

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Geoffrey S. Connor  
Secretary of State

**Office of the Secretary of State**

**CERTIFICATE OF INCORPORATION  
OF**

**CEDAR OAKS ESTATES HOMEOWNER'S ASSOCIATION, INC.**  
Filing Number: 800345160

The undersigned, as Secretary of State of Texas, hereby certifies that Articles of Incorporation for the above named corporation have been received in this office and have been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Incorporation.

Issuance of this Certificate of Incorporation does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 05/24/2004

Effective: 05/24/2004



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor  
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>  
FAX(512) 463-5709

PHONE(512) 463-5555  
Prepared by: William Patc

TTY7-1-1

FILED  
In the Office of the  
Secretary of State of Texas  
MAY 24 2004  
Corporations Section

**ARTICLES OF INCORPORATION OF  
CEDAR OAKS ESTATES HOMEOWNER'S ASSOCIATION, INC.  
A NONPROFIT CORPORATION**

I, the undersigned natural person of legal age, being a citizen of the State of Texas, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, as set forth in Article 1396-1.01 et seq. of the Texas Revised Statutes, adopt the following articles of incorporation for such corporation:

**ARTICLE I.  
NAME AND STATUS**

The name of the corporation, referred to in these articles as the association, is CEDAR OAKS ESTATES HOMEOWNER'S ASSOCIATION, INC.. The association is a nonprofit corporation.

**ARTICLE II.  
PURPOSES AND POWERS**

A. The specific primary purposes for which the association is formed are to provide for maintenance, preservation, and architectural control of the residence lots and common areas within certain subdivided tracts of real property in Bell County, Texas, including: CEDAR OAKS ESTATES, PHASE II, THE WOODS AT CEDAR OAKS, SECTION ONE, and to promote the health, safety, and welfare of the residents within the above-described subdivisions and such additional subdivisions as may hereafter be brought within the jurisdiction of the association for such purposes.

B. In furtherance of such purposes, the association will have power to:

- (1) Perform all of the duties and obligations of the association as set forth in a certain declaration of covenants, conditions, and restrictions, referred to in these articles as the declaration, which is applicable to the subdivision and which is recorded in the public records of Bell County, Texas;
- (2) Affix, levy, and collect all charges and assessments pursuant to the terms of the declaration, and enforce payment of them by any lawful means; and pay all expenses related to such enforcement, and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes, or governmental charges levied or imposed on the property of the association;
- (3) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the association;
- (4) Borrow money and, subject to the consent by vote or written instrument of two-thirds of each class of members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (5) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication

- or transfer will be effective unless an instrument has been signed by two-thirds of each class of members, agreeing to such dedication, sale, or transfer;
- (6) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and common areas, provided that any merger, consolidation, or annexation will have the consent by vote or written instrument of two-thirds of each class of members;
- (7) Have and exercise any and all powers, rights, and privileges that a corporation organized under the Texas Non-Profit Corporation Act by law may now or hereafter have or exercise.

C. The association is organized and will be operated exclusively for the aforementioned purposes. The activities of the association will be financed by assessments on members as provided in the declaration, and no part of any net earnings will inure to the benefit of any member.

### ARTICLE III. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the association. Membership will be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the association.

### ARTICLE IV. VOTING RIGHTS

The association will have two classes of voting members as follows:

Class A. Class A members will be all owners with the exception of the declarant as such term is defined in the declaration, and will be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons will be members; the vote for such lot will be exercised as such members may determine among themselves, but in no event will more than one vote be cast with respect to any lot owned by Class A members.

Class B. The Class B member will be the declarant, as such term is defined in the declaration, who will be entitled to three (3) votes for each lot owned. The Class B membership will cease and be converted to Class A membership as provided in the declaration.

### ARTICLE V. BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the association is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
LARRY M. LAWRENCE	5099 Nibling Lane, Temple, Texas 76502
RHONDA LYNNE KELLY	5099 Nibling Lane, Temple, Texas 76502
MARK JACQUES	3521 Armadillo Lane, Temple, Texas 76502

ARTICLE VI.  
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the association is 2010 Bird Creek Drive, Suite 101, Temple, Bell County, Texas 76502, and the name of its initial registered agent at such address is JACK JONES.

ARTICLE VII.  
DURATION

The period of duration of the association is perpetual.

ARTICLE VIII.  
DISSOLUTION

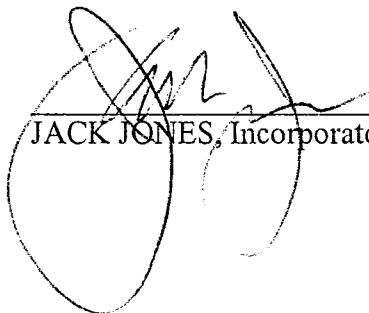
The association will be dissolved and its affairs wound up by a two-thirds vote of each class of voting members or when the objects for which the association is organized have been fully accomplished.

ARTICLE IX.  
NAMES AND ADDRESSES OF INCORPORATORS

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
JACK JONES	2010 Bird Creek Dr., Ste. 101, Temple, Texas 76502

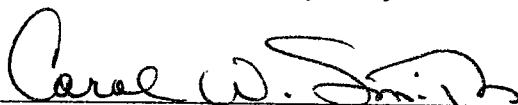
Executed at Temple, Bell County, Texas, on May 19, 2004.

  
\_\_\_\_\_  
JACK JONES, Incorporator

STATE OF TEXAS §  
COUNTY OF BELL §

I, CAROL SMITH, a notary public, certify that on May 19, 2004, personally appeared before me JACK JONES, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements contained in it are true.

In witness whereof I have hereunto set my hand and seal the day and year above written.



Notary Public in and for Bell County, Texas.  
My commission expires: October 19, 2005

[Seal]

