



Office of the Secretary of State

**CERTIFICATE OF INCORPORATION
OF**

Covenant Estates at Regents Hills Homeowners Association, Inc.
Filing Number: 800306914

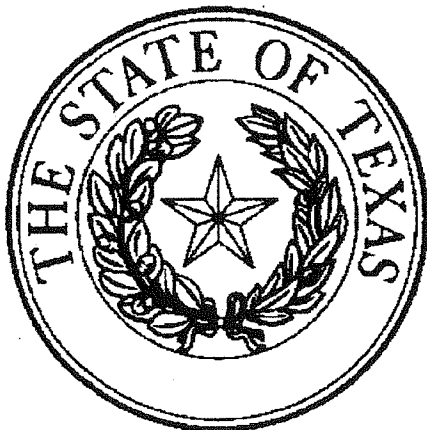
The undersigned, as Secretary of State of Texas, hereby certifies that Articles of Incorporation for the above named corporation have been received in this office and have been found to conform to law.

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: 02/20/2004

Effective: 02/20/2004



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

Geoffrey S. Connor
Secretary of State

Secretary of State
 P.O. Box 13697
 Austin, TX 78711-3697
 FAX: 512/463-5709

Filing Fee: \$25



Filed in the Office of the
 Secretary of State of Texas
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**Articles of Incorporation
 Pursuant to Article 3.02
 Texas Non-Profit
 Corporation Act**

Article 1 - Corporate Name

The corporation formed is a non-profit corporation. The name of the corporation is as set forth below:

Covenant Estates at Regents Hills Homeowners Association, Inc.

The name must not be the same as, deceptively similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for the "name availability" is recommended.

Article 2 - Registered Agent and Registered Office (Select and complete either A or B and complete C)

A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name Russell	M.I.	Last Name Eppright	Suffix
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C. The business address of the registered agent and the registered office address is:

Street Address 6836 Bee Caves Road, Suite 400	City Austin	State TX	Zip Code 78746
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Article 3 - Management (Complete items A or B)

A. Management of the affairs of the corporation is to be vested in the members of the corporation:

OR

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below:

Director 1: First Name Russell	M.I.	Last Name Eppright	Suffix
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Street Address 6836 Bee Caves Road, Suite 400	City Austin	State TX, USA	Zip Code 78746
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Director 2: First Name Russell	M.I.	Last Name Parker	Suffix
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Street Address 6836 Bee Caves Road, Suite 400	City Austin	State TX, USA	Zip Code 78746
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Director 3: First Name Doug	M.I.	Last Name Clark	Suffix
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Street Address 6836 Bee Caves Road, Suite 400	City Austin	State TX, USA	Zip Code 78746
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Article 4 - Organization Structure

A: The corporation will have members. B: The corporation will not have members.

Article 5 - Duration

The period of duration is perpetual.

Article 6 - Purpose

The corporation is organized for the following purpose or purposes:

The purpose for which the association is organized is to represent the interests of members of the Covenant Estates at Regents Hills Homeowners Association, Inc.

Supplemental Provisions / Information

ARTICLE VII: MEMBERSHIP

The corporation shall be a membership corporation. The qualifications for membership and rights, duties and obligations of members shall be contained in the bylaws of the corporation and Master Declaration of Covenants, Conditions and Restrictions for the Covenant Estates at Regents Hills Phase I (as subsequently amended. The original Master Declaration is recorded in document number 2002216642 of the Official Public Records of Travis County, Texas).

ARTICLE VIII: INDEMNIFICATION

The corporation shall indemnify any director, officer, or committee member, or former director, officer or committee member of the corporation for expenses and cost (including attorney's fees) actually and necessarily incurred by him in connection with any claim asserted against the director, officer or committee member, by action in court or otherwise, by reason of being or having been the director, officer or committee member, except in relation to matters as to which the officer, director or committee member is guilty of gross negligence or willful misconduct in respect of the matter in which indemnity is sought.

ARTICLE IX: LIMITED LIABILITY

The members of the Board of Directors, the officers of the corporation, and committee members of the Association shall not be liable to any member or any person claiming by or through any member for any act or omission of the director, officer or committee member in the performance of his duties unless the director's, officer's or committee member's act or omission is (1) a breach of a duty of loyalty to the corporation or its members, (2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of law, (3) a transaction from which a director, officer or committee member receives an improper benefit, whether or not the benefit resulted from an action taken within the scope of the person's office, or (4) an act or omission for which the liability of the director is expressly provided for by a statute. The corporation shall indemnify all such directors, officers and committee members from all claims, demands, actions and proceedings and any expenses in connection therewith except if the director, officer or committee member has acted in violation of the foregoing. The Board of Directors may purchase (but is not required to purchase) directors and officers liability insurance.

ARTICLE X: IRS EXEMPTION

The business and affairs of this corporation shall always be conducted so that

the corporation does not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation which is exempt from federal income taxation under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended.

[The attached addendum, if any, is incorporated herein by reference.]

Effective Date of Filing

A. This document will become effective when the document is filed by the secretary of state.

OR

B. This document will become effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

Name Reservation Document Number

Incorporator

The name and address of the incorporator is set forth below.

Connie Heyer 1122 Colorado, Suite 313, Austin, Texas 78701

EXECUTION

The undersigned incorporator of these articles of incorporation subject to the penalties imposed by law for the submission of a false or fraudulent document.

Connie N. Heyer

Signature of incorporator.

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