

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVERS LICENSE NUMBER.

**CERTIFICATE OF RECORDING POA DOCUMENTS
PURSUANT TO §202.006 TEXAS PROPERTY CODE**

INSTRUMENTS ATTACHED FOR RECORDING OR PREVIOUSLY RECORDED:

1. Articles of Incorporation of Mountain Ridge Estates, Inc., filed in the Office of the Secretary of State of Texas on January 13, 1994 (6 pages)
2. Declaration of Covenants, Conditions and Restrictions for Mountain Ridge Estates, filed in the Real Property Records of El Paso County, Texas in Volume 1200, Page 1188 (12 pages)
3. Declaration of Covenants, Conditions and Restrictions for Mountain Ridge Estates, filed in the Real Property Records of El Paso County, Texas in Volume 1233, Page 831 (6 pages)
4. Bylaws of Mountain Ridge Estates, Inc. (11 pages)
5. Amendment of Bylaws of Mountain Ridge Estates, Inc., recorded in Volume 1252, Page 1107 and refilled in Volume 1258, Page 186, Real Property Records of El Paso County, Texas (2 pages)
5. Amendment of Bylaws of Mountain Ridge Estates, Inc., recorded in Volume 1973, Page 1610, Real Property Records of El Paso County, Texas (2 pages)

PROPERTY DESCRIPTION: (include platted subdivision name & plat recording data)

Mountain Ridge Estates, as described on Exhibit "A" attached hereto.

POPULAR NAME OF DEVELOPMENT: (if different from platted subdivision name)

Mountain Ridge Estates

DECLARATION TO WHICH SUBDIVISION IS SUBJECT: (initial recording data)

Declaration of Covenants, Conditions & Restrictions for Mountain Ridge Estates, recorded on August 1, 1980, as Volume 1200, Page 1188, Real Property Records, El Paso County, Texas.

NAME OF PROPERTY OWNERS ASSOCIATION: (include legal and popular names, if more than one.)

Mountain Ridge Estates, also known as Mountain Ridge Estates, Inc.

CERTIFICATION & EXECUTION

I hereby certify that I have been instructed by the Board of Directors of Mountain Ridge Estates, Inc., a Texas property owners association, to execute this Certificate to effect the recording of the instruments attached hereto on behalf of the property owners association, for the purpose of complying with the requirements of Property Code Section 202.006.

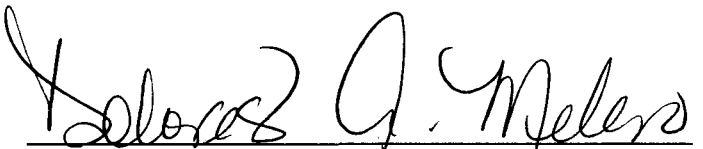
MOUNTAIN RIDGE ESTATES, INC., a Texas property owners association

By: DANA Properties, Inc., a Delaware Corporation, its managing agent

By: 
Sheldon Wheeler, Association Manager

STATE OF TEXAS §
 §
COUNTY OF EL PASO §

This instrument was acknowledged before me on this 24th day of April, 2012 by Sheldon Wheeler, Association Manager of DANA Properties, Inc., a Delaware Corporation, on behalf of the sole proprietorship in the capacity as managing agent of Mountain Ridge Estates, Inc., a Texas property owners association, on behalf of the association.


Notary Public, State of Texas

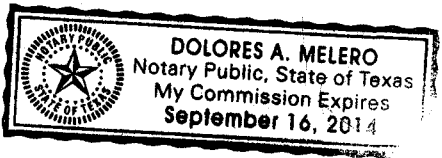


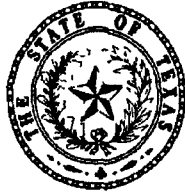
EXHIBIT "A"
TO CERTIFICATE OF RECORDING POA DOCUMENTS
PURSUANT TO §202.006 TEXAS PROPERTY CODE

DESCRIPTION OF SUBDIVISION

Being all of the real property that is subject to the Declaration of Covenants, Conditions, and Restrictions of Mountain Ridge Estates, recorded as Volume 1200, Page 1188, Real Property Records, El Paso County, Texas, including the property platted as follows:

The plat of the Subdivision is recorded in Volume 56, Pages 45 and 45A, Plat Records, El Paso County, Texas.

