

**Longview Woodlands Development
Homeowners' Association, Inc.**

**Amended and Restated
By-Laws of the Association
(Effective November 3, 2005)**

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Article I. NAMES AND OFFICES

Sec. 1.01. Name

The name of the corporation is LONGVIEW WOODLANDS DEVELOPMENT HOMEOWNERS' ASSOCIATION, INC., hereinafter referred to as the "Association."

Sec. 1.02. Registered Agent and Registered Office

A. General Provisions

The Association shall have and continuously maintain in the State of Texas a Registered Agent whose office shall be identical with the Registered Office. The Registered Office may, but need not be identical with the principal office of the Association in the State of Texas. The name of the Registered Agent and the address of the Registered Office may be changed from time to time by the Board of Directors.

B. Registered Agent and Office

The Registered Agent of the Association shall be the President of the Association unless otherwise determined by the Board of Directors. The Registered Agent shall maintain a Registered Office of the Corporation in compliance with the Texas Non Profit Corporation Act or any successor statute. When a new President is elected, the Association shall notify the Office of the Secretary of State of Texas of the change of the Registered Agent and Registered Office within fifteen (15) days of such election.

Article II. DEFINITIONS

Sec. 2.01. CC&R Reference

All terms used herein shall have the same meaning as given thereto in the Declaration of Covenants, Conditions & Restrictions unless expressly stated to the contrary herein.

Sec. 2.02. Association

“Association” shall mean LONGVIEW WOODLANDS DEVELOPMENT HOMEOWNERS’ ASSOCIATION, INC., a corporation organized under the Texas Non-Profit Corporation Act (Charter 0107908201) for the management of The Woodlands Development, the membership of which consists of the Owners of individual Lots and/or Residential Units in The Woodlands Development.

Sec. 2.03. Articles of Incorporation

“Articles of Incorporation” shall mean the Articles of Incorporation of the Association, as amended from time to time.

Sec. 2.04. By-Laws

“By-Laws” shall mean the Bylaws of the Association, as amended from time to time.

Sec. 2.05. Declaration

“Declaration” shall mean the Declaration of Covenants, Conditions, and Restrictions for The Woodlands Development, as recorded at Volume 1480, Page 84 and Volume 2104, page 320, Gregg County, and which may be amended and recorded in the future.

Sec. 2.06. Director

“Director” shall mean a member of the Association’s Board of Directors.

Sec. 2.07. Members

“Members” shall mean those persons entitled to membership in the Association as provided in the Declaration.

Sec. 2.08. Common Areas

“Common Areas” shall mean all portions of The Woodlands Development other than the individual Lots and/or Residential Units, including such areas designated on Exhibits “A” and “B” of the Declaration owned by the Association as recorded at Volume 2068, Page 319, Gregg County.

Sec. 2.09. Homeowner or Owner

“Homeowner” or “Owner” shall mean any person, firm, corporation, partnership, association, trust, or other legal entity, or any combination thereof, who or which owns an individual Lot and/or Residential Unit in The Woodlands Development.

Sec. 2.10. Lot

“Lot” shall mean each of the Lots created by a plat, covering all or any portion of the land included as a part of The Woodlands Development.

Sec. 2.11. Mortgagee

“Mortgagee” shall mean a person or entity who or which holds a mortgage on an individual Lot and/or Residential Unit in The Woodlands Development as security for repayment of a loan.

Sec. 2.12. Plat

“Plat” shall mean all recorded plats of the three Phases of The Woodlands Development covering any portion of the land, as recorded at Volume 1409, Page 128; Volume 1431, Page 127; Volume 1476, Page 381; Volume 1610, Page 299; Volume 2022, Page 477; and Volume 2068, page 317, Gregg County.

Sec. 2.13. Residential Unit

“Residential Unit” shall mean a residence constructed or to be constructed on an individual Lot or Lots.

Sec. 2.14. The Woodlands or Development

“The Woodlands” or “Development” shall mean the entire parcel or real property in the northeastern portion of Gregg county as described in Exhibits “A” and “B” of the Declaration, including the land, all improvements, and structures thereon, and all easements, rights-of-ways, and appurtenances thereto, which is divided into individual Lots owned by Homeowners and operated as a part of The Woodlands Development.

