

**LAKWOOD COUNTRY ESTATES LANDOWNERS ASSOCIATION, INC.
BY LAWS**

ARTICLE I

A. Name. The name of this corporation is LAKWOOD COUNTRY ESTATES LANDOWNERS ASSOCIATION, INC.

B. Location. The mailing address shall be PO Box 1433, Cedar Park, TX 78613. The registered agent shall be as designated by the directors and filed with the secretary of state.

ARTICLE II

A. Membership. Membership in the corporation is by written invitation and shall be restricted to property owners of Lakewood Country Estates, a subdivision in Williamson County, Texas as shown by the map of plat thereof, of record in the office of the County Clerk of Williamson County, Texas. Members may resign at any time.

B. Dues. Dues shall be paid in advance, due in March and September or on other schedules by special arrangement with the treasurer. Amount of dues will be established by the membership at the annual membership meeting. Dues shall be used by the corporation for maintenance of its property and for other activities as deemed appropriate by the directors or membership.

C. Default in Payment or Dues. Members more than 60 days delinquent in paying dues will lose all rights and privileges afforded by the association. Members more than 90 days in arrears will be dropped from the membership rolls. Members who are dropped from the membership rolls and wish to reinstate their membership will be assessed a \$75 reinstatement fee and 6 months dues in advance.

D. Owners of Tracts. In the event title to the tract of land is in the name of more than one person then the membership shall be taken out in the name of only one of such persons.

E. Record of Membership. The members of this corporation shall be those who appear on the books of the company.

ARTICLE III

A. Annual Membership Meeting. The regular annual meeting of the membership shall be held at a time and place designated by the directors. This meeting shall occur in the month of September. Members will be mailed notification of the annual meeting not less than 14 days before such meeting.

B. Called Membership Meeting. The directors of the Association shall call a special

meeting of the membership as deemed necessary by the directors or membership. The purpose of this meeting shall be to inform the membership of the activities and financial condition of the association. Members will be mailed notification of the called meeting not less than 14 days before such meetings.

C. Voting and Procedure of Membership Meetings. Each meeting of the membership shall be presided over by the President, or in his absence by the Vice President, or, in his absence, the Secretary. Each member shall be entitled to one vote for each tract of land owned by such member. It shall be required that 51% of the membership be voted in favor of each resolution, issue or motion, including election and recall of directors, otherwise, the matter being vote upon shall be deemed to be not supported by the membership.

ARTICLE IV

A. Number of Directors. The number of directors shall be three (3).

B. Authority of Directors. The directors of the corporation, acting as a group, shall have the general management of the business and affairs of the corporation.

C. Election of Directors. Directors of the company shall be elected by the membership at the annual membership meeting.

D. Term of Office of Directors. Unless removed in accordance with these By Laws, each director shall hold office for the term of one year from his election and until his successor shall have been elected.

E. Annual meeting of Directors. Immediately following the election of each new Board of Directors, such newly elected directors shall meet for the purpose of election of officers and for such other business as the directors may desire to transact.

F. Called Meeting of Directors. The President or majority of the directors may call special meetings of the directors, such call to be by written notice delivered to each director at least two days before such meeting, which notice may be waived by the directors by a written instrument.

G. Voting and Procedure of Directors Meeting. Each director meeting shall be presided over by the Chairman of the Board of Directors who shall be elected by the directors among themselves at the annual meeting. A quorum for the transaction of business shall be two directors. A majority of the quorum shall decide all matters voted upon.

H. Removal of Directors. Removal of directors shall require a majority vote of the

membership. Request for a recall vote must be accompanied by a petition signed by 25% of the membership.

ARTICLE V

A. Number of Officers. The officers of the corporation shall be a President, at least one Vice President, a Secretary, a Treasurer and such assistant secretaries, assistant treasurers, or other officers as may be elected by the Board of Directors. Any two of more offices may be held by the same person except the President and the Secretary shall not be the same person.

B. Election and Term of Officers. The officers of the corporation shall be elected by the directors at the annual directors meeting and shall serve for the term of one year and until his successor shall have been duly elected.

C. Removal of Officers. Any officer of the corporation may be removed at any time by the directors without cause, but such removal shall be without prejudice to the contract right, if any, of the person so removed.

D. Vacancy of Office. A vacancy in any office may be filled by the directors for the unexpired portion of the term.

E. Duties of Officers. Each officer of the corporation shall have all the rights, powers, duties, and privileged usually incident to his respective office in an ordinary private corporation for profit.

F. Salaries of Officers and Directors. No salaries shall be paid to the officers and directors of the corporation, however, their membership dues will be abated throughout the course of the time served.

ARTICLE VI

A. Certificate of Membership. Certificates representing membership in the corporation shall be in the form of a signed membership roster. The roster shall be signed by the President or Vice President and by the Secretary or Assistant Secretary.

ARTICLE VII

A. Seal. The corporation shall have no corporate seal.

B. Amendment of by-laws. These by-laws may be amended by the membership upon the affirmative vote of 51% of the membership in the corporation.

I hereby certify that the above and foregoing By Laws were adopted by the Board of Directors of Lakewood Country Estates Landowners Association and its members by ballot in the month of March 1987.

ARTICLE VIII

A. LCELA Members (dues payments are up to date) must register when using the Lake facilities by recording their names and the number in their parties in the box near the entrance of the lake.

B. Non-members must be accompanied by members when using the lake facilities. This rule does not apply to immediate family members not living at home, or any family members living at home. Non-adult family members (nineteen years or younger) can bring up to three friends during a visit.

C. Members must register with directors if they camp overnight at the lake or if they wish to reserve the lake pavilion for their family.

D. Members are allowed only one guest boat per visit.

E. Each member is responsible for cleaning up his/her trash while at the lake.

F. No admission will be charged by members to guests using the lake facilities.

G. Parties of ten or more people require a majority approval from the board of directors.

H. The allowed hours of use for the lake and park area is 6:00 am until 10 pm. The lake and park are closed after 10 pm, unless prior approval has been provided by the board of directors.

I. Lake restrictions include:

- All fishing is catch and release only.
- Motorized boating with electric trolling motors. No personal water craft or wave runners permitted.
- Canoeing and kayaking are permitted.
- Swimming is permitted. Swimmer assumes all risks.

J. The board of directors, at its sole discretion and with just cause, can revoke the membership of an LCELA member and impose a fine. Such revocation removes the ability of the member, family and friends to access the LCELA Park for a period of time determined by the Board of Directors. Just cause for this revocation includes, but is not limited to:

- Non-adult family members using the lake after dark or bringing more than three (3) friends to the Park without adult supervision.
- Not honoring the catch and release program for fishing.
- Using a motorized boat with an engine greater than 25 hp.

- Allowing friends or other non-members to gain access to the Park without an LCELA member being present.

- The LCELA member, their family or friends causing damage to be done to grounds and facilities in LCELA Park including the gate, the pavilion, the jetty and the electrical services. In such events the individuals responsible will also be required to pay replacement costs for all damage done.

Adopted by Ballot March 1987

article II-C amended

9/24/93

article II-A,III-A,III-B, IV-E,VI-A and VI-B amended 9/30/96

Adopted by ballot

10/9/2005

New Article VIII