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Denton County
Cynthia Mitchell
County Clerk

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Parties:

Direct- GRAYHAWK ASSOCIATION OF HOMEOWNERS INC
Indirect-

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***** THIS PAGE IS PART OF THE INSTRUMENT *****

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.



THE STATE OF TEXAS)
COUNTY OF DENTON)

I hereby certify that this instrument was FILED in the File Number sequence on the date/time printed hereon, and was duly RECORDED in the Official Records of Denton County, Texas.

C Mitchell

County Clerk
Denton County, Texas

AFTER RECORDING, PLEASE RETURN TO:

Judd A. Austin, Jr.
Henry Oddo Austin & Fletcher, P.C.
1700 Pacific Avenue
Suite 2700
Dallas, Texas 75201

**FIRST SUPPLEMENTAL
CERTIFICATE AND MEMORANDUM OF RECORDING
OF ASSOCIATION DOCUMENTS FOR GRAYHAWK
ASSOCIATION OF HOMEOWNERS, INC.**

STATE OF TEXAS §
 §
COUNTY OF DENTON §

The undersigned, as attorney for the Grayhawk Association of Homeowners, Inc., for the purpose of complying with Section 202.006 of the Texas Property Code and to provide public notice of the following dedicatory instrument affecting the owners of property described on Exhibit B attached hereto, hereby states that the dedicatory instrument attached hereto is a true and correct copy of the following:

First Amendment to the Bylaws of Grayhawk Association of Homeowners, Inc. - (Exhibit "A").

All persons or entities holding an interest in and to any portion of property described on Exhibits B attached hereto are subject to the foregoing dedicatory instrument.

IN WITNESS WHEREOF, the Grayhawk Association of Homeowners, Inc. has caused this First Supplemental Certificate and Memorandum of Recording of Association Documents to be filed with the office of the Denton County Clerk and supplements that certain Certificate and Memorandum of Recording of Association Documents for Grayhawk Association of Homeowners,

Inc. filed on July 24, 2008, and recorded as Instrument No. 2008-80969 in the Official Public Records of Denton County, Texas.

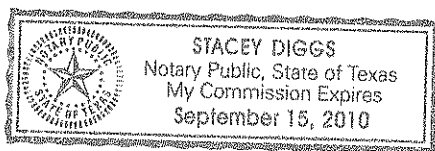
**GRAYHAWK ASSOCIATION
OF HOMEOWNERS, INC.**

By: *Judd A. Austin, Jr.*
Its: Attorney

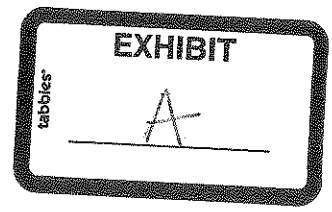
STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Judd A. Austin, Jr., attorney for Grayhawk Association of Homeowners, Inc., known to me to be the person whose name is subscribed on the foregoing instrument and acknowledged to me that he executed the same for the purposes therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND AFFIRMED SEAL OF OFFICE on this 15th day of December, 2009.



Stacey Diggs
Notary Public, State of Texas



FIRST AMENDMENT TO THE BYLAWS of GRAYHAWK ASSOCIATION OF HOMEOWNERS, INC.

STATE OF TEXAS § KNOW ALL MEN BY THESE PRESENTS
COUNTY OF DENTON §

This First Amendment to the Bylaws of the Grayhawk Association of Homeowners, Inc. (the "Association") is effective as of the 2nd day of December, 2009 by the Association:

WITNESSETH:

WHEREAS, Article XVI of the Bylaws of Grayhawk Association of Homeowners, Inc. (the "Bylaws") provides that the Bylaws may be amended by the members at any regular or special meeting; and

WHEREAS, the Annual Meeting for Grayhawk Association of Homeowners, Inc. was held on December 2, 2009 and quorum was established and verified; and

WHEREAS, the votes of the holders of fifty-one percent (51%) or more of the members represented at the meeting, present in person or represented by proxy, approved this amendment;

NOW THEREFORE, the Bylaws of the Association are hereby amended as follows:

- (a) Article I, Section 1.01 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 1.01 The registered office of the Association shall be as deemed by the Board of Directors and as currently reflected in the records of the office of the Texas Secretary of State.

- (b) Article III, Section 3.01 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 3.01. All meetings of the Corporation for any purposes shall be held at such time and place, within or without the State of Texas, or by means of conference telephone or similar communication equipment, or by remote electronic communications system, including Internet, as shall be designated by the Board of Directors in the notice of the meeting. If any meeting of the members or of the Board of Directors or of a committee designated by the Board of Directors is to be held by

such remote electronic communications system, including Internet, then: (1) each person entitled to participate in the meeting must consent to the meeting being held by means of that system; and (2) the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant.

