



OFFICIAL RECORDS INSTRUMENT # _____

(Amends OFFICIAL RECORDS INSTRUMENT # 200212129)

DECLARATION OF LANDOWNERS ASSOCIATION

THE STATE OF TEXAS

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF BASTROP

THAT for and in consideration of the benefits to be obtained and more particularly described herein, the following is and shall be a Declaration of Landowners Association, hereinafter called "Association,"

1. Each owner purchasing a tract or tracts within the hereinafter described property shall automatically become a member of the Association, and shall remain a member until such time as ownership ceases for any reason, at which time membership in the Association shall succeed, pass or transfer to the new owner acquiring ownership rights.
2. The Association shall be the governing and administrative body for all owners for the maintenance of all roads, easements, rights of way or property in common which serves the tract herein described as Exhibit "A" and which is within the boundaries of the property described in Exhibit "B".
3. Each tract shall have one (1) vote per acre. Only one owner representing each tract may exercise the votes allocated to such tract. Proxy votes must be authorized by written statement from owner(s).
4. Each owner shall be bound and obligated to pay and agrees to pay as assessments are made, the per acre proportionate share of the expenses for maintenance. The amount of common expenses assessed against each tract shall be the debt and obligation of each owner, or joint ownership, at the time the assessment is made. The subsequent transfer of ownership shall not terminate any outstanding obligation owed by owner(s).
5. One Hundred Twenty Dollars (\$120.00) per year is hereby established as the assessment rate to be assumed by each purchaser. Assessments shall become due and payable on November 1 of each year beginning in 2010. Owners shall pay a prorated share of the assessment for each month acreage is owned.
6. Assessments shall be paid to MSLA (McElwreath Subdivision Landowners' Association), P.O. Box 564, Red Rock, Texas 78662, each year as assessments become due.
7. All official business of the Association shall be directed or delegated by meetings of the membership and shall be divided into two classes:
 - A) Those matters that may be voted on by landowners (owners) at regular meetings of the Association.

Matters of official business, other than those specified in section (B) below, may be decided at regular meetings of the Association.

In order for a measure to be enacted, it must be approved by a majority of votes by landowners represented at the meeting. Landowners may be represented by physical presence or written proxy.

For any business to be considered valid, at least 15% of McElwreath Subdivision's total acreage and at least 15% of MSLA landowners must be represented at the meeting.

Any deciding majority must include at least 40% of voting landowners represented at the meeting. A person owning one or more tracts of land in the subdivision is considered a single landowner.

B) Those matters that require ballots to be sent to all landowners of record via U.S. Mail.

Such matters shall include (1) Any amendment to the Declaration of Landowners Association, and (2) Creation of and amendments to the basic operational structure and procedures adopted by the Association.

Ballots for such matters shall be created by members or delegates of the Association and approved for mail-out at a subsequent Association meeting using the voting requirements outlined in section (A). Once approved, the ballot shall be mailed to all landowners of record currently known to the Association.

Deposit of these ballots at a U.S. Post Office shall satisfy this requirement. Completed and signed ballots received within 30 days of original postmark, or by the date stated on such ballots, shall be considered valid. Ballots must be signed and dated by a legal landowner for each tract owned. A majority of favorable votes taken from valid ballots shall be required for adoption of any ballot item. At least 25% of the landowners of record must return valid ballots in order for such a vote to be considered valid.

Voting in either case will be based on one vote per acre subject to the stated qualifications.

8. Notice of regular Association meetings, along with proposed agenda items, shall be issued at least 21 days prior to any regular meeting. Good faith attempts shall be made to notify all landowners of such meetings by U.S. mail, electronic mail, or telephone. Additionally, signs shall be posted at the subdivision entrance stating time, date, and location of each meeting. Emergency meetings, which will be defined by the Association, must meet the voting requirements established in section (A); however, such meetings may not be subject to advance notification requirements.
9. In the event any owner shall fail or refuse to pay the owner's proportionate share of the assessment as the same shall become due and payable, then all such assessments which have become due and payable and which have not been paid shall constitute a lien upon owner's tract(s) of land within the property so described in Exhibit "B" exclusively. Such lien shall be prior to all other liens except that such assessment lien shall be subordinate, secondary and inferior to
 - (a) Taxes by State or County
 - (b) Liens due under mortgage, Vendor's Lien or Deed of Trust filed for record prior to date payment for such assessment became due and payable
 - (c) All liens securing any loan made to a purchaser for any part of the purchase price of said tract of land from the developer.

Trustee, his agents, successors or assigns, shall have the full right to enforce the covenants herein contained.

Addendum to McElwreath Subdivision Landowners Association

Certification of Approval - January 18, 2010

Petition to Modify McElwreath Subdivision
"Declaration of Landowners Association"
December 21, 2009

A petition to change Section 5 of the "Declaration of Landowners Association" for the McElwreath Subdivision Landowners Association (MSLA) in Bastrop County, Texas was mailed to the MSLA membership in November of 2009 in accordance with Section 7 of the "Declaration of Landowner's Association". The material purpose of the petition was to raise annual road fees from \$2.00 per acre per year to \$120.00 per landowner per year, regardless of the acreage or number of tracts owned. The change was voted upon by the MSLA membership via mail-in ballot and is hereby certified by the current Acting Chairman and Committee Member to have been approved by a majority vote as defined by Section 7 of the "Declaration of Landowners Association".

The final vote tally was:

Approving Votes: Thirty (30) landowners (490.151 acres)
(constitutes 38.9% of owners & 42.58% of acres)

Disapproving Votes: Twelve (12) landowners (119.638 acres)
(constitutes 15.58% of owners & 10.39% of acres)

Linda Laughinghouse

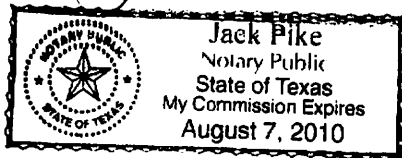
Linda Laughinghouse, Acting Chairman

Chris Erlon

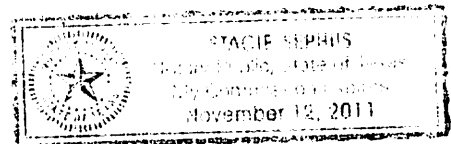
Chris Erlon, Committee Member

Notarizing Only Chris Erlon
SUBSCRIBED AND SWORN BEFORE ME
THIS 25 DAY OF JAN 2010
Jack Pike

NOTARY PUBLIC



2nd of February 2010
Stacie Sephus



FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

Rose Pietsch

February 02, 2010 03:03:22 PM
PAULAB FEE: \$24.00 BOOK:1970 PAGE:504-506
ROSE PIETSCH, County Clerk
Bastrop, Texas
201001272