Article III. MEMBERSHIP AND MEMBER RIGHTS

Sec. 3.01. Membership

A. Eligibility of Member

Every person or entity who or which is a record Owner of a fee interest in any Residential Unit which is subject by the covenants of record to assessment by the Association shall be eligible to be a Member of the Association (provided that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a Member), and any person or entity who acquired any such fee interest shall be deemed to have accepted membership and assumed all obligations thereof.

B. Conditions of Membership

Membership in the Association shall be conditioned upon observance of the Declaration of Covenants, Conditions, and Restrictions of The Woodlands Development and the By-Laws of the Association as well as the Rules and Regulations established by the Association for the benefit and general welfare of its members and for the official operation thereof. Membership shall also be conditioned upon payment, when due, of such fees, assessments, and charges as the Association shall find necessary for the maintenance of lawns, lanes, parks, and any other services and benefits which the Association may provide for the benefit of its Members.

Sec. 3.02. *Voting Rights*

Voting shall be based on the ownership of an individual Lot and/or Residential Unit. The Owner of each individual Lot is entitled to one (1) vote of the total votes allocated to the Association. In addition to the one vote per individual Lot, each Owner is entitled to an additional one (1) vote for any Residential Unit or part thereof built on an individual Lot. In the case where an individual Lot and/or Residential Unit is held in the name of two or more persons or entities, the multiple owners must unanimously designate the one person authorized to cast the vote(s) entitled to be cast for such individual Lot and/or Residential Unit.

Sec. 3.03. *Methods of Voting*

A. Voting in Person or by Proxy

At any Meeting of Members, each Member having the right to vote shall be entitled to vote in person, or by a proxy appointed in writing, or a duly authorized attorney-in-fact and dated not more than six (6) months prior to said Meeting of Members. Any proxy shall be filed with the Secretary of the Association prior to or at the time of the Meeting of Members. In the absence of any action by the Board of Directors, the date upon which the Notice of the Meeting is mailed shall be the record date of ownership. The Secretary shall rely on a written proxy signed by any one joint owner of an individual Lot and/or Residential Unit unless the Secretary has received a written objection from any other joint owner of such individual Lot and/or Residential Unit.

B. Specific Proxy

A proxy shall state the specific intent, purpose and/or issue for which same is given. No general proxy may be voted.

Sec. 3.04. *Members' Initiative and Referendum Rights*

A. Requesting Item of Business

A Member may propose any item of business or discussion for the Board of Directors to consider by submitting to the Secretary of the Association a request in writing. Said written request shall state the items of business or discussion to be considered by the Board of Directors, as well as the name and address of each Member making a request.

B. Special Meeting of Members

With the exception of contracts entered into by the Board of Directors on behalf of the Association, the Members may approve or reject any act of the Board of Directors by requesting that such act be submitted to a vote of the membership at a Special Meeting of Members called for that purpose. To be valid the petition requesting the vote must be filed with the Secretary of the Association, and must be signed by Members holding not less than one-fifth (1/5) of the total votes of Members entitled to vote at such Meeting of Members. In all other respects such Special Meeting of Members shall comply with Article IV of these By-Laws.

Sec. 3.05. *Termination of Membership*

The Board of Directors, by affirmative vote of three-fifths (3/5) of all of the Directors, may suspend or expel a Member for cause after an appropriate hearing; may, by a majority vote of those present at any regularly constituted Meeting of Members as set forth in Section 4.06 of these By-Laws, terminate the membership of any Member who becomes ineligible for membership; or may suspend or expel any Member who shall be in default in the payment of assessments or other obligations to the Association. Termination, suspension or expulsion of membership shall not relieve such former Member of the obligation to pay assessments or other obligations to the Association.

Sec. 3.06. Reinstatement of Membership

Upon written request signed by a former Member and filed with the Secretary of the Association, the Board of Directors may, by the affirmative vote of three-fifths (3/5) of the Directors, reinstate such former Member to membership on such terms as the Board of Directors may deem appropriate.

Sec. 3.07. Transfer of Membership

Membership in the Association is not transferable or assignable.