HORIZONTAL/VERTICAL
LINE THROUGH
DOCUMENT



00177301948

FILED
In the Office of the
Secretary of State of Texas

The State of Texas
Secretary of State

JAN 13 1994

Corporations Section

JOHN HANNAH, JR.
SECRETARY OF STATE

CHARTER NO. 00545019-01
ARTICLE 9.01, T.N.P.C.A. REPORT
FILING FEE \$5.00

PURSUANT TO THE PROVISIONS OF ARTICLE 9.01 OF THE TEXAS NON-PROFIT CORPORATION ACT, THE UNDERSIGNED CORPORATION HEREBY FILES ITS REPORT SETTING FORTH:

1. THE NAME OF THE CORPORATION IS:

MOUNTAIN RIDGE ESTATES, INC.

2. IT IS INCORPORATED UNDER THE LAWS OF: TEXAS

3. THE STREET ADDRESS OF THE REGISTERED OFFICE OF THE CORPORATION IN THE STATE OF TEXAS IS: ~~4706 ALABAMA EL PASO, TX 79930~~
(MAKE ANY CHANGES HERE) 6044 Gateway Blvd. East - Suite 901
El Paso, Texas 79905

4. ITS REGISTERED AGENT AT SUCH ADDRESS IS: ~~G.E. WOLF~~
(MAKE ANY CHANGES HERE) James A. Davoss

5. IF A FOREIGN CORPORATION, THE STREET ADDRESS OF ITS PRINCIPAL OFFICE IN THE STATE OR COUNTRY UNDER THE LAWS OF WHICH IT IS INCORPORATED IS:

6. THE NAMES AND RESPECTIVE ADDRESSES OF ITS DIRECTORS (OR TRUSTEES, ETC.) AND OFFICERS ARE: (NAME AT LEAST 3)

NAME	TITLE	ADDRESS
Larry A. Sutton	President	6251 Ridae Top Dr.
F.J. Adame, Sr.	Vice President	3245 Mt. Ridae Dr.
Sylvia Trepianey	Secretary	6909 Ridale Way
Francoys R. Hughes	Treasurer	6908 Ridale Way

7. THE FOREGOING INFORMATION IS GIVEN AS OF THE DATE OF THE EXECUTION OF THIS REPORT:

DATED Jan. 6, 19 94

Mountain Ridge Estates
Homeowners Association, Inc.

RECEIVED
SECRETARY OF STATE

NAME OF CORPORATION

JAN 13 1994

BY 
(SIGNATURE)

CORPORATIONS SECTION
MAIL CLERK 8

ITS President
(TITLE OF OFFICER SIGNING)

NOTE: ALL ITEMS MUST BE COMPLETED. MAKE CHANGES TO ITEMS 3 AND 4 AS NECESSARY. RETURN TO SECRETARY OF STATE, CORPORATIONS SECTION, P.O. BOX 13697, AUSTIN, TEXAS 78711-3697 WITH A \$5.00 FEE.

ARTICLES OF INCORPORATION

OF

MOUNTAIN RIDGE ESTATES, INC.

FILED
In the Office of the
Secretary of State of Texas

JAN 02 1981

CLERK I.C.
Corporation Division

In compliance with the requirements of the Non-Profit Corporation Act of the State of Texas, the undersigned, all of whom are citizens of the State of Texas, and all of whom are eighteen (18) years of age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is MOUNTAIN RIDGE ESTATES, INC., hereafter called the "Association", and is a non-profit corporation.

ARTICLE II

The principal office of the Association is located at 4706 Alabama, El Paso, Texas 79930.