- (c) Article III, Section 3.03 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 3.03 Annual meetings of the members, commencing with the year 2010, shall be held at a time and day to be selected by the Board of Directors, within ninety (90) days before the closing of the Corporation's fiscal year. At the meeting, the members shall elect a Board of Directors and transact such other business as properly may be brought before the meeting.

- (d) Article III, Section 3.05 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 3.05. Written notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purposes for which the meeting is called, shall be delivered not less than then (10) nor more than fifty (50) days before the date of the meeting, either personally or by mail, or by remote electronic communications system, including Internet, by or at the direction of the Secretary, to each member of record entitled to vote at such meeting at the address of their Unit, or such other address as a member gives notice in writing, or such electronic address as a member gives notice in writing. If mailed, such notice shall be prepaid, addressed to the member at his/her address as it appears on the membership books of the Association.

- (e) Article III, Section 3.06 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 3.06 The holders of one-fourth (1/4) of the total votes entitled to be cast at such meeting, present in person or represented by proxy, shall be requisite and shall constitute a quorum at all meetings of the members for the transaction of business. To the extent of any greater requirement for a quorum in the Declaration, this paragraph shall be deemed to amend and supercede the Declaration, unless the Declarant specifically requires otherwise in writing submitted to the Board of Directors. If a quorum is not present or represented at any meeting of the members, the members entitled to vote thereat, present in person or represented by proxy, shall have the power to adjourn the meeting to a time fifteen (15) minutes later, without notice other than announcement at the meeting. At the re-adjournment, the quorum requirement is reduced to ten percent (10%) of the total votes entitled to be cast at such meeting, present in person or represented by proxy. If a quorum is still not reached, the meeting may be adjourned to a time not less than five (5) nor more than sixty (60) days from the original meeting date, without notice other than announcement at the meeting, until a quorum is present or represented, and any business transacted which might have been transacted at the meeting as originally notified.

- (f) Article III, Section 3.08 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 3.08. Each member shall have such voting rights as are set forth in the Declaration. A member may vote either in person or by proxy executed in writing by a member or by his duly authorized attorney; said proxy may be delivered in person, by mail, by facsimile transmission, by electronic message or by any combination of these methods. No proxy shall be valid after eleven (11) months from the date of its execution, unless expressly provided in the proxy. Each proxy shall be filed with the Secretary of the Association prior to or at the time of the meeting. Any vote must be taken by written ballot upon the oral request of any member.

- (g) Article IV, Section 4.05, fifth paragraph (Director terms) of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 4.05. The initial terms of the Directors shall be fixed at the time of their election as they among themselves shall determine. So long as there are seven (7) Directors, the terms of three (3) Directors shall be fixed at two (2) years, and the terms of four (4) Directors shall be fixed at three (3) years. If there are fewer than seven (7) Directors, then the terms of all Directors shall be fixed at two (2) years. In odd numbered years, an odd number of Directors shall be elected. In even numbered years, an even number of Directors shall be elected. At the expiration of the initial term of office of each respective member of the Board of Directors, a successor shall be elected to serve. The members of the Board of Directors shall hold office until their respective successors shall have been elected by the Association.

- (h) Article IV, Section 4.10 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 4.10. If a Chairman of the Board is elected by the Board of Directors in their course of officer elections, the Chairman of the Board shall preside over all meetings of the Board of Directors, and in his absence, the President shall preside over meetings of the Board of Directors.

- (i) Article IV, Section 4.12 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 4.12. 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. The Directors should consider having of approximately one (1) meeting per quarter. However, the Directors shall only be required to have at least one (1) such meeting per year. Notice of the time and place of the meeting shall be communicated to Directors not less than four (4) days prior to the meeting and notice by electronic mail shall be sufficient; provided, however, notice of a meeting need not be given to any Director who has signed a waiver of notice or a written consent to holding of the meeting.

(j) Article IV, Section 4.13 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Section 4.13. Special meetings of the Board of Directors may be called by the Chairman of the Board of Directors or the President and shall be called by any officer on the written request of one (1) Director. Notice of any special meeting of the Board of Directors shall be given to each Director at least four (4) business days before the date of the meeting. Notice by electronic mail shall be sufficient.

(k) Article IV, Section 4.14 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Regular or special meeting may be held by conference telephone or similar communications equipment or by remote electronic communications system, including Internet, pursuant to Article III, Section 3.01 above.

