321266

File No.
County Clerk, Aransas County, Texas

Certificate of Recording for Harbor Oaks Community

a residential subdivision in
Aransas County, Texas

Effective Date: The date of the below notary acknowledgment of signature

Association: Harbor Oaks Property Owners' Association, Inc.

Residential Subdivision: HARBOR OAKS, a subdivision in Aransas County, recorded in the Map Records of Aransas County, Texas, as supplemented, replatted and amended from time to time, including all units and phases.

The undersigned certifies that the attached Dedicatory Instruments consisting of 19 pages (excluding this page) constitute, on this day, the only unrecorded governing instruments covering the establishment, maintenance, and operation of the Residential Subdivision which is regulated by the Association.

ASSOCIATION:

HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

By: C R Powers
Name: Charles B Powers
Title: President

STATE OF TEXAS
COUNTY OF ARANSAS

This instrument was acknowledged before me on the 18 day of January, 2012, by Charles B Powers, the President of HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC., a Texas corporation, on behalf of said corporation.

MAMIE FLORES
MY COMMISSION EXPIRES
July 8, 2014

Mamie Flores
Notary Public, STATE OF TEXAS

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TO BE RECORDED IN THE REAL PROPERTY RECORDS OF ARANSAS COUNTY, TEXAS, PURSUANT TO TEXAS PROPERTY CODE §202.006.

ALTERNATIVE PAYMENT SCHEDULE GUIDELINES FOR HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

ASSOCIATION: Harbor Oaks Property Owners' Association, Inc.

SUBDIVISION: All of the Harbor Oaks community, being all of the real property that is subject to the Protective Restrictions and Covenants and Landowners' Agreement for Harbor Oaks recorded in Aransas County, Texas, including the property as shown in the Map Records of Aransas County, Texas, as supplemented, replatted and amended from time to time, including all units and phases.

PURPOSE:

The purpose of these Guidelines is to comply with the minimum requirement of Texas Property Code Section 209.0062 effective January 1, 2012, which requires a property owners' association composed of more than 14 lots to adopt and comply with alternative payment schedule guidelines.

ALTERNATIVE PAYMENT SCHEDULE GUIDELINES:

Effective January 1, 2012, Harbor Oaks Property Owners' Association, Inc., will provide delinquent owners an alternative payment schedule by which an owner may make partial payments to the Association for delinquent regular or special assessments or any other amount owed to the Association without accruing additional monetary penalties. For purposes of these guidelines, monetary penalties do not include reasonable costs associated with administering the payment plan or interest. Owners will be provided an alternative payment plan to repay the balance due in at least three equal monthly installments of principal, with interest accruing at the rate charged all delinquent owners, and reasonable costs associated with administering the payment plan.

CONSTRUCTION.

These Guidelines replaces any existing similar guidelines for the Association. These

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Guidelines may not be construed to prevent the Board of Directors from adopting, amending, and restating, from time to time, one or more additional administrative guidelines pertaining to alternative payment schedules for the Association. This provision may not be construed as a duty of the Board of Directors to adopt such additional administrative guidelines.

EFFECTIVE DATE.

These Guidelines are adopted by the Board of Directors to be effective from January 1, 2012.

APPLICABILITY.

These Guidelines apply only with respect to delinquent accounts occurring on or after January 1, 2012.

By signing below, the undersigned certifies that the Board of Directors of Harbor Oaks Property Owners' Association, Inc., adopted these Guidelines to ensure that the Association complies with requirements of State Law, and that the Board of Directors instructed the undersigned to execute these Guidelines and effect its recording on behalf of the Association.

HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

By: _____
Name: Charles B Powers
Title: President

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TO BE RECORDED IN THE REAL PROPERTY RECORDS OF ARANSAS COUNTY, TEXAS, PURSUANT TO TEXAS PROPERTY CODE §202.006.

THIS UPDATES & ENTIRELY REPLACES ANY PREVIOUSLY RECORDED RECORDS PRODUCTION & COPYING POLICY FOR THIS SUBDIVISION.

