall be managed by a Board of three (3) Directors, who need not be Members of the Corporation. The number of Directors may be changed by amendment of the Bylaws of the Corporation, but shall in no event be less than three (3) nor more than nine (9). The names and addresses of the persons who are to act initially in the capacity of Directors until the selection of their successors are:

Fred E. Roach	Centennial Homes, Inc. 5720 LBJ Freeway, Suite 610 Dallas, Texas 75240
John L. Summitt	Centennial Homes, Inc. 5720 LBJ Freeway, Suite 610 Dallas, Texas 75240
H. Clayton Sanders, Jr.	Centennial Homes, Inc. 5720 LBJ Freeway, Suite 610 Dallas, Texas 75240

#### ARTICLE SEVEN

The name and street address of each incorporator is:

Gene L. McCoy	2500 South Tower Plaza of the Americas Dallas, Texas 75201
Charles C. Jordan	2500 South Tower Plaza of the Americas Dallas, Texas 75201
David G. Drumm	2500 South Tower Plaza of the Americas Dallas, Texas 75201

#### ARTICLE EIGHT

Every person or entity who is now or hereafter becomes an Owner shall automatically be a Member of the Corporation, and membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Corporation.

#### ARTICLE NINE

The Corporation shall have two classes of voting membership: Class A and Class B, and the same shall have the voting rights provided in the Declaration.

#### ARTICLE TEN

The Corporation shall have no stock or shares.

#### ARTICLE ELEVEN

Upon dissolution of the Corporation, other than incident to a merger or consolidation, no Member, director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any assets of the Corporation. The assets both real and personal of the Corporation shall be dedicated (or contributed, in the case of reserve funds or other cash sums) to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those in which they were required to be devoted by the Corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or organization engaged in activities substantially similar to those of the Corporation and which are qualified as exempt organizations under the Internal Revenue Code of 1954 or the corresponding provisions of any United States Internal Revenue law.

IN WITNESS WHEREOF, we have hereunder set our hands this 16<sup>th</sup>  
day of December, 1983.

Gene L. McCoy  
Gene L. McCoy

Charles C. Jordan  
Charles C. Jordan

David G. Drumm  
David G. Drumm

STATE OF TEXAS       )  
                                  )  
COUNTY OF DALLAS    )

I, Nancy Morrison, a Notary Public in and for said state and county do hereby certify that on this 16<sup>th</sup> day of December, 1983 personally appeared before me Gene L. McCoy, Charles C. Jordan and David G. Drumm, who each being by me duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Nancy Morrison  
Name: NANCY MORRISON  
Notary Public, State of Texas.

My Commission expires: 8-6-86.



The State of Texas

Secretary of State

CERTIFICATE OF AMENDMENT .

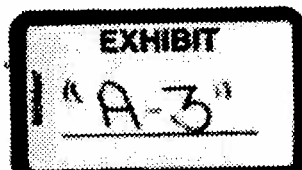
FOR

IRVING LAKE ASSOCIATION, INC.  
CHARTER NUMBER 684332.

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT ARTICLES OF AMENDMENT, DULY SIGNED AND VERIFIED, HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN HIM BY LAW, ISSUES THIS CERTIFICATE AND ATTACHES HERETO A COPY OF THE ARTICLES OF AMENDMENT.

DATED FEB. 21, 1984



  
Secretary of State

ARTICLES OF AMENDMENT BY THE DIRECTORS  
TO THE ARTICLES OF INCORPORATION OF  
IRVING LAKE ASSOCIATION, INC.

FEB 21 1984

Pursuant to the provisions of Article 1396-4.02 of the Texas Non-Profit Corporation Act, the undersigned directors adopt the following Articles of Amendment to the Articles of Incorporation of the corporation, which specifies where the Declaration of Covenants, Restrictions and Conditions referred to in the Articles of Incorporation was filed.

ARTICLE ONE: The name of the corporation is Irving Lake Association, Inc.

ARTICLE TWO: The following amendment to the Articles of Incorporation was adopted by the directors of the corporation on January 1, 1984:

Article One (f) of the Articles of Incorporation is hereby amended to read as follows: "Declaration" shall mean and refer to that certain Declaration of Covenants, Restrictions and Conditions applicable to the Property and recorded in the deed records of Dallas County at Volume 79112, Page 2646, as the same may be amended or supplemented from time to time as therein provided.

ARTICLE THREE: There are not yet any members of the corporation having voting rights.

ARTICLE FOUR: The foregoing amendment was adopted by the unanimous written consent of the directors named in the Articles of Incorporation of the corporation.

Dated: January 30, 1984.

IRVING LAKE ASSOCIATION, INC.

By Frederick G. Leavel  
President

By John E. Summitt  
Secretary

STATE OF TEXAS  
COUNTY OF DALLAS

I, Lillian B. Mease, a Notary Public, do hereby certify that on this 31<sup>st</sup> day of January, 1984, personally appeared before me Frederick G. Leavel who declared he is President of the corporation executing the foregoing document, and being first duly sworn, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Lalorne G. Moore  
[signature]

Lalorne G. Moore  
[Typed name]

Notary Public in and for  
the State of Texas

STATE OF TEXAS  
COUNTY OF DALLAS

I, Lalorne G. Moore, a Notary Public, do hereby certify that on this 31<sup>st</sup> day of January, 1984, personally appeared before me John S. Burdett who declared he is Secretary of the corporation executing the foregoing document, and being first duly sworn, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Lalorne G. Moore  
[signature]

Lalorne G. Moore  
[Typed name]

Notary Public in and for  
the State of Texas

Filed and Recorded  
Official Public Records  
John F. Warren, County Clerk  
Dallas County, TEXAS  
09/12/2011 08:38:05 AM  
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JF