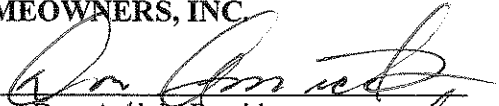
(l) Article V, Section 5.01 of the Bylaws is hereby deleted in its entirety and shall hereinafter read as follows:

Any notice (including written demand) to Directors or members shall be in writing and shall be delivered personally or mailed or sent by electronic mail, to the Directors or members at their respective addresses appearing on the books of the Association.

(m) Article X, Section 10.01(b)(v) of the Bylaws is hereby deleted in its entirety. No hearing shall be held unless requested by the Owner.

SIGNED this 2nd day of December, 2009.

GRAYHAWK ASSOCIATION OF HOMEOWNERS, INC

By: 
Don Arnick, President

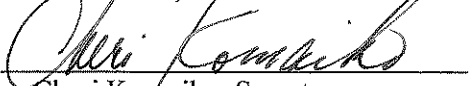
By: 
Cheri Komaiko, Secretary

EXHIBIT B

Those tracts and parcels of real property located in the City of Frisco, Denton County, Texas and more particularly described as follows:

- (a) All lots and tracts of land situated in **GRAYHAWK PHASE IV-B, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded in Cabinet V, Slides 363 and 364, Map/Plat Records, Denton County, Texas, Texas; and**
- (b) All lots and tracts of land situated in **GRAYHAWK PHASES VI and VII, an Addition to the City of Frisco, Denton County, Texas, according to the Plat thereof recorded in Cabinet U, Page 793, Map/Plat Records, Denton County, Texas; and**
- (c) All lots and tracts of land situated in **GRAYHAWK PHASE VIII, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded in Cabinet U, Slide 791, of the Map/Plat Records, Denton County, Texas; and**
- (d) All lots and tracts of land situated in **GRAYHAWK Phase V, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded in Cabinet U, Slide 489, Map/Plat Records, Denton County; and**
- (e) All lots and tracts of land situated in **GRAYHAWK Section II, Phase III, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded in Cabinet V, Slide 668-670, Map/Plat Records, Denton County, Texas; and**
- (f) All lots and tracts of land situated in **GRAYHAWK PHASES I and II, an Addition to the City of Frisco, Denton County, Texas, according to the Map thereof recorded in Cabinet U, Pages 262-265, Map/Plat Records, Denton County, Texas; and**
- (g) All lots and tracts of land situated in **GRAYHAWK PHASE IX, an Addition to the City of Frisco, Denton County, Texas, according to**

the Map/Plat thereof recorded in Cabinet V, Page 145, Map/Plat Records, Denton County, Texas; and

- (h) All lots and tracts of land situated in GRAYHAWK PHASE III, an Addition to the City of Frisco, Denton County, Texas, according to the Plat thereof recorded in Cabinet U, Slide 214, Map/Plat Records, Denton County, Texas; and
- (i) All lots and tracts of land situated in GRAYHAWK PHASE X, an Addition to the City of Frisco, Denton County, Texas, according to the Plat thereof recorded in Cabinet V, Slide 147, Map/Plat Records, Denton County, Texas; and
- (j) All lots and tracts of land situated in GRAYHAWK PHASE IV-A, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded in Cabinet U, Slide 491, Map/Plat Records,, Denton County, Texas; and
- (k) All lots and tracts of land situated in GRAYHAWK SECTION II PHASE IV, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded in Cabinet W, Slide 692, Map/Plat Records, Denton County, Texas; and
- (l) All lots and tracts of land situated in GRAYHAWK SECTION II PHASE I, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded as Instrument No. 2006-R0022917 of the Map/Plat Records, of the Plat Records, Map/Plat Records, Denton County, Texas; and
- (m) All lots and tracts of land situated in GRAYHAWK SECTION II PHASE II, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded as Instrument No. 2005-R0097211 of the Map/Plat Records, of the Plat Records, Map/Plat Records, Denton County, Texas; and
- (n) All lots and tracts of land situated in GRAYHAWK PHASE XI, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded as Instrument No. 2005-R0058953 of

the Map/Plat Records, of the Plat Records, Map/Plat Records, Denton County, Texas; and

- (o) All lots and tracts of land situated in GRAYHAWK SECTION II, PHASE V, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded as Instrument No. 2007-R00146073 of the Map/Plat Records, of the Plat Records, Map/Plat Records, Denton County, Texas;**
- (p) All lots and tracts of land situated in GRAYHAWK SECTION II, PHASE VI, an Addition to the City of Frisco, Denton County, Texas, according to the Map/Plat thereof recorded as Instrument No. 2008-R0080121 of the Map/Plat Records, of the Plat Records, Map/Plat Records, Denton County, Texas.**