



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

Bella Strada Homeowners Association, Inc.  
File Number: 800662430

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate 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: 05/31/2006

Effective: 05/31/2006



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State

FILED C  
EX-110  
In the Office of the  
Secretary of State of Texas  
(see Section 4.3 of Declaration)

ARTICLES OF INCORPORATION OF  
BELLA STRADA HOMEOWNERS ASSOCIATION, INC.

MAY 30 2006

Corporations Section

ARTICLE ONE: NAME

The name of the corporation is "Bella Strada Homeowners Association, Inc."

ARTICLE TWO: NON-PROFIT

The corporation is a non-profit corporation.

ARTICLE THREE: DURATION

The period of its duration is perpetual.

ARTICLE FOUR: PURPOSES

The purpose for which the association is organized is to represent the interests of members of the Bella Strada Homeowners Association, Inc.

ARTICLE FIVE: MEMBERSHIP

The corporation shall be a membership corporation (all Bella Strada lot owners will be members of the corporation), with management by a board of directors. The qualifications for membership and rights, duties and obligations of members shall be contained in the bylaws of the corporation.

ARTICLE SIX: REGISTERED AGENT AND OFFICE

The name of its initial registered agent is Jack Baker, and the street address of the initial registered office of the corporation is 8400 Blazyk Drive, Austin, TX 78737.

ARTICLE SEVEN: BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by a Board of Directors in which shall reside all rights, powers, authority and responsibility with respect to the management and affairs of the corporation. The initial Board shall consist of three persons. The Board of

Directors of the corporation shall, after the corporate charter has been issued, be elected pursuant to the Bylaws of the corporation at the first meeting of the general membership.

The initial members of the Board of Directors are:

Doug Clark  
Bob Gilmer  
Russell Eppright

**The address for all directors is 6836 Bee Caves Road, Suite 400, Austin, TX 78746.**

#### ARTICLE EIGHT: 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 NINE: 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.

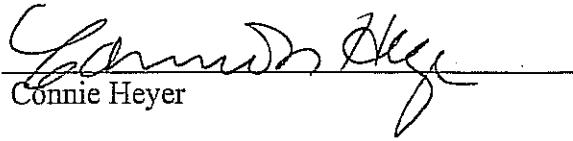
#### ARTICLE TEN: IRS EXEMPTION

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 §501 (c) (4) of the Internal Revenue Code of 1986, as amended.

ARTICLE ELEVEN: INCORPORATOR

The Incorporator for the corporation is Connie Heyer, whose address is 1122 Colorado, Suite 313, Austin, Texas 78701.

Dated May 31, 2006.

  
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Connie Heyer