Article IV. MEETINGS OF MEMBERS

Sec. 4.01. General Meetings of Members

All meetings of the Members shall be held at the Registered Office of the Association in Texas or such other location as determined by the Board of Directors.

Sec. 4.02. Annual Meetings of Members

An Annual Meeting of Members shall be held on or about the first day of December of each year. At such Annual Meeting of Members, Officers and Directors shall be elected, reports of the affairs of the Association shall be considered, and any other business may be transacted which is within the powers of the Members. Individual Members may request the consideration of certain items at the Annual Meeting of Members by filing a request in writing with the Secretary of the Association a minimum of fifteen (15) days prior to the date of the Annual Meeting of Members.

Sec. 4.03. Members List

At least ten (10) days before any meeting of Members, the Secretary of the Association shall prepare a list of the Members entitled to vote at such Meeting of Members. Such list shall be kept on file at the Registered Office of the Association for a period of ten (10) days prior to each Meeting of Members and shall be subject to inspection by any Member at any time during usual business hours.

Sec. 4.04. Special Meetings of Members

A Special Meeting of Members for any purpose or purposes, unless otherwise prescribed by statute, the Articles of Incorporation, or these By-Laws, may be called by the President of the Association, the majority of the Board of Directors, or the holders of not less than one-tenth (1/10) of the total votes of Members entitled to vote at such Meeting of Members. Business transacted at any Special Meeting of Members shall be confined to the items stated in the Notice of the meeting.

Sec. 4.05. Notice for Meetings of Members

Written or printed notice stating the place, date, and time of the Annual Meeting of Members, and in the case of a Special Meeting of Members, the purposes or purposes for which the meeting is called, shall be delivered not less than ten (10) or more than sixty (60) days before such date of the Meeting of Members, either in person, by mail, or by fax by or at the discretion of the President of the Association, the Secretary of the Association, or the Officer or Member calling the Meeting of Members, to each Member of record entitled to vote at such Meeting of Members.

Sec. 4.06. Quorum for Meetings of Members

Except as otherwise provided by statute, by the Articles of Incorporation or these By-Laws, the Members holding one-tenth (1/10) of the votes and entitled to vote there, present in person or represented by proxy, shall be requisite and shall constitute a quorum at all Meetings of Members for the transaction of business.

Sec. 4.07. Transaction of Business

When a quorum is present at any Meeting of Members as set forth in Section 4.06 of these By-Laws, the vote of the Members holding a majority of the votes having voting power present in person or represented by proxy shall decide any question before such meeting, unless the question is one upon which express provisions of the statutes, the Articles of Incorporation, or these By-Laws, a different vote is required, in which case such express provision shall govern. The Members present at a duly organized Meeting of Members may continue to transact business until adjournment, notwithstanding the withdrawal of any Members that results in less than a quorum.

Sec. 4.08. Voting by Mail

When Directors or Officers are to be elected by Members, such election may be conducted by mail or fax in such manner as the Board of Directors shall determine.

Article V. BOARD OF DIRECTORS AND OFFICERS

Sec. 5.01. Powers

The business and affairs of the Association shall be conducted and managed by its Board of Directors which may exercise all of the powers of the Association and may do all lawful acts and things which are not by statute, the Declaration, the Articles of Incorporation, or these By-Laws directed or required to be exercised or done by the Members.

Sec. 5.02. Number, Election, Tenure of Officers and Directors

The Board of Directors shall consist of five (5) Directors, each who shall serve as an Officer of the Association. Each Officer and Director must be a Member of the Association. The Officers of the Association shall be a President, Vice-President, Secretary, Treasurer, and Director of Membership Activities. No Director may hold more than one office simultaneously. All Directors/Officers shall be elected to serve two-year terms with three (3) Directors/Officers elected at the Annual Meeting of Members held during odd-numbered years and two (2) Directors/Officers in even-numbered years. After the election of Directors/Officers at an Annual Meeting of Members, each Director's/Officer's term begins on January 1 of the next fiscal year and ends on December 31 of the second succeeding fiscal year or until a successor has been elected and qualified. A Member may serve multiple terms on the Board of Directors but no Member shall serve on the Board of Directors for more than two (2) consecutive terms.