RECORDS PRODUCTION AND COPYING POLICY FOR HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

ASSOCIATION: Harbor Oaks Property Owners' Association, Inc.

SUBDIVISION: All of the Harbor Oaks community, being all of the real property that is subject to the Protective Restrictions and Covenants and Landowners' Agreement for Harbor Oaks recorded in Aransas County, Texas, including the property as shown in the Map Records of Aransas County, Texas, as supplemented, replatted and amended from time to time, including all units and phases.

PURPOSE: The purpose of this Policy is to comply with the requirement of Texas Property Code Section 209.005(i) effective Jan. 1, 2012.

AUTHORITY TO RECOVER COSTS:

If an Open Records request is made to the Association, the Association may charge the requestor all reasonable costs of materials, labor, and overhead for compiling, producing, and reproducing the requested information.

CHARGES:

The rates which the Association may charge an owner are the same as the maximum permitted rates published in Section 70.3 of the Texas Administrative Code ("T.A.C.") (Title 1, Part 3, Chapter 70). The charges shown on Prescribed Costs to Owners are SOME of the T.A.C. rates in effect on the date this Policy is adopted and will be deemed to change automatically with changes in the State's maximum permitted rates for Public Information requests.

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PRESCRIBED COSTS TO OWNER:

Copy Charges:

Electronic image transmitted by email - no copy charge

Electronic image downloaded to USB drive - actual cost of drive

Standard paper copy or scan (letter or legal size) - $0.10 per page (double sided is 2 pages)

Oversize paper copy or scan (such as 11x17) - $0.50 per page

Diskette or CD - $1.00

DVD - $3.00

Labor Charge:

No labor charge if the request is for 50 or fewer pages of information, unless the records must be retrieved from a storage facility that is remote from the processor's office.

$15.00 per hour, in 1/4 hour increments, for actual time to locate, compile, manipulate data, reproduce information, and (if necessary) redact confidential information, for requests of more than 50 pages and for records in remote storage.

No labor charge for time spent to review the requested information to determine if the information qualifies for an exemption from Open Records

Overhead Charge:

No overhead charge if the request is for 50 or fewer pages of information. Otherwise, the overhead charge is 20 percent of the labor charge.

Remote Document Retrieval Charge:

If the requested information is stored with a commercial records storage company that charges a fee to deliver and return stored records, the Association may seek reimbursement of the third-party fee from the owner if the request otherwise qualifies for a labor charge.

Other Charges:

Actual postage and shipping charges if necessary to transmit the reproduced information to the owner.

Actual cost of miscellaneous supplies, such as boxes, if used to produce the requested information.

If the Association accepts payment by credit card, the Association may recoup the amount of any actual transaction fee charged by the credit card company for the privilege.

No sales tax.

SAVINGS CLAUSE:

Notwithstanding anything to the contrary in any writing or communication made by the Association, the Association will not in any event be entitled to receive or collect Open Records charges from an owner in amounts greater than the maximum amounts permitted by applicable law. If from any circumstances whatsoever the Association charges or receives an amount in excess of the maximum charges permitted by law, the excess amount will be reimbursed to the owner.

WAIVER:

The Association may reduce or waive some or all of the charges addressed by this Policy on a request-by-request basis, without waiving the right to charge such fees on future requests.

PAYMENT:

The Association may require advance payment of the estimated charges addressed by this Policy. Within 30 business days after delivering the requested information, the Association will provide the owner with an invoice of the actual costs. If the actual costs are less than the prepaid estimated charges, the Association will refund the difference to the owner within 30 business days after sending the invoice. If the actual costs are greater than the prepaid estimated charges, the difference is due and payable to the Association by the owner within 30 business days after the invoice is sent to the owner, after which time the Association may add the unpaid amount to the owner's assessment account.

