

ARTICLE THREE

MEETINGS OF MEMBERS

Section 3.01. Annual Meeting. Beginning in 2007, the Board of Directors shall hold an annual meeting of the members at a time and place that the Board of Directors designates in writing to the members. If the day fixed for the annual meeting is a Saturday, Sunday, or legal holiday in the State of Texas, the meeting shall be held on the next business day. At the annual meeting, the members shall elect directors and transact any other business that may come before the meeting. If, in any year, the election of directors is not held on the day designated for the annual meeting, or at any adjournment of the annual meeting, the Board of Directors shall call a special meeting of the members as soon thereafter as possible to conduct the election of directors.

Section 3.02. Special Meetings. Special meetings of the members may be called by the president, the Board of Directors, or not less than one-third (1/3) of the voting members.

Section 3.03. Place of Meeting. The Board of Directors may designate any place, within the State of Texas, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If the Board of Directors does not designate the place of meeting, the meeting shall be held at the registered office of the Corporation in Texas.

Section 3.04. Notice of Meetings. Written or printed notice of any meeting of members, including the annual meeting, shall be delivered to each member entitled to a vote at the meeting not less than ten (10) nor more than sixty (60) days before the date of the meeting. If the Corporation has more than 1,000 members at the time the meeting is scheduled or called, notice may be given by publication in any newspaper of general circulation in Midlothian, Texas. The notice shall state the place, day, and time of the meeting, who called the meeting, and the general purpose or purposes for which the meeting is called. Notice shall be given by or at the direction of the president or secretary of the Corporation, or the officers or persons calling the meeting. If all of the members meet and consent to the holding of a meeting, any corporate action may be taken at the meeting regardless of a lack of proper notice.

The record date for determining the members entitled to vote at a meeting shall be thirty days prior to the date of the meeting. After a record date is fixed for the notice of a meeting, an alphabetical list of members entitled to receive notice, including their addresses and number of votes each is entitled to cast, will be prepared. The list must contain a listing of members who are entitled to vote at the meeting, although not entitled to receive notice. The list must be available for inspection at the principal office, or other reasonable place in the city in which the meeting will be held, as specified in the meeting notice, during the period from two business days after notice is given until the meeting is held. Any member entitled to vote at the meeting is entitled to access to the list for the purpose of communicating with other members. The member or the member's agent or attorney is entitled to make the inspection on written demand, and to copy the list at a reasonable time and at the member's expense.

Section 3.05. Quorum. The members holding one-half (1/2) of the votes that may be cast at a meeting who attend the meeting in person, or by proxy, shall constitute a quorum at that

meeting. The members present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough members leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of members required to constitute a quorum. If a quorum is present at no time during a meeting, a majority of the members present may adjourn and reconvene the meeting one time without further notice.

Section 3.06. Actions of Membership. The membership shall try to act by consensus. However, the vote of a majority of voting members in good standing, present and entitled to vote at a meeting at which a quorum is present, shall be sufficient to constitute the act of the membership unless the vote of a greater number is required by law or the bylaws. A member in good standing is one who has paid all required fees and dues and is not suspended as of seven days prior to the meeting. Voting shall be by ballot or voice, except that any election of directors shall be by ballot if demanded by any voting member at the meeting before the voting begins.

Section 3.07. Proxies. A member entitled to vote may vote by proxy executed in writing by the member. No proxy shall be valid after eleven (11) months from the date of its execution, unless otherwise provided in the proxy.

Section 3.08. Voting by Mail. The Board of Directors may authorize members to vote by mail on the election of directors or any other matter that may be voted on by the members.

ARTICLE FOUR

BOARD OF DIRECTORS

Section 4.01. Management of the Corporation. The affairs of the Corporation shall be managed by the Board of Directors.

Section 4.02. Number, Qualifications, and Tenure of Directors. The number of Directors shall be a number determined by the Board of Directors that is not less than five and not greater than nine. Directors shall be residents of Texas. Directors shall be members of the Corporation. Each director shall serve for a term of one year.

Section 4.03. Nomination of Directors. At any meeting at which the election of a director occurs, a voting member in good standing may nominate a person with the second of any other voting member in good standing.

Section 4.04. Election of Directors. A person who meets any qualification requirements to be a director and who has been duly nominated may be elected as a director. Directors shall be elected by the vote of the membership of the Corporation. Each director shall hold office until a successor is elected and qualified. A director may be elected to succeed himself or herself as director.