Sec. 5.03. Committees

A. Appointment of Agents and Committees

The Board of Directors may appoint such other officers, agents, and committees as it shall deem necessary, appointed for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors.

B. Nominating Committee

Before each election of Officers and Directors, the Board of Directors shall appoint a five-person Nominating Committee to nominate candidates for the Officer and Director positions which are designated for election at the next Annual Meeting of Members. The Nominating Committee shall be composed of Members and shall consist of not more than two (2) Directors. Additional nominations may be made from the floor at the Annual Meeting of Members.

C. Architectural Control Committee

The Board of Directors shall appoint an Architectural Control Committee to review and approve initial construction of Residential Units as well as changes and additions to existing Residential Units in accordance with the Declaration and the Rules and Regulations of the Association. The Architectural Control Committee will consist of Members and operate under guidelines established by the Board of Directors.

D. Financial Oversight Committee

The Board of Directors shall appoint a Financial Oversight Committee of one or more Members to review the financial transactions of the Association annually and report the results of the review to the Board of Directors within 60 days after the close of the Association's fiscal year. The Board of Directors, in its discretion, may require a Compilation, Review, or Audit of the Association's financial statements and books and records by a qualified CPA who is not an Officer or Director of the Association either currently or for any years under such examination.

Sec. 5.04. *Duties of Officers and Directors of the Association*

A. President

The President shall preside at all meetings of the Board of Directors and all Meetings of Members; shall see that orders and resolutions of the Board of Directors are carried out; shall sign all contracts, mortgages, tax returns, and other written instruments; shall co-sign all checks (except those on a monthly recurring nature previously approved by the Board) and promissory notes; shall appoint committee chairs and members of committees with the concurrence of the Board of Directors; and shall perform such other duties as may be required by the Board of Directors.

B. Vice-President

The Vice-President shall act as the liaison between the contracted lawn service and the Members; shall be responsible for obtaining bids on lawn service contracts for approval by the Board of Directors; shall preside at all meetings of the Board of Directors and all Meetings of Members when the President is absent or unable to preside; and shall perform such other duties as may be required by the Board of Directors. Members with questions/concerns on lawn care shall contact the Vice-President who will communicate with the lawn service representatives.

C. Secretary

The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board of Directors and of the Meetings of Members; shall keep the corporate seal and affix it on all papers requiring such seal; shall serve notice of meetings of the Board of Directors and of the Meetings of Members; shall keep appropriate current records showing the ownership of Residential Units and membership of the Association, together with addresses and contact information; and shall perform such other duties as may be required by the Board of Directors.

D. Treasurer

The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and disburse such funds as directed by a Resolution of the Board; shall co-sign all checks and promissory notes; shall be responsible for billing and collection of all assessments and fees owed the Association; shall prepare a statement of assets and liabilities, a statement of receipts and disbursements, and an annual budget to be presented to the membership at the Annual Meeting of Members; shall deliver a copy of the budget and assessments adopted by the Board of Directors to each Member; shall provide all information required for the review of the year's transactions by the Financial Oversight Committee; shall be responsible for the filing of all tax returns and other required governmental reports; shall provide title closing agencies with appropriate assessment information at the sale of an individual Lot and/or Residential Unit; and shall perform such other duties as may be required by the Board of Directors.

E. Director of Membership Activities

The Director of Membership Activities shall be responsible for membership social events for the year as directed by the Board of Directors; shall be responsible for welcoming new Owners; and shall perform such other duties as may be required by the Board of Directors.

Sec. 5.05. Salaries

All Officers and Directors of the Association shall serve without compensation. However, expenses may be reimbursed for unusual activities carried out on behalf of the Association as approved by the Board of Directors.

Sec. 5.06. Removal and Filling Vacancies

Any Director/Officer may be removed, with or without cause, at any Special Meeting of Members by the affirmative majority vote of the Members present in person or by proxy at such Special Meeting of Members and entitled to vote for the removal of such Director/Officer, if notice of intention to act upon such matter shall have been given in the Notice calling such Special Meeting of Members. If a vacancy occurs in the office of the President of the Association, the Secretary shall immediately call a special meeting of the Board of Directors to choose a successor to the President from the remaining Board of Directors and then to choose a successor to that Director's /Officer's position. If a vacancy occurs in any other office, a majority of the Directors then in office shall choose a successor. Each Director/Officer so chosen shall be appointed to fill the unexpired term of the predecessor in office.