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By signing below, the undersigned certifies that the Board of Directors of Harbor Oaks Property Owners' Association, Inc. adopted this Policy to ensure that the Association complies with requirements of State Law, and that the Board of Directors instructed the undersigned to execute this Policy and effect its recording on behalf of the Association.

HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

By: _____
Name: Charles B Powers
Title: President

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TO BE RECORDED IN THE REAL PROPERTY RECORDS OF ARANSAS COUNTY, TEXAS, PURSUANT TO TEXAS PROPERTY CODE §202.006.

THIS UPDATES & ENTIRELY REPLACES ANY PREVIOUSLY RECORDED RECORDS RETENTION POLICY FOR THIS SUBDIVISION.

RECORDS RETENTION POLICY
FOR
HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

ASSOCIATION: Harbor Oaks Property Owners' Association, Inc.

SUBDIVISION: All of the Harbor Oaks community, being all of the real property that is subject to the Protective Restrictions and Covenants and Landowners' Agreement for Harbor Oaks recorded in Aransas County, Texas, including the property as shown in the Map Records of Aransas County, Texas, as supplemented, replatted and amended from time to time, including all units and phases.

PURPOSE: The purpose of this Policy is to comply with the minimum requirement of Texas Property Code Section 209.005(m) effective Jan. 1, 2012, which requires a property owners' association composed of more than 14 lots to adopt and comply with a records retention policy.

EFFECTIVE DATE: This Policy is adopted by the Board of Directors to be effective date from January 1, 2012.

RECORDS RETENTION REQUIREMENTS:

Effective January 1, 2012, Harbor Oaks Property Owners' Association, Inc. will retain the following records for the below-stated periods of time, being the stated minimum requirements of Texas Property Code Section 209.005(m):

(1) certificates of formation, bylaws, restrictive covenants, and all amendments to the certificates of formation, bylaws, and covenants shall be retained permanently;

(2) financial books and records shall be retained for at least seven years;

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(3) account records of current owners shall be retained for at least five years;

(4) contracts with a term of one year or more shall be retained for at least four years after the expiration of the contract term;

(5) minutes of meetings of the owners and the board shall be retained for at least seven years; and

(6) tax returns and audit records shall be retained for at least seven years.

CONSTRUCTION:

The Policy replaces any existing documents retention policy for the Association. The Policy may not be construed to prevent the Board of Directors from adopting, amending, and restating, from time to time, one or more additional administrative policies pertaining to the retention of documents, records, and information of the Association, and policies pertaining to the retention, storage, and destruction of other types of documents, records, and information of the Association. This provision may not be construed as a duty of the Board of Directors to adopt such additional administrative policies.

APPLICABILITY:

This Policy applies only with respect to books and records of the Association generated on or after January 1, 2012.

By signing below, the undersigned certifies that the Board of Directors of Harbor Oaks Property Owners' Association, Inc. adopted this Policy to ensure that the Association complies with requirements of State Law, and that the Board of Directors instructed the undersigned to execute this Policy and effect its recording on behalf of the Association.

HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

By: _____
Name: Charles B Powers
Title: President

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BYLAWS
OF
HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.
(As amended January 21, 2005)

ARTICLE I

Section 1: PRINCIPAL OFFICE - The principal office shall be established and maintained in Aransas County, Texas.

ARTICLE II

Section 1: OBJECTIVES

A. Uniform action by members to maintain a high quality subdivision and to monitor the Protective Restrictions and Covenants as outlined in the Landowners' Agreement, Harbor Oaks, Unit I, which appears of record in Volume 150, Pages 321 through 330 and Protective Restrictions and Covenants and Landowners' Agreement, Harbor Oaks, Unit 2, which appears of record in Volume 182, Pages 288 through 304, of the Deed Records of Aransas County, Texas, and any other units created or established by Canoe Lake Corporation adjacent to or part of Harbor Oaks. It is the purpose of this Association to be a non-profit organization referred to in paragraph 7, Section VI of said Landowners' Agreement, and to request that all common areas and the Maintenance Fund be transferred to it, and that it assume all the power, rights, liens, responsibilities, duties and authority of Section VI of said Landowners' Agreement, and shall place special attention and emphasis on the following:

1. Uniform action to assure that property owners arrange for mowing and improving the appearance of their properties.

2. Continuous monitoring boat ramp and channel conditions to eliminate debris hazardous to navigation, and debris detrimental to the use and appearance of the boat ramp and channel area external to designated mooring areas.

