

**CERTIFICATE OF AMENDMENT OF BYLAWS OF
SUNSTONE HOMEOWNERS' ASSOCIATION, INC.,**

The undersigned, as the Secretary and keeper of the minutes and records of Sunstone Homeowners' Association, Inc. certifies that the following is a true and accurate copy of an amendment to the bylaws of this corporation adopted by a vote of not less than Sixty-Seven Percent (67%) pursuant to Texas Property Code 209.0041(h).

Section 3.08. The Board of Directors may authorize homeowners to vote by mail or email on the election of directors and officers or on any other matter that may be voted on by the homeowners.

Section 4.02 is deleted and replaced with the following:

4.02 The number of directors shall be two initially and may increase to no more than six upon termination of the Class B membership if approved by a majority of the members of the Corporation. The initial directors need not be members of the Corporation; however, all directors thereafter shall be members of the Corporation. Each director shall serve for a term of three years. The terms of the directors shall be staggered so that the terms of half of the directors shall begin even numbered years and the terms of half of the directors shall begin in odd numbered years.

Section 4.04 is deleted and replaced with the following:

4.04. A person who meets any qualification requirements to be a director and who has been duly nominated may be elected as a director. Directors shall be elected by the vote of the membership of the Sunstone Homeowner's Association. Directors shall be elected at the annual meeting of the members. Each director shall hold office until a successor is elected and qualified. A director from the same property may not be elected to succeed themselves as director. If a director has been appointed to fill a vacancy, or it is deemed necessary to hold a director over from his 3-year term, he shall not serve for more than a total of 4 consecutive years.

Section 4.10 is deleted and replaced with the following:

4.10. Two-thirds of the Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The directors present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough directors leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of directors required to constitute a quorum. If a quorum is present at no time during a meeting, a majority of the directors present may adjourn and reconvene the meeting one time without further notice.

Section 4.12 is deleted and replaced with the following:

4.12. The Board of Directors shall try to act by consensus. However, the vote of a majority of directors present and voting at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board of Directors unless the act of a greater number is required by law or the bylaws. A director who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the decision of the Board of Directors. Directors must be part of the discussion and may not vote by proxy at Board meetings. However, Directors may attend by teleconference if unable to attend in person.

Section 4.13 is deleted and replaced with the following:

4.13. Directors shall not receive salaries for their services. A director may serve the Sunstone Owner's Association in any other capacity and receive compensation for those services if this does not constitute a conflict of interests for the associated director or their household.

Section 4.14 is deleted and replaced with the following:

4.14. The members may vote to remove a director at any time, only for good cause. Good cause for removal of a director shall include the unexcused failure to attend three consecutive meetings of the Board of Directors. A special meeting of the members to consider the removal of a director may be called and noticed following the procedures provided in the bylaws. The notice of the meeting shall state that the issue of possible removal of the director will be on the agenda. Only a quorum of the members must be present. The director shall have the right to present evidence at the meeting as to why he or she should not be removed and the director shall have the right to be represented by an attorney at and before the meeting. At the meeting, the Sunstone Homeowner's Association shall consider possible arrangements for resolving the problems that are in the mutual interest of the Sunstone Homeowner's Association and the director. A director may be removed by the affirmative vote of a majority of the members present, not counting the director that is subjected to potential removal.

Section 5.01 is deleted and replaced with the following:

5.01. The officers of the Sunstone Homeowner's Association shall be a president, a vice president, a secretary, and a treasurer. The Board of Directors may create additional officer positions, define the authority and duties of each such position, and elect or appoint persons to fill the positions. Any two or more offices may be held by the same person, except the offices of president and secretary. The officers shall be members of the Board of Directors. The duties of the treasurer may be fulfilled by a management company, a non-voting entity, if one is utilized, however, the Board still has responsibility for financial oversight.

Section 5.02 is deleted and replaced with the following:

5.02. The officers of the Sunstone Homeowner's Association shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers is not held at this meeting, the election shall be held as soon thereafter as conveniently possible. Each officer shall hold office until a successor is duly selected and qualified. It is recommended that no property owner or resident of the same domicile be elected for 2 consecutive terms. An officer may be elected to succeed himself or herself in the same office.

Section 5.05 is deleted and replaced with the following:

5.05. The president shall be the chief executive officer of the Sunstone Homeowner's Association. The president shall supervise and control all of the business and affairs of the Sunstone Homeowner's Association. The president shall preside at all meetings of the members and of the Board of Directors. The president may execute any deeds, mortgages, bonds, contracts, or other instruments that the Board of Directors have authorized to be executed. However, the president may not execute instruments on behalf of the Sunstone Homeowner's Association if this power is expressly delegated to another officer or agent of the Sunstone Homeowner's Association by the Board of Directors, the bylaws, or statute. The president shall perform other duties prescribed by the Board of Directors and all duties incidental to the office of president. In the case of emergent needs within the subdivision, such as those items that require immediate repair or risk further expenses, the President in the execution of his duties may spend up to \$1,000.00 without prior Board approval.

