



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION

OF

THE ESTATES AT HUNTER'S CHASE COMMUNITY, INC.
CHARTER NUMBER 01521792

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE
ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE
FOUND TO CONFORM TO LAW.

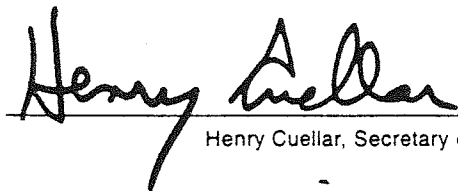
ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE
THE USE OF A CORPORATE 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 MAR. 23, 2001

EFFECTIVE MAR. 23, 2001




Henry Cuellar, Secretary of State

MAR 23 2001

ARTICLES OF INCORPORATION
OF
THE ESTATES AT HUNTER'S CHASE COMMUNITY, INC.
Corporations Section

The undersigned natural person, being of the age of eighteen (18) years or more, a citizen of the State of Texas, acting as incorporator of a corporation under the Texas Nonprofit Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the Corporation is The Estates at Hunter's Chase Community, Inc. (hereinafter called the "Association").

**ARTICLE II
NONPROFIT CORPORATION**

The Association is a nonprofit corporation.

**ARTICLE III
DURATION**

The Association shall exist perpetually.

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

The Association is organized in accordance with, and shall operate for nonprofit purposes pursuant to the Texas Nonprofit Corporation Act, and does not contemplate pecuniary gain or profit to its members. The specific and primary purposes for which the Association is organized are to operate, manage, maintain and administer the affairs of THE ESTATES AT HUNTER'S CHASE COMMUNITY, INC., a real estate management association established by that certain The Estates at Hunter's Chase Declaration of Covenants, Conditions and Restrictions (the "Declaration") for The Estates at Hunter's Chase, Section Two, a subdivision in Williamson County, Texas according to the map or plat thereof recorded in Cabinet S, Slides 213-215, Plat Records of Williamson County, Texas (the "Subdivision"), which Declaration has been duly recorded in the Official Public Records of Williamson County, Texas in Document No. 2000046587, such Declaration being incorporated herein by reference for all purposes.

**ARTICLE V
REGISTERED OFFICE; REGISTERED AGENT**

The street address of the initial registered office of the Association is 4210 Spicewood Springs Road, Suite 203, Austin, Texas 78759. The name of its initial registered agent at such address is Rodney L. Madden.

**ARTICLE VI
MEMBERSHIP**

Membership in the Association shall be determined by Section 7.03 of the Declaration.

**ARTICLE VII
VOTING RIGHTS**

Voting rights of the members of the Association shall be determined as set forth in Section 7.04 of the Declaration.

**ARTICLE VIII
INCORPORATOR**

The name and street address of the incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|--|
| Robert D. Burton | 100 Congress Avenue, Suite 1300 Austin, Texas 78701 |

**ARTICLE IX
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by an initial Board of Directors consisting of three (3) individuals. The Board shall fulfill all of the functions of, and possess all powers granted to, Boards of Directors of nonprofit corporations pursuant to the Texas Nonprofit Corporation Act. The number of Directors of the Association may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of initial Directors until the selection of their successors are:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|---|
| Jason A. Hart | 4210 Spicewood Springs Road Suite 203 Austin, Texas 78759 |
| Rodney L. Madden | 4210 Spicewood Springs Road Suite 203 Austin, Texas 78759 |
| Barbara Marr Arthur | 4210 Spicewood Springs Road Suite 203 Austin, Texas 78759 |

All of the powers and prerogatives of the Association shall be exercised by the initial Board of Directors named above until the first annual meeting of the Association.

**ARTICLE X
LIMITATION OF DIRECTOR LIABILITY**

A director of the Association shall not be personally liable to the Association for monetary damages for any act or omission in his capacity as a director, except to the extent otherwise expressly provided by a statute of the State of Texas. Any repeal or modification of this Article shall be prospective only, and shall not adversely affect any limitation of the personal liability of a director of the Association existing at the time of the repeal or modification.

**ARTICLE XI
INDEMNIFICATION**

Each person who acts as a director or officer of the Association shall be indemnified by the Association against any costs, expenses and liabilities which may be imposed upon or reasonably incurred by him in connection with any civil or criminal action, suit or proceeding in which he may be named as a party defendant or in which he may be a witness by reason of his being or having been such director or officer or by reason of any action alleged to have been taken or omitted by him in either such capacity. Such indemnification shall be provided in the manner and under the terms, conditions and limitations set forth in the Bylaws of the Association.

**ARTICLE XII
DISSOLUTION**

Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes substantially similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such substantially similar purposes.

**ARTICLE XIII
ACTION WITHOUT MEETING**

Any action required by law to be taken at any annual or special meeting of the members of the Association, or any action that may be taken at any annual or special meeting of the members of the Association, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the number of members having the total number of votes of the Association necessary to enact the action taken, as determined under the Declaration or these Articles.

**ARTICLE XIV
AMENDMENT**

These Articles of Incorporation may be amended by proposal submitted to the membership of the Association. Any such proposed amendment shall be adopted only upon an affirmative vote by the holders of an eighty percent (80%) majority of the total number of votes of the Association, as determined under the Declaration.

In the case of any conflict between the Declaration and these Articles, the Declaration shall control; and in the case of any conflict between these Articles and the Bylaws of the Association, these Articles shall control.

IN WITNESS WHEREOF, I have set my hand this 23rd day of March, 2001.



ROBERT D. BURTON, Incorporator

AFTER FILING RETURN TO:

Robert D. Burton
Armbrust Brown & Davis, L.L.P.
100 Congress Avenue, Suite 1300
Austin, Texas 78701-4042