3. Support city ordinances which control boat traffic speed in Canoe Lake and canals and enforce prohibition of permanent or transitory living of over one calendar month aboard boat, barge, houseboat or other floating device in any common water areas of Harbor Oaks.

4. Arrange for regular service and maintenance of common areas including payment of appropriate taxes.

5. Any other projects or problems associated with this subdivision which may arise which this Association could and should give special emphasis and attention.

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ARTICLE III

Section 1: MEMBERSHIP - In accordance with Subparagraph #7, Section VI of the Landowners' Agreement, this Association shall be the successor in interest to the Trustee and all property owners of the original 138+ acres Harbor Oaks Subdivision shall be eligible to be members of this Association. Owners of property not divided into residential lots shall be eligible to become members of this Association.

Section 2: MEMBERSHIP ELIGIBILITY - All Harbor Oaks Property Owners are automatically members of Harbor Oaks Property Owners Association.

Section 3: MAINTENANCE CHARGE - An annual maintenance charge shall be payable annually in advance and shall provide a fund for maintenance as provided for in the Landowner's Agreement. The amount of the annual maintenance charge shall be calculated on the basis of the approximate total square feet of land owned in the Subdivision by each property owner. The maximum annual maintenance charge shall be one and one-half cents ($0.015) per square foot for each water-front and three-quarter cent ($0.0075) per square foot for each water-view lot.

Section 4: SPECIAL ASSESSMENTS - With proper notice, the members may at any annual or special meeting vote and establish special assessments and/or dues for other projects associated with Harbor Oaks Subdivision for which the maintenance fund may not be used. Separate account records shall be maintained for monies received from special assessments and/or dues. A default for more than 90 days in payment of such special assessments and/or dues shall render a member ineligible to vote until default is corrected; but such default would not make a member subject to the lien provisions of Sub-paragraph 5 of Section VI of said Landowners' Agreement.

Section 5: PLACE OF MEETING - The annual meeting of members shall be held in Aransas County, Texas at the place therein determined by the Directors and set forth in the notice thereof, but other meetings of the members may be held at such place or places as shall be fixed by the Directors and stated in the notice of the meeting.

Section 6: ANNUAL ELECTION OF DIRECTORS - The annual meeting of members for the election of Directors, approval of an annual budget, and the transaction of other business shall be held each year, commencing in 1978, on the third Sunday of January at 2 P.M. At each annual meeting the members entitled to vote shall elect a Board of Directors and they may transact such other corporate business as shall be stated in the notice of the meeting. In the event of a change of the time or place of a meeting for the election of Directors, as fixed by the Bylaws, such change shall be made within thirty (30) days next preceding the day on which such election is to be held. At which time, notice of any change in such time or place for such election of Directors shall be given to each member entitled to vote, in person, or by letter mailed to his last known post office address.

Section 7: VOTING - Each member current in payment of maintenance charges and special assessments shall be entitled to one vote for each lot owned on each matter submitted to a vote of a meeting of members. Areas not divided into residential lots shall be allocated a number of votes equal to the number that such area would have if subdivided into average size residential lots; such number to be allocated by the Board of Directors, whose decision shall be final unless clearly unreasonable or arbitrary. Such votes may be cast by a representative of the owner member, or if ownership is vested in more than three (3) joint owners, the votes may be divided between owners' representatives, each of whom shall be a member of the Association.

All elections for Directors shall be decided by plurality vote; all other questions shall be decided by a majority of the members present, or represented by proxy at a meeting at which a quorum is present, shall be the act of the members meeting.