Section 5.08(b) is deleted and replaced with the following:

(b) Take minutes of the meetings that accurately reflect the discussions and decisions of the business dealings of the Board of Directors and keep the minutes as part of the corporate records.

Section 6.01 is deleted and replaced with the following:

6.01. The Board of Directors, by majority vote, may authorize any officer or agent of the Sunstone Owner' Association to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Sunstone Owners' Association. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.

Section 7.03 is deleted and replaced with the following:

7.03. Any member shall have the right to have a review or audit conducted of the Sunstone Owner's Association's books. The member requesting the audit shall

bear the expense of the audit/review unless the members vote to authorize payment of audit expenses. The member requesting the audit may select the accounting firm to conduct the audit. A member may not exercise these rights to compel audits so as to subject the Sunstone Owners' Association to an audit more than once in any fiscal year.

Section 10.01 is deleted and replaced with the following:

10.01. Any notice required or permitted by the bylaws to be given to a member, director, or officer of the Sunstone Owner's Association may be given by mail or electronic means. If mailed, a notice shall be deemed to be delivered, when emailed or deposited in the United States mail addressed to the person at his or her address as it appears on the records of the Association, with postage prepaid. A person may change his or her address by giving written notice to the secretary of the Sunstone Homeowner's Association.

Section 11.01 is deleted and replaced with the following:

11.01. The members and Board may hold a meeting by video conference or telephone conference-call procedures in which all persons participating in the meeting can hear each other. The notice of a meeting by telephone, video conference or conference must state the fact that the meeting will be held by telephone as well as all other matters required to be included in the notice. Participation of a person in a video conference or conference-call meeting constitutes presence of that person at the meeting. Minutes of the meeting must be taken and kept as part of the corporate records. A recording of the meeting may be saved to support the meeting minutes.

Article 12 is deleted and replaced with the following:

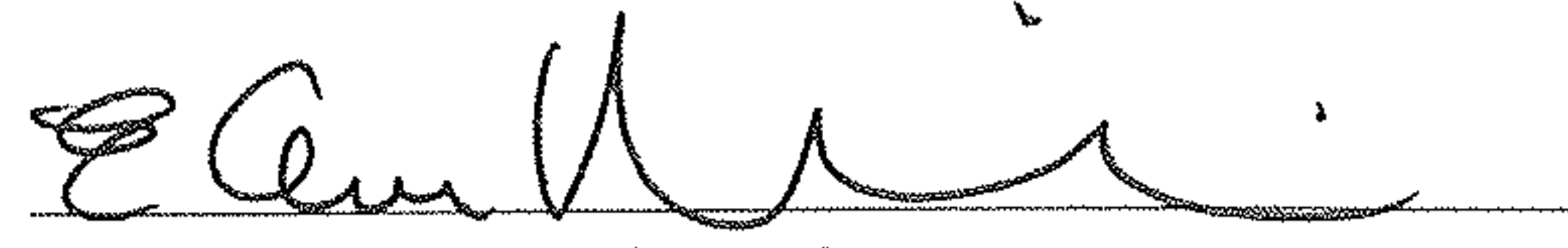
ARTICLE 12

AMENDMENT TO BYLAWS

The bylaws may be altered, amended or repealed and new bylaws may be adopted only by the membership. The notice of any meeting at which the bylaws are altered, amended or repealed or at which new bylaws are adopted shall include the text of the proposed bylaw provisions as well as the text of any existing provisions proposed to be altered, amended or repealed. Alternatively, the notice may include a fair summary of those provisions. For an election or vote of owners not taken at a meeting, the property owners' association shall give notice of the election or vote to all owners entitled to vote on any matter under consideration. The notice shall be given no later than the 20th day before the latest date on which a ballot may be submitted to be counted.