ARTICLE III

The post office address of the corporation's initial registered office is 4706 Alabama, El Paso, Texas 79930, and the name of its initial registered agent at such address is C. E. Wolf.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and control of the Common Areas within that certain tract of property described as:

MOUNTAIN RIDGE ESTATES, being a portion of Tract 17-A, Section 14, and a portion of Section 13, Block 81, Township 2, City of El Paso, El Paso County, Texas, according to the map of Mountain Ridge Estates, prepared by Conde, Inc., which map will be filed in the Plat Records of El Paso County, Texas;

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

HORIZONTAL/VERTICAL
LINE THROUGH
DOCUMENT

HORIZONTAL/VERTICAL LINE THROUGH DOCUMENT

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Clerk of El Paso County, Texas, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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 Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

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

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. It is the intention that the record owners of each building site shall be entitled to one membership.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B members shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on November 1, 1983.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association.

**HORIZONTAL/VERTICAL
LINE THROUGH
DOCUMENT**

The Board of Directors shall increase to nine (9) members at such time as the sale of nine (9) Lots in said addition have been closed to Lot owners. Notwithstanding the foregoing, the number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

C. E. WOLF	4706 Alabama El Paso, Texas 79930
AARON WECHTER	5829 N. Mesa El Paso, Texas 79912
E. HUGH KEELER	1816 Andalucia Drive El Paso, Texas 79935

At such time as the membership of the Board increases to nine members, then at the first annual meeting thereafter the members shall elect three (3) Directors for a term of one year, three (3) Directors for a term of two years and three (3) Directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

**HORIZONTAL/VERTICAL
LINE THROUGH
DOCUMENT**

ARTICLE X
AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Texas, we, the undersigned, constituting the incorporations of this Association, have executed these Articles of Incorporation this 28 day of November, 1980.

C. E. Wolf

C. E. WOLF

Aaron Wechter

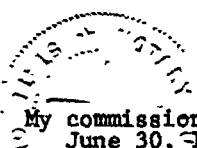
AARON WECHTER

E. Hugh Keeler

E. HUGH KEELER

THE STATE OF TEXAS §
 §
COUNTY OF EL PASO §

I, the undersigned, a Notary Public, do hereby certify that on this 28th day of November, 1980, personally appeared before me C. E. WOLF, AARON WECHTER and E. HUGH KEELER, who, each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.



My commission expires:
June 30, 1984

Baten Bell

Notary Public in and for the
State of Texas.

**HORIZONTAL/VERTICAL
LINE THROUGH
DOCUMENT**

BY-LAWS
OF
MOUNTAIN RIDGE ESTATES, INC.

ARTICLE I.

Offices

Section 1. Principal Offices: The principal offices of MOUNTAIN RIDGE ESTATES, INC. shall be in the City of El Paso, El Paso County, Texas.

Section 2. Other Offices: The corporation may establish such office or offices at such other places within the State of Texas as the Board of Directors may from time to time designate.

ARTICLE II.

Definitions

Section 1. Association: Association shall mean and refer to MOUNTAIN RIDGE ESTATES, INC., its successors and assigns.

Section 2. Properties or Premises: Properties or premises shall mean and refer to that certain real property hereinafter described, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. Common Area: Common Area shall mean all of the property owned by the Association for the common use and enjoyment of the members of the Association, such Common Area being described as follows:

MOUNTAIN RIDGE ESTATES, being a portion of Tract 17-A, Section 14, and a portion of Section 13, Block 81, Township 2, City of El Paso, El Paso County, Texas, according to the map of Mountain Ridge Estates, prepared by Conde, Inc., thereof on file in Volume _____, Page _____, Plat Records of El Paso County, Texas.

Section 4. Lot and Unit: Lot and Unit shall be synonymous and shall mean and refer to a plot consisting of all improvements and a single family residence erected thereon, situate on any lot, including the lot plus a small fraction of an adjoining lot, or any lot less a small fraction thereof embodies in the plot of an adjoining tract of land.

Section 5. Member: Member shall be only one (1) member per residential unit, whether the same is held jointly or otherwise.

**HORIZONTAL/VERTICAL
LINE THROUGH
DOCUMENT**

Section 6. Owner: Owner shall mean and refer to the record owner, whether one or more persons or entities, of equitable title (or legal title if equitable title has merged) of any lot which is part of the properties.