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

Section 8: VOTING LISTS - The officer or agent having charge of the corporations' membership books shall make, at least ten (10) days before each meeting of members, a complete list of the membership entitled to vote at such meeting or any adjournment thereof. Such list shall be arranged in alphabetical order, with the address of each member, which list, for a period often (10) days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any member at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member during the whole time of the meeting. The original membership books shall be prima-facie evidence as to who are members entitled to examine such list of membership and to vote at any meeting of the membership.

Section 9: QUORUM - Members holding thirty (30) percent of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum. The vote of the members of a majority of the votes entitled to be cast and thus represented at a meeting at which a quorum is present shall be the act of the members meeting, unless the vote of a greater number is required by law.

Section 10: SPECIAL MEETING - Special meetings of the members for any purpose or purposes may be called by the President or the Board of Directors, and shall be called upon a requisition therefor, stating the purpose or purposes thereof, delivered to the President or Board of Directors, signed by ten (10) percent of the members entitled to vote at such meeting.

Section 11: NOTICE OF MEETINGS - Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) days nor more than thirty (30) days before the date

of the meeting, either personally or by mail, by or at the direction of the President, the Board of Directors, or the person or persons calling the meeting, to each member eligible to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage prepaid thereon.

To the extent applicable, Robert's Rules of Order shall govern the conduct and procedure at all members' meeting.

Section 12: ACTION WITHOUT MEETING - Any action required may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by one hundred (100) percent of the members entitled to vote with respect to the subject matter thereof and then delivered to the Secretary of the corporation for inclusion in the minute book of the corporation.

ARTICLE IV
DIRECTORS

Section 1: MANAGEMENT - The business and affairs of the corporation shall be managed by a Board of Directors who will be responsible for carrying out the objectives of the Association.

Section 2: QUALIFICATIONS - To qualify as a Director of the Association the person must be a property owner, member of the Association and current in all special assessments, dues and maintenance charges. Husband and wife may not serve as a Director at the same time. It is recommended that Directors be permanent residents in the Rockport area, however, this is not mandatory.

Section 3: NUMBER - The number of directors shall be seven (7). The directors shall be elected at the annual meeting of the members and each director shall be elected to serve until his successor shall be elected and shall qualify. Directors and officers shall serve without compensation.

Section 4: VACANCIES - If the office of any Director or other officers become vacant, the remaining Directors in office, by a majority vote, will appoint any qualified person to fill such vacancy, who shall hold office for the unexpired term and until his successor shall be duly chosen. The vacancy will be filled within thirty (30) days after the position becomes vacant.

Section 5: RESIGNATIONS - Any Director, member of a committee or other officer may resign at any time. Such resignation shall be made in writing, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

Section 6: REMOVAL - Any Director may be removed from his position as Director, either with or without cause, at any time by the affirmative vote of a majority of all members entitled to vote, at a special meeting of the membership called for that purpose.

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Section 7: INCREASE IN NUMBER - In the event of the creation of one or more new Directorships by amendment of these Bylaws, then any Directorship to be filled by reason of such an increase in the number of Directors shall be filled by election at an annual meeting of the members or a special meeting of the membership called for that purpose.

Section 8: QUORUM - A majority of the number of Directors shall constitute a quorum for the transaction of business. An act with agreement by a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless otherwise specifically required by law or by these Bylaws.

Section 9: MEETINGS - A regular meeting of the Board of Directors shall be held without other notice than this Bylaw immediately after and at the same place as the annual meeting of the membership. The Board of Directors may provide, by resolution, the time and place for the holding of additional meetings without other notice than such resolution.

Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. Notice of the call of a special meeting shall be in writing and delivered for transmission to each of the Directors not later than during the third day immediately preceding the day for which such meeting is called. Notice of any special meeting may be waived in writing signed by the person or persons entitled to such notice, such waiver may be executed at any time before or after the time herein specified for the giving of such notice, but not later than the time specified in such notice for the holding of such special meeting. Attendance of a Director at a special meeting shall constitute a waiver of notice of such special meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business or the meeting is not lawfully called or convened.

