

PLAN OF MERGER  
of  
PLANTATION VILLAGE ASSOCIATION  
with and into  
RIVER PLANTATION COMMUNITY IMPROVEMENT ASSOCIATION

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PLANTATION VILLAGE ASSOCIATION, a Texas non-profit corporation ("Plantation Village"), and RIVER PLANTATION COMMUNITY IMPROVEMENT ASSOCIATION, a Texas nonprofit corporation ("River Plantation" or sometimes also referred to as the "Surviving Corporation"), agree as follows:

I.

GENERAL PLAN OF MERGER

1.01. A Plan of Merger ~~of Plantation Village with and into~~ River Plantation pursuant to the provisions of Chapters 10 and Chapter 22 of the Texas Business Organizations Code ("Plan of Merger"), is adopted as follows:

- (a) Plantation Village shall be merged with and into River Plantation to exist and be governed by the laws of the State of Texas.
- (b) The name of the Surviving Corporation shall be River Plantation Community Improvement Association.
- (c) On the effective date of the merger, the separate existence of Plantation Village, shall cease and the Surviving Corporation shall succeed, without other transfer, to all the rights and property of Plantation Village and shall be subject to all the debts and liabilities of Plantation Village in the same manner as if the Surviving Corporation had itself incurred them. All rights of creditors and all liens upon the property subject to the jurisdiction of each corporation shall be preserved unimpaired.
- (d) The Surviving Corporation will carry on business with the assets of Plantation Village as well as with the assets of River Plantation.
- (e) On the effective date of the merger, the members of Plantation Village will, without other transfer, become members of the Surviving Corporation along with the members of River Plantation.
- (f) All of the directors of River Plantation on the effective date of the merger shall remain directors of the Surviving Corporation until their successors have been elected at the annual meeting of the Surviving Corporation in the year 2019, or as may be appointed.

- (g) The real property under the jurisdiction of Plantation Village is encumbered by those covenants, conditions, and restrictions contained within the Amended Reservations, Restrictions and Easements Plantation Village Subdivision, filed of record in the Official Public Records of Montgomery County, Texas, under County Clerk's File No. 2011101352-1 (as supplemented and amended from time to time, the "Plantation Village Restrictions"); the Plantation Village Restrictions will continue in full force and effect after the effective date of the merger.
  
- (h) The real property currently under the jurisdiction of River Plantation is encumbered by those covenants, conditions, and restrictions contained within the documents set forth below (as supplemented and amended from time to time, the "River Plantation Restrictions"); the River Plantation Restrictions will continue in full force and effect after the effective date of the merger:
  - 1. Restrictions for River Plantation, Section One, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 170270.
  - 2. Restrictions for River Plantation, Section Two, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 203928.
  - 3. Restrictions for River Plantation, Section Three, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 209324.
  - 4. Restrictions for River Plantation, Section Four, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 218264.
  - 5. Restrictions for River Plantation, Section Four-A, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 287207.
  - 6. Restrictions for River Plantation, Section Five, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 234290.
  - 7. Restrictions for River Plantation, Section Seven, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 238217.
  - 8. Restrictions for River Plantation, Section Eight, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 253415.
  - 9. Restrictions for River Plantation, Section Nine, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 310275.
  - 10. Restrictions for River Plantation, Section Ten, recorded in the Official Public Records of Montgomery County, Texas, under Clerk's File No. 263466.