Section 7. Association: Association shall mean and refer to MOUNTAIN RIDGE ESTATES, INC., its successors and assigns.

ARTICLE III.

Membership

Section 1. Eligibility for Membership. Membership in the Association, except for membership of the incorporators and the first Board of Directors, shall be limited to record owners of equitable title (or legal title if equitable title has merged) of each Lot or residential unit constructed on the following described premises, and any additions thereto as may hereafter be brought within the jurisdiction of this association by annexation and for this purpose:

MOUNTAIN RIDGE ESTATES, being a portion of Tract 17-A, Section 14, and a portion of Section 13, Block 81, Township 2, City of El Paso, El Paso County, Texas, according to the map of Mountain Ridge Estates, prepared by Conde, Inc., thereof on file in Volume _____, Page _____, Plat Records of El Paso County, Texas.

One membership in the Association shall be issued to the record owner of equitable title (or legal title, if equitable title has merged) of each Lot or residential unit. The record owners of equitable title (or legal title, if equitable title has merged) collectively shall be called the members of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. In the event any such Lot or residential unit is owned by two or more persons whether as community property, by joint tenancy, tenancy in common, or otherwise, the membership as to such Lot or residential unit shall be issued in the names of all the owners, and they shall designate one person who shall hold the membership and have the power to vote said membership. No membership shall be issued to any other person or persons except as they may be issued in substitution for outstanding memberships assigned to new record owners of equitable title (or legal title, if equitable title has merged).

Section 2. Suspension of Membership. In the event any Lot or residential unit owner shall be in arrears in the payment of any amounts due under any of the provisions of the Declaration for a period of fifteen (15) days, or shall be in default in the performance of any of the terms of the Declaration for a period of fifteen (15) days, said Lot or residential unit owner's right to vote as a

member of the MOUNTAIN RIDGE ESTATES, INC. association shall be suspended and shall remain suspended until all payments are brought current and all defaults remedied.

ARTICLE IV.

Property Rights; Rights of Enjoyment

Section 1. Use and Enjoyment. Each member shall be entitled to the use and enjoyment of the Common Area and facilities as provided in the Declaration. Any member may delegate his rights of enjoyment of the Common Area and facilities to the members of his family, his tenants or contract purchasers, who reside on the property. Such member shall notify the secretary in writing of the name of any such delegee. The rights and privileges of such delegee are subject to suspension to the same extent as those of the member.

Section 2. Reasonable Fees. The Association shall be entitled to charge a reasonable fee for the use of the Common Areas.

ARTICLE V.

Members of the Association

Section 1. Annual Meetings. The first annual meeting of the members of the Association shall be held within sixty (60) days from filing of the Articles of Incorporation. Thereafter, the annual meetings of the members of the Association shall be held on the first Monday of each November, or at such other times as the members of the Association may by majority vote or approve. At such meeting, there shall be elected a Board of Directors in accordance with the requirements of Article VI of these By-Laws. The members of the Association may also transact such other business of the corporation as may properly come before them.

The exact date, time and place for the holding of the annual meeting shall be determined by the Board of Directors who shall give or cause to be given notice of the date, time and place of holding of such meeting by mailing or hand delivering such notice at least five (5) days prior to such meeting to each member of the Association at the respective addresses of said members as they appear on the records of the Association. If the election of Directors is not held on the day herein designated for any annual meeting, or at any adjournment of such meeting, the Board of Directors shall call the annual meeting of the membership as soon as is conveniently possible thereafter. At such meeting the election of Directors shall take place, and such election and

any other business transacted thereat shall have the same force and effect as at an annual meeting duly called and held.

Section 2. Special Meetings: Special meetings of the members of the Association for any purpose or purposes other than those regulated by statute may be called for by the President as directed by resolution of the Board of Directors or upon a petition signed by the members who are entitled to vote one-fourth (1/4) of all of the votes of the entire membership or who are entitled to vote one-fourth (1/4) of the votes of the membership. Such petition shall state the purpose or purposes of such proposed meeting. No business shall be transacted at a special meeting except as stated in the notice unless by consent of four-fifths (4/5) of the members present, either in person or by proxy.