Neither the business proposed to be transacted, nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of the notice of such meeting.

Section 10: PLACE OF MEETING - Unless otherwise specifically provided in these Bylaws, all meetings of the Board of Directors shall be held at the principal place of business of the corporation; provided, however, this provision of these Bylaws may be waived as to any particular meeting by written waiver signed by all of the Directors before the holding of such meeting, and this provision shall be considered as waived as to any particular meeting by the attendance of all of the Directors at such meeting without objection by any one of them at the time of convening of such meeting that such meeting is not being convened and held at the principal place of business of the corporation.

ARTICLE V
OFFICERS

Section 1: NUMBER - The officers of the corporation shall be a President, a Vice President, and a Secretary -Treasurer, or other officers may be elected by the Board of Directors. No two or more offices may be held by the same person, except the offices of Secretary and Treasurer may be combined.

Section 2: ELECTION AND TERM OF OFFICE - The officers of the corporation shall be elected annually by the Board of Directors at the first meeting of the Board of Directors held after each annual meeting of the membership or as soon thereafter as vacancies may be filled or new offices filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner herein provided. Term of office will be two years with four Directors being elected on even numbered years and three Directors on odd numbered years.

Section 3: REMOVAL - Any officer or agent or member of the executive committee elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4: VACANCIES - A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5: DUTIES OF OFFICERS - The duties of the officers of the corporation shall be as follows:

PRESIDENT: The President shall be the principal executive officer of the corporation and shall be in general supervision and control of all of the business affairs of the corporation. He shall preside at all meetings of the members and the Board of Directors. He shall sign, with the secretary or an assistant secretary, contracts or other instruments which the Board of Directors has authorized to be executed, except in case where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general he shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time, including the appointment of committees.

VICE-PRESIDENT: In the absence of the President, or in the event of his inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

TREASURER: If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors: (b) in general

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perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Board of Directors. The Treasurer shall present a detailed accounting of all receipts and disbursements for the past year at each annual meeting.

SECRETARY: The secretary shall (a) keep the minutes of the members' and the Board of Directors meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records; (d) keep a register of the post office address of each member; (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board of Directors.

ASSISTANT TREASURERS AND ASSISTANT SECRETARIES: If appointed, assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned by the Treasurer or the Secretary respectively, or by the President or the Board of Directors.

ARTICLE VI
MISCELLANEOUS

Section 1: CONTRACTS - The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2: CHECKS, DRAFTS, ETC. - All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3: DEPOSITS - All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may elect.

Section 4: BUDGET - The annual budget is an estimate of funds to be expended in the categories identified and after approval by majority vote of the membership of the Board of Directors shall be empowered to contract for and pay for services described in the budget. The Board of Directors cannot commit to financial expenditures in excess of funds currently available in Harbor Oaks Property Owners Association funds without the specific approval of a majority of the members present or represented by proxy at an annual or special meeting at which a quorum is present. All contracts and disbursements must be approved by a majority vote of the Board of Directors. All expenditures in excess of budgeted amounts must be identified to the membership at the next annual meeting.

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ARTICLE VII
FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January in each year and end on the 31st day of December in each year.

ARTICLE VIII
AMENDMENT OF BYLAWS

These Bylaws may be amended by the membership at any annual meeting of the membership, or at any special meeting of the membership called for the purpose of amending said Bylaws with notice given as to the manner in which said Bylaws are to be amended.

SEW:lo 6/18/75

321266

File No.
County Clerk, Aransas County, Texas

Filed in the Office of the
Secretary of State of Texas
This 23 day of Jun 1975
Deputy Director, Corporation Division

ARTICLES OF INCORPORATION
OF
HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one (21) years or more, all of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation is HARBOR OAKS PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The exclusive purpose for which the corporation is organized is to promote the public interest in HARBOR OAKS SUBDIVISION, and all Sections of said Subdivision adjacent to the City of Rockport in Aransas County, Texas, as shown by map or plat thereof recorded in Volume 3, page 39 of the Plat Records of Aransas County, Texas, including, but not limited to, the enforcement of the Dedications and Restrictions governing said Subdivision, as recorded in the office of the County Clerk of Aransas County, Texas, which said covenants and restrictions run with the land therein referred to, and are binding on all corporations and persons claiming any of said property.

