

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State
FEB 25 2002

Office of the Secretary of State

CERTIFICATE OF INCORPORATION OF

Beckett Place Townhome Association
Filing Number: 800056728

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: 02/19/2002

Effective: 02/19/2002



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

FEB 25 2002

Office of the Secretary of State

February 21, 2002

Attn: Sharon Reuler

Palmer, Allen & McTaggart, L.L.P.
8111 Preston Road, Suite 300
Dallas, TX 75225 USA

RE: Beckett Place Townhome Association
File Number: 800056728

It has been our pleasure to file the articles of incorporation and issue the enclosed certificate of incorporation evidencing the existence of the newly created corporation.

Corporations organized under the Texas Non-Profit Corporation Act do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. If you need to contact the Comptroller about franchise taxes or exemption therefrom, you may contact the agency by calling (800) 252-1381, by e-mail to tax.help@cpa.state.tx.us or by writing P. O. Box 13528, Austin, TX 78711-3528. Telephone questions regarding other business taxes, including sales taxes, should be directed to (800) 252-5555. Information on exemption from federal taxes is available from the Internal Revenue Service.

Non-profit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in involuntary dissolution of the corporation. Additionally, a non-profit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its articles of incorporation.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555
Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>
FAX(512) 463-5709

PHONE(512) 463-5555
Prepared by: Mojica

TTY7-1-1 --

ARTICLES OF INCORPORATION

FEB 19 2002

OF

Corporations Section

BECKETT PLACE TOWNHOME ASSOCIATION

A Texas Nonprofit Corporation

X
I, the undersigned natural person over the age of eighteen years, acting as incorporator of a corporation under the Texas Nonprofit Corporation Act, do hereby adopt the following Articles of Incorporation for the corporation:

ARTICLE 1. PROPERTY. These Articles of Incorporation pertain to Beckett Place Townhomes, A Condominium, located in the City of Austin, Travis County, Texas.

ARTICLE 2. DECLARATION. The Property is or will be subject to the Declaration of Beckett Place Townhomes, A Condominium, recorded or to be recorded in the Real Property Records of Travis County, Texas, as amended from time to time (the "**declaration**").

ARTICLE 3. ASSOCIATION. The corporation is the unit owners' association, organized pursuant to Section 82.101, Texas Uniform Condominium Act, which is defined as the "**Association**" in the declaration.

ARTICLE 4. NAME. The name of the Association is Beckett Place Townhome Association.

ARTICLE 5. NONPROFIT. The Association is a nonprofit corporation, organized pursuant to the Texas Nonprofit Corporation Act.

ARTICLE 6. DURATION. The duration of the Association is perpetual.

ARTICLE 7. PURPOSES. The general purposes for which the Association is formed are to exercise the rights and powers and to perform the duties and obligations of the Association, in accordance with the declaration, the bylaws of the Association, and State law, including the Texas Uniform Condominium Act, as each may be amended from time to time.

ARTICLE 8. POWERS. In furtherance of its purposes, the Association has the following powers which, unless indicated otherwise by these articles, the declaration, the bylaws, or State law, may be exercised by the board of directors: (1) all rights and powers conferred on nonprofit corporations by State law in effect from time to time; (2) all rights and powers conferred on condominium associations by State law, including the Texas Uniform Condominium Act, in effect from time to time; (3) all powers necessary, appropriate, or advisable to perform any purpose or duty of the Association as set out in these articles, the bylaws, the declaration, or State law.

ARTICLE 9. MEMBERSHIP. The Association is a nonstock membership corporation. The declaration and bylaws will determine the number and qualifications of members of the Association; any classes of membership; the voting rights and other privileges of membership; and the obligations and liabilities of members. Cumulative voting is not allowed.

ARTICLE 15. DISSOLUTION. The Association may be dissolved only as provided in the declaration, bylaws, and by State law. On dissolution, the assets of the Association will be distributed in accordance with the declaration provision for distribution upon termination. If the declaration has no such provision, then in accordance with the termination provision of the Texas Uniform Condominium Act.

ARTICLE 16. ACTION WITHOUT MEETING. Pursuant to Article 1396-9.10.C. of the Nonprofit Corporation Act, any action required by the Nonprofit Corporation Act to be taken at a meeting of the members or directors, or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of members, directors, or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted.

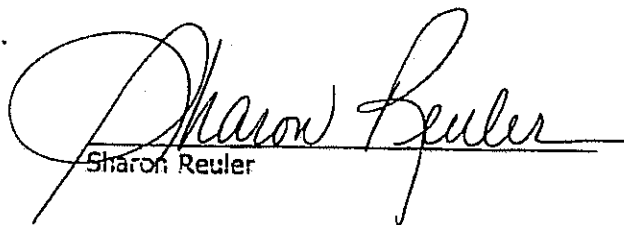
ARTICLE 17. INITIAL BOARD OF DIRECTORS. The initial board consists of 3 directors who will serve as directors until their successors are elected and qualified, as provided in the bylaws. The name and address of each initial director is as follows:

<u>Name</u>	<u>Address</u>
Randy L. Wright	900 Congress Avenue, Suite L-110, Austin, Texas 78701
Richard R. Jenkins	900 Congress Avenue, Suite L-100, Austin, Texas 78701
Roseann Smith	900 Congress Avenue, Suite L-100, Austin, Texas 78701

ARTICLE 18. INITIAL REGISTERED AGENT & OFFICE. The name of the Association's initial registered agent is Randy L. Wright. The address of its initial registered agent is 900 Congress Avenue, Suite L-110, Austin, Texas 78701.

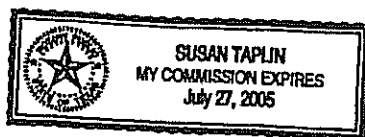
ARTICLE 19. INCORPORATOR. The name of the incorporator is Sharon Reuler. The incorporator's address is c/o Palmer, Allen & McTaggart, LLP, 8111 Preston Road, Suite 300, Dallas, Texas 75225.

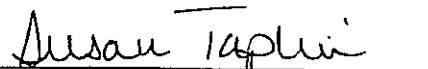
SIGNED this 18th day of February 2002.


Sharon Reuler

THE STATE OF TEXAS §
COUNTY OF DALLAS §

This instrument was acknowledged before me on this 18th day of February 2002 by Sharon Reuler.




Notary Public, The State of Texas