Section 3. Notice of Special Meeting: The President or Secretary shall give or cause to be given notice of the time, place and purpose of holding such special meeting by mailing or hand delivering such notice at least five (5) days prior to such meeting to each member of the Association at the respective addresses of said members as they appear on the records of the corporation.

Section 4. Quorum: The presence, either in person or by proxy, of at least ten (10%) per cent of the members of the Association of record shall constitute a quorum of the members of the Association for all purposes unless the representation of a larger group shall be required by law, by the Articles of Incorporation, or by these By-Laws, and in that event representation of the number so required shall constitute a quorum.

Section 5. Voting Rights: Each member of the Association being present in person or by proxy shall be entitled to one vote for each unit owned by said member.

Section 6. Adjournment of Meetings: If the number of members necessary to constitute a quorum shall fail to attend in person or by proxy at the time and place of meeting, the Chairman of the meeting, or a majority in interest of the members present in person or by proxy, may adjourn the meeting from time to time without notice other than an announcement at the meeting until the necessary number of members shall be in attendance. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the original meeting.

Section 7. Proxies: A member may appoint only his or her spouse or any joint owner of his house or any other member of the Association as a proxy. In addition to the eligible proxy holders indicated above, any directors, officer or employee of a corporation

which is a member of the Association shall be eligible to hold and vote proxies of any member, including said corporation, upon being so authorized by said corporation. Any proxy must be filed with the Secretary before the appointed time of each meeting or upon the calling of the meeting to order. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of the lot.

Section 8. Waiver of Notice: Any member may at any time waive any notice required to be given under these By-Laws. The presence of a member in person at any meeting of the members of the Association shall be deemed such a waiver.

ARTICLE VI.

Directors

Section 1. Number and Qualification: The business, property and affairs of the corporation shall be managed, controlled and conducted by a Board of Directors. The Board of Directors as initially elected at the first annual membership meeting shall be composed of nine (9) members.

Section 2. Powers and Duties: The Board of Directors shall have the powers and duties necessary for the administration of the affairs of the corporation, and may do all such acts and things as are not by law or by these By-Laws directed to be exercised and done by the members. The powers of the Board of Directors shall include, but not be limited to, all of the rights and duties of the Board of Directors as set forth elsewhere in these By-Laws and the Articles of Incorporation, and in the Declaration of Restrictions applicable to the property described in Article III above, and shall also include the power to promulgate such rules and regulations pertaining to such rights and duties as may be deemed proper and which are consistent with the foregoing. The Board of Directors may delegate such duties as appear in the best interests of the corporation and to the extent permitted by law.

Section 3. Election and Term of Office: The term of the Directors named in the Articles of Incorporation shall be until the first annual membership meeting or until their successors are duly chosen and qualify. Their successors shall be elected at the first annual meeting of the members of the Association. At the first annual membership meeting, three (3) Directors shall be elected for a term of one year, three (3) Directors for a term of two years and three (3) Directors for a term of three years; and at each annual meeting thereafter, a Director or Directors, as the case may be, shall be elected for a term of three (3) years to replace the outgoing Director or Directors, as the case may be. In the

event the number of members of the Board of Directors is, at any time, increased, such additional Director or Directors shall be elected for a term or terms which will, as nearly as possible, result in a situation whereby one-third (1/3) of the Directors will be elected each year to serve for a term of three (3) years. The election shall be by secret written ballot. The persons receiving the largest number of votes shall be declared elected. The number of Directors may be altered from time to time by the action of a majority of the members of the Association at any regular or special meeting called for such purpose. In the event of any increase in the number of Directors in advance of the annual meeting, each additional Director shall be elected by the then Board of Directors and hold office until his successor is elected and shall qualify.

Section 4. Vacancies: Vacancies on the Board of Directors caused by any reason shall be filled by vote of the majority of the remaining Directors even though they may consist of less than a quorum, and each person so elected shall be a Director until his successor is elected by the members of the Association at the next annual meeting.