Sec. 5.07. Location of Meetings of Board of Directors

The Board of Directors of the Association shall hold their meetings, both regular and special, at a location within The Woodlands Development unless an alternative location is approved by vote of the Board of Directors.

Sec. 5.08. Regular Meetings of Board of Directors

Regular Meetings of Board of Directors shall be held quarterly, or more frequently if called by the President of the Association or by a majority of Directors, at such time and place as shall from time to time be determined by the Board of Directors.

Sec. 5.09. Special Meetings of Board of Directors

Special Meetings of the Board of Directors may be called by the President of the Association or the Secretary of the Association on two (2) days' notice to each Director, either in person, by mail, or by fax. Special Meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice upon the on the written request of a majority of Directors. Except as may be otherwise expressly provided by statute, the Articles of Incorporation, or these By-Laws, neither the business to be transacted at, nor the purpose of any Special Meeting of the Board of Directors need be specified in a Notice or Waiver of Notice.

Sec. 5.10. Quorum for Meetings of Board of Directors

At all meetings of the Board of Directors, the presence of three (3) of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business and the act of the three (3) of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute, the Declaration, the Articles of Incorporation or these By-Laws. If a quorum shall not be present at any meeting of Directors, the Directors present thereat may adjourn the meeting from time to time without Notice other than announcement at the meeting, until a quorum shall be present.

Sec. 5.11. Indemnification of Officers and Directors

Each person who acts as an Officer or Director of the Association shall be indemnified by the Association against any costs, expenses, and liabilities which may be imposed upon or reasonably incurred by such person in connection with any civil or criminal action, suit or proceeding in which such person may be named as a party defendant by reason of such person being or having been an Officer or Director or by reason of any action alleged to have been taken or omitted by such person in either capacity, as provided in Article 1396-Section 2.22 (A) of the Texas Non Profit Corporation Act and any successor statute.

Article VI. NOTICES

Sec. 6.01. Formalities of Notices

Whenever under the provisions of the statutes, the Articles of Incorporation or these By-Laws, notice is required to be given to any Member or Director of the Association, and no provision is made as to how such notice shall be given, it shall be construed to mean either personal notice or notice in writing by mail (postage prepaid, regular or otherwise) or by fax addressed to such Director or Member at such address and/or contact information as appears on the records of the Association. Any notice required or permitted to be given by mail shall be deemed to be given at the time when the same shall be thus deposited in the United States Postal Service.

Sec. 6.02. Waiver of Notices

Whenever any notice is required to be given to any Member or Director of the Association under the provision of the statutes, the Articles of Incorporation or these By-Laws, a waiver thereof in writing signed by the persons or persons entitled to such notice, whether before or after the time stated in such notice, shall be deemed equivalent to the giving of such notice. Signing the minutes of any meeting of the Board of Directors or Meeting of Members shall be deemed a waiver of all formalities with respect to such meeting.

Article VII. GENERAL PROVISIONS

Sec. 7.01. Fiscal Year

The fiscal year of the Association shall begin on the first day of January and end on the last day of December in each year.

Sec. 7.02. Contracts

The Board of Directors may authorize any officer(s) or agent(s) of the Association, in addition to the Officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association. Such authority may be general or confined to specific instances.

Sec. 7.03. Checks and Drafts

All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association shall be signed by the Treasurer and countersigned by the President of the Association. If the Treasurer is unavailable, checks may be signed by the President and one other Director of the Association.

Sec. 7.04. Deposits

All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

Sec. 7.05. Books and Records

The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of Board of Directors meetings, all Meetings of Members, and all committees having any of the authority of the Board of Directors, and shall keep at the Registered or principal Office a record giving the names and addresses and contact information of the Members entitled to vote. All books and records of the Association may be inspected by any Member or his agent or attorney for any proper purpose at any reasonable time.