CERTIFICATE OF SECRETARY

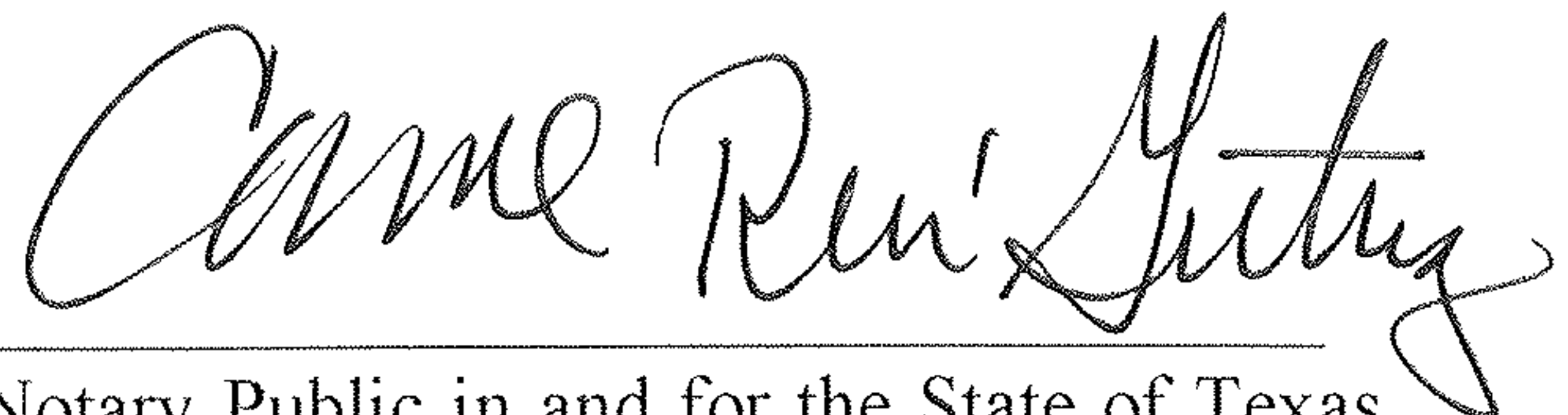
I, Edward Missirian, Secretary of the Sunstone Homeowners' Association, Inc. do hereby certify that the foregoing amendment to the Bylaws of the Sunstone Homeowners' Association, Inc. were adopted by the vote of not less than Sixty-Seven Percent (67%) of the Members of Sunstone Homeowners' Association, Inc. accepted by Board held on July 27, 2022.



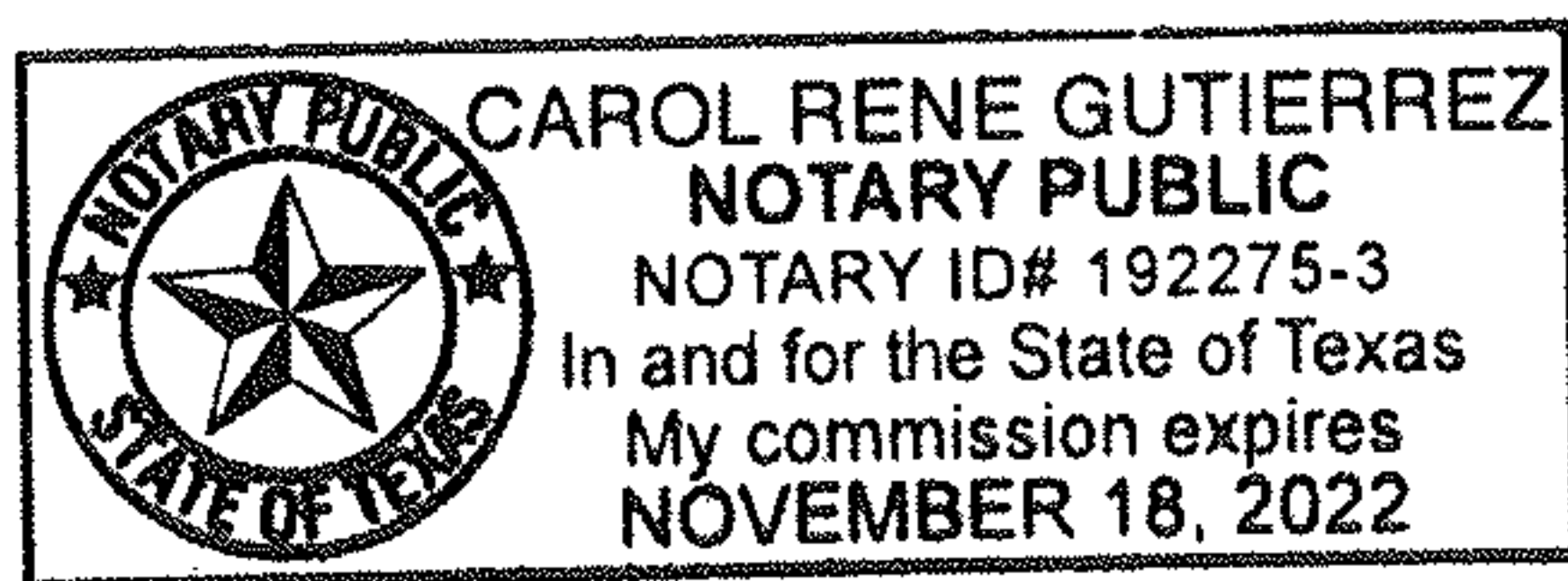
Edward Missirian, Secretary

BEFORE ME, the undersigned authority, on this day personally appeared Edward Missirian, Secretary of Sunstone Homeowners Association, Inc. known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said Sunstone Homeowners Association, Inc. and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 18 day of October, 2022.



Notary Public in and for the State of Texas



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#Pages 5 #NFPages 1
10/19/2022 01:22 PM
Filed & Recorded in
Official Records of
El Paso County
Delia Briones
County Clerk
Fees \$42.00

eRecorded

I hereby certify that this instrument was filed on the date and time stamped
heron by me and was duly recorded by document number in the Official
Public Records of real Property in El Paso County.



Delia Briones

EL PASO COUNTY, TEXAS