Section 5. Removal of Directors: At any regular or special meeting of the members of the Association, any one or more of the Directors may be removed with or without cause at any time by the affirmative vote of a majority of the entire membership of record and a successor may then be elected to fill the vacancy thus created. Any Director whose removal has been proposed by the members shall be given an opportunity to be heard at the meeting.

Section 6. Compensation: No compensation shall be paid to Directors for their services as Directors. No remuneration shall be paid to a Director for services performed by him for the corporation in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken.

Section 7. Organization Meetings: The first meeting of a newly elected Board of Directors shall be held within ten (10) days of election at such time and place as shall be fixed at the meeting at which such Directors were elected, and no notice shall be necessary to the newly elected Directors in order legally to constitute such meeting, providing a majority of the whole Board shall be present.

Section 8. Regular Meetings: Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors, but at least two such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone or telegraph, at least three (3) days prior to the day named for the meeting.

Section 9. Special Meetings: Special meetings of the Board of Directors may be called by the President on three (3) days' notice to each Director, given personally or by mail, telephone or telegraph, which notice shall state the time, place (as hereinabove provided) and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of at least two (2) of the Directors.

Section 10. Waiver of Notice: Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be a waiver of notice by him of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 11. Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business, but if at any meeting of the Board there be less than a quorum present, a majority of those present may adjourn the meeting from time to time. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board unless the Articles of Incorporation or the By-Laws otherwise specifically require the affirmative vote of a larger number of Directors on a specific matter.

Section 12. Adjournments: The Board of Directors may adjourn any meeting from day to day or for such other time as may be prudent or necessary in the interests of the corporation, provided that no meeting may be adjourned for a period longer than thirty (30) days.

Section 13. Action Taken Without a Meeting: The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all of the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

Section 14. Fidelity Bonds: The Board of Directors may require that all officers and employees of the corporation handling or responsible for corporation funds shall furnish adequate Fidelity Bonds. The premiums on such bonds shall be paid by the corporation.

ARTICLE VII.

Officers

Section 1. Designation: The principal officers of the corporation shall be a President, a Vice-President, a Secretary, and a Treasurer, all of whom shall be elected by and from the Board of Directors. The Directors may appoint an Assistant Secretary and an Assistant Treasurer, and such other officers as in their judgment may be necessary.

Section 2. Election of Officers: The officers of the corporation shall be elected annually by the Board of Directors at the organization meeting of each new Board.

Section 3. Removal of Officers: Upon an affirmative vote of three-fourths (3/4ths) of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such purpose.

Section 4. Resignation of Officers: Any officer may resign at any time by giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies: A vacancy in any office may be filled in the manner prescribed for regular election. The officer elected to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 6. President: The President shall be the chief executive officer of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He shall have all of the general powers and duties which are normally vested in the office of the President of a corporation, including but not limited to the power to appoint committees from among the members of the Association from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the corporation.

Section 7. Vice-President: The Vice-President shall take the place of the President and perform his duties whenever the President shall be absent, unable to act or refuses to act. If neither the President nor the Vice-President is able to act, the Board of Directors shall appoint some other member of the Board to do so on an interim basis. The Vice-President shall also perform such other duties as shall from time to time be imposed upon

him by the Board of Directors.

Section 8. Secretary: The Secretary shall keep the minutes of all meetings of the Board of Directors and the minutes of all meetings of the members of the Association; he shall have the custody of the seal of the corporation; he shall have care of the membership books and such other books and papers as the Board of Directors may direct; and he shall, in general, perform all the duties incident to the Office of Secretary.

Section 9. Treasurer: The Treasurer shall have the responsibility for corporation funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the corporation. He shall be responsible for the deposit of all moneys and other valuable effects in the name, and to the credit, of the corporation in such depositories as may from time to time be designated by the Board of Directors.

Section 10. Compensation: No compensation shall be paid to officers for their services as officers. No remuneration shall be paid to an officer for services performed by him for the corporation in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services are undertaken.

ARTICLE VIII.

Powers, Rights and Duties of the Corporation and Members Thereof.