ARTICLE FIVE

The address of the initial registered office of the corporation is 2206 Cape McCann, Rockport, Aransas County, Texas 78382, and the name of its initial registered agent at such address is MARY ALBERT.

ARTICLE SIX

The number of Directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial Directors are:

MARY ALBERT 2206 Cape McCan; Rockport, Texas 78382

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J. V. ADAMS 2203 Lakeview Drive; Rockport, 78382

C. P. ERNSTER, JR. Cape McCan; Rockport, Texas 78382

ARTICLE SEVEN

The corporation is to have one class of membership, to be known as regular membership, which shall consist of all owners of property in HARBOR OAKS SUBDIVISION.

ARTICLE EIGHT

The name and address of each Incorporator is:

MARY ALBERT 2206 Cape McCan; Rockport, Texas 78382

J. V. ADAMS 2203 Lakeview Drive; Rockport, Texas 78382

C. P. ERNSTER, JR. Cape McCan; Rockport, Texas 78382

ARTICLE NINE

No part of the net earnings of this corporation shall ever inure to the benefit of any member of this corporation. All of the income of this corporation shall consist of amounts collected from members of this corporation for the sole purpose of meeting the losses and expenses of maintaining the aforesaid canals, waterways and other quasi-public areas.

ARTICLE TEN

In the event of dissolution, the assets of this corporation shall be applied and distributed as follows:

A. All liabilities and obligations of the corporation shall be paid, satisfied and discharged. In case its property and assets are not sufficient to satisfy or discharge all the corporate liabilities and obligations, the corporation shall apply them so far as they will equitably and justly discharge said liabilities and obligations on a pro rata basis.

B. Assets held by the corporation upon contingency or condition requiring return, transfer or conveyance, which said contingency or condition occurs by reason of dissolution, shall be returned, transferred or conveyed in accordance with such contingency or condition.

C. All remaining assets, if any, may be distributed to a corporation or other entity qualified as an exempt charitable or educational organization under the provisions of Section 501 (a) of the Internal Revenue Code of 1954 and its amendments or to the State of Texas for use and distribution by the Parks

File No. 321266
County Clerk, Aransas County, Texas

and Wildlife Commission, Region V, Headquarters at Rockport, Aransas County, Texas.

IN WITNESS WHEREOF, we have hereunto set our hands this _____ day of June, 1975 in DUPLICATE ORIGINALS.

Mary Albert
MARY ALBERT

J. V. ADAMS

C. P. ERNSTER, JR.

THE STATE OF TEXAS]
COUNTY OF ARANSAS]

I, Louise Stacker a Notary Public, do hereby CERTIFY that on this the 31st day of August, 1975, personally appeared before me MARY ALBERT, J. V. ADAMS and C. P. ERNSTER, JR., 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.

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

Louise Stacker
Notary Public, Aransas County, Texas
My commission expires June 1, 1977.

STATE OF TEXAS
COUNTY OF ARANSAS

I hereby certify that this instrument was FILED on the date and at the time affixed hereon by me and was duly RECORDED in the OFFICIAL PUBLIC RECORDS of ARANSAS COUNTY, TX, as stamped hereon by me on 1-19-2012

Peggy L. Friebele
PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS

FILED FOR RECORD IN OPR
AT 1:24 P.M. 20/92

INDEXED JAN 18 2012

SCANNED

PEGGY L. FRIEBELE, COUNTY CLERK
ARANSAS COUNTY, TEXAS

Filed by Harbor Oaks Property Owners Assoc. Inc.
Return to: Charles B. Powers
1815 Baywood Dr.
Rockport, Tx 78382