Sec. 7.06. Assessments

A. Annual Assessments

The Board of Directors may determine from time to time the amount of Annual Assessments payable to the Association by Members. Should it be necessary to increase the Annual Assessments by more than fifteen percent (15%) from the prior year, such increase shall first be approved by a vote of the Members.

B. Special Assessments

The Board of Directors may determine from time to time an amount of a Special Assessment payable to the Association by Members to pay for extraordinary expenditures. The Board of Directors shall present the reasons for such Special Assessment in a duly called Meeting of Members and such Special Assessment shall first be approved by a vote of the Members.

Sec. 7.07. Payment of Assessments

A. When Payable

Annual Assessments shall be payable in advance on or before the first day of each fiscal year. The Board of Directors, by resolution, shall provide for installment payments of Annual Assessments during the fiscal year. The Annual Assessment for a new Member shall be prorated from the first day of the month in which such new Member is elected to membership, in advance for the remainder of the fiscal year of the Association. Special Assessments shall be payable when assessed.

B. Delinquency in Payments

When any member is delinquent in the payment of any portion of either an Annual or Special Assessment for a period of more than thirty (30) days, the remaining portion of the Assessment shall become immediately due and payable and subject to charges for late payment and interest as provided by the Board of Directors from time to time.

C. Sale or Conveyance During Fiscal Year

Any unpaid Assessments for an individual Lot and/or Residential Unit that is sold or otherwise conveyed during the fiscal year shall be paid to the Association at closing, including any Assessments unpaid by the seller prior to closing and those Assessments due the Association to the end of the fiscal year.

Sec. 7.08. Default and Termination of Membership

When any Member shall be in default of the payment of assessments or other obligations to the Association for a period of two (2) months from the beginning of the fiscal year or period for which such dues becomes payable, that Member's membership may thereupon be terminated by the Board of Directors in the manner provided in Section 3.04 of these By-Laws. Such termination shall in no way serve to relieve such Member of the obligation to pay the amounts otherwise payable.

Sec. 7.09. Establishment of Reserves

The Board of Directors shall determine from time to time the amount of funds the Association should maintain in reserve. When such reserves are determined, the Board of Directors shall designate what restrictions for use are placed on such reserve fund. The reserve amount shall be maintained in a separate bank account from the regular operational accounts and disbursements from the reserve account shall be limited to the restricted purpose or purposes designated by the Board of Directors.

Sec. 7.10. Transfer Fees

The Board of Directors may establish from time to time a reasonable transfer fee at the time of the conveyance of an individual Lot and/or Residential Unit to defray administrative costs incurred as a result of the conveyance.

Sec. 7.11. Insurance and Surety Bonds

A. Liability and Property Insurance

The Association at the designation by the Board of Directors shall obtain such liability and property insurance as is deemed necessary against claims against the Association related to Association business and the common areas owned by the Association.

B. Surety Bonds

Such Officers, Directors, and agents (if any) of the Association as designated by the Board of Directors shall be bonded for the faithful performance of their duties and for restoration to the Association in such amounts and by such surety companies as the Board of Directors may determine. The premiums for such bonds shall be paid by the Association.

Article VIII. AMENDMENTS

Sec. 8.01. Amending By-Laws

These By-Laws may be altered or amended by a majority vote of Members voting in person or by proxy at a duly called Annual or Special Meeting of Members at which a quorum is present as set forth in Section 4.06 of these By-Laws. Notice of a meeting to consider a proposed amendment to these By-Laws shall be delivered not less than ten (10) days and no more than sixty (60) days before the date of the Meeting of Members at which the amendment is to be considered. Said Notices shall comply with the requirements of Section 4.05 of these By-Laws in all other respects. The date of amended By-Laws shall be so noted within the document and made a part of the By-Laws so the effective date of the printed By-Laws are evident for all readers.

See Next Page for Attestation

I, John Hines, President of the Association do hereby certify that these amended and restated By-Laws of the Longview Woodlands Development Homeowners' Association, Inc. were duly adopted at the Annual Meeting of Members held on November 3, 2005.

Date _____

Attest:

John S. Hines, President

Gary E. Lewis, Secretary