The corporation and its members shall have all the powers, rights, duties and obligations set forth in the Articles of Incorporation for the corporation, these By-Laws, rules and regulations pursuant thereto, and recorded restrictions of the property, and as any of the same may be duly adopted or amended. No transfers of membership in the corporation shall be made except as provided herein and no such transfer shall be made upon the books of the corporation within ten days next preceding the annual meeting of the members.

The members and Board of Directors, or each of them, shall have the express authorization, right and power to enter into one or more management agreements with third parties in order to facilitate efficient operation of the common elements, including the real property described in Article II above. It shall be the primary purpose of such management agreements to provide for the administration, management, repair and maintenance of said real property, all improvements thereon designated as common elements, and the roofs and exterior walls of the residence units.

The terms of said management agreements shall be as determined by the Board of Directors to be in the best interests of the corporation, and shall be subject to the Articles of Incorporation, these By-Laws and the Declaration of Covenants, Conditions and Restrictions affecting said property.

ARTICLE IX.

Corporate Seal

The Board of Directors shall provide a suitable corporate seal containing the name of the corporation, which seal shall be in the custody and control of the Secretary. The corporate seal shall be in circular form, shall have inscribed thereon the name of the corporation, the year it was organized and the word "Texas." If and when so directed by the Board of Directors, a duplicate seal may be kept and used by such officer or other person as the Board of Directors shall name.

ARTICLE X.

Miscellaneous

Section 1. Books and Accounts: Books and accounts of the corporation shall be kept under the direction of the Treasurer and in accordance with the reasonable standards of accounting procedure and prudence.

Section 2. Auditing: At the closing of each fiscal year, the books and records of the corporation shall be audited by a Certified Public Accountant, whose report will be prepared and certified. Based on such reports the corporation will have available for inspection by its members a statement of the income and disbursements of the corporation for each fiscal year.

Section 3. Inspection of Books: The books, records and papers of the Association and financial reports, such as are required to be furnished, and the membership records of the corporation shall be available at the principal offices of the corporation for inspection at reasonable times by any members, where copies may be purchased at a reasonable cost. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall likewise be available for inspection by any member at the principal offices of the Association, where copies may be purchased at a reasonable cost.

Section 4. Execution of Corporation Documents: With the prior authorization of the Board of Directors, all notes, checks and contracts or other obligations shall be executed on behalf of the corporation by any two officers of the corporation.

Section 5. Fiscal Year: The fiscal year of the corporation shall be determined by the Board of Directors and shall be subject to change by the Board of Directors should corporation practice subsequently necessitate such change.

Section 6. Conflict in Documents: In the case of any conflict between the Articles of Incorporation and these By-Laws the Articles of Incorporation shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XI.

Amendment of the By-Laws

These By-Laws may be amended by the affirmative vote of a majority of the members present or represented by proxy at any regular or special meeting; provided that a quorum as prescribed in Section 4, Article V, herein, is present at any such meeting. Amendments may be proposed by the Board of Directors or petition signed by at least fifty-one (51%) per cent of the members. A statement of any proposed amendment shall accompany the notice of any regular or special meeting at which such proposed amendment shall be voted upon. These By-Laws may not be amended insofar as such amendment would be inconsistent with the recorded restrictions of the property.

Attestation

The attest by the Secretary of any Assistant Secretary other than on stock certificates shall not be required to validate any contract or other corporate document.

THE STATE OF TEXAS §
 §
 COUNTY OF EL PASO §

We, _____ President, and _____, Secretary of MOUNTAIN RIDGE ESTATES, INC., do hereby certify that the foregoing constitutes the Code of By-Laws of the Association formally adopted by the Board of Directors thereof at the first meeting held in the City of El Paso, Texas, on the _____ day of _____, 1980.

To certify which, witness our official signatures this _____ day of _____, 1980.

 President

 Secretary

HORIZONTAL/VERTICAL
 LINE THROUGH
 DOCUMENT

21 RC

Doc# 20120025207
#Pages 20 #NFPages 1
4/5/2012 9:31:21 AM
Filed & Recorded in
Official Records of
El Paso County
Delia Briones
County Clerk
Fees \$92.00

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



EL PASO COUNTY, TEXAS

Delia Briones

RECORDED
APR 5 2012