

**CERTIFICATE OF FORMATION OF  
MEDINA VERDE OWNERS ASSOCIATION**

I, the undersigned, natural person of the age of twenty-one years or more, being a citizen of the State of Texas, acting as the organizer of a corporation under the Texas Business Organizations Code, do hereby adopt the following Certificate of Formation for such Corporation:

**ARTICLE I.  
NAME**

The name of the Corporation is Medina Verde Owners Association, hereinafter referred to as the "Corporation" or the "Association."

**ARTICLE II.  
NONPROFIT**

The Corporation is a nonprofit corporation.

**ARTICLE III.  
PURPOSES**

The purposes of the Corporation shall be all lawful purposes of a nonprofit corporation, including but not limited to governing the Mesa Verde Subdivision, located in Medina County, Texas, maintaining and administering the common area of the Mesa Verde Subdivision, and the common area of any additional properties which may come within the jurisdiction of the Association, collecting and disbursing the assessments and charges, and similarly dealing with all additional properties which may come within the jurisdiction of the Association by annexation or otherwise, and all other property, real, personal and mixed which the Association may acquire.

**ARTICLE IV.  
MEMBERSHIP**

Every record owner, whether one or more persons or entities, of fee simple title in any lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

**ARTICLE V.  
VOTING RIGHTS**

The members of the Association shall have voting rights as set forth in the Bylaws of the Association.

**ARTICLE VI.  
BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a governing authority, hereby designated as a Board of Directors. There shall be three Directors. Until the first election of the Directors the three Initial Board of Directors, listed in Article X, shall so serve. Should any Initial Director die, resign or be removed then the remaining Initial Directors may appoint their successor.

**ARTICLE VII.  
DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed in the manner provided by Section 22.304, Texas Business Organizations Code.

**ARTICLE VIII.  
AMENDMENTS**

Amendment of this Certificate shall require the assent of three-fourths of all votes of the membership.

**ARTICLE IX.  
REGISTERED OFFICE AND AGENT**

The street address and mailing address of the initial registered office of the Corporation is 13854 NW Military Highway, Suite 102, Texas 78231, and the name of the registered agent is Gerry Yost.

**ARTICLE X.  
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as the initial Directors are:

Wayne Corley  
105 Keystone Cove  
Georgetown, Texas 78633

Sandra Castro  
105 Keystone Cove  
Georgetown, Texas 78633

Alan Shield  
105 Keystone Cove  
Georgetown, Texas 78633

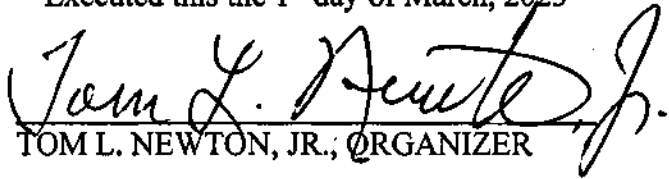
ARTICLE XI.  
ORGANIZER

The name and street address of the Organizer is Tom L. Newton, Jr., Allen Stein & Durbin, P.C., 6243 IH 10 West, Suite 700, San Antonio, Texas 78201.

ARTICLE XII.  
INITIAL MAILING ADDRESS

The initial mailing address of the Corporation is 13854 N.W. Military Highway, Suite 102, San Antonio, Texas 78231.

Executed this the 1<sup>st</sup> day of March, 2023

  
TOM L. NEWTON, JR., ORGANIZER

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