



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

BRIDGEWATER RANCH OWNERS ASSOCIATION  
File Number: 801606728

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: 06/04/2012

Effective: 06/04/2012



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

JUN 04 2012

Corporations Section

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**CERTIFICATE OF FORMATION**

**OF**

**BRIDGEWATER RANCH OWNERS ASSOCIATION**  
**(A Non-Profit Corporation)**

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**ARTICLE ONE**

The name of the filing entity being formed is BRIDGEWATER RANCH OWNERS ASSOCIATION (the "Corporation").

**ARTICLE TWO**

This Corporation is a non-profit corporation, organized pursuant to the Texas Business Organizations Code and does not contemplate pecuniary gain or profit to the owners thereof..

**ARTICLE THREE**

The specific and primary purpose of the corporation is to manage a home owners' association by the subdivision lot Owners providing for and promoting the health, safety and welfare of the lot Owners, to collect Annual and Special Assessments, to administer the assessments, enforce the Declaration and By-Laws of the Association, and to provide for the maintenance, repair, preservation, upkeep and protection of the common areas, and for this purpose to:

(a) Perform all of the duties and obligations of the association as set forth in that certain Declaration of covenants, conditions and restrictions of Bridgewater Ranch (the Declaration), and any future amendments thereto, applicable to the condominium and recorded in the Official Public Records of Wilson County, Texas;

(b) Affix, levy and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office, employee and other

expenses incident to the conduct of the business of the association, including all licenses, taxes, or governmental charges levied or imposed on the property of the association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the association;

(d) Subject to the consent by vote or written instrument of the required proportion of the members or of the board of directors as may be required by the Declaration, borrow money and in connection therewith, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer to any municipality, public agency, utility, or authority all or any part of the common areas or other property held for use of the association for such purposes and subject to such conditions as may be required by the association. No such dedication or transfer shall be effective unless an instrument has been signed by the required proportion of the members or of the board of directors as may be required by the Declaration;

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional lands and common areas, provided that any merger, consolidation, or annexation shall have the consent of the required proportion of the members or of the board of directors as may be required by the Declaration;

(g) Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under the Texas Business Organizations Code by law may now or hereafter have or exercise; and

(h) Have and exercise any and all powers, rights and privileges conferred by virtue of Chapter 202 of the Property Code of the State of Texas.

The association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the association shall be financed by assessments on members as provided in the Declaration, and no part of any net earnings shall inure to the benefit of any member.

#### **ARTICLE FOUR**

The street address of the Corporation's initial Registered Office, and the name of its initial Registered Agent at this address, are as follows:

Michael Baucum  
1100 NW Loop 410, Suite 260  
San Antonio, Texas 78213

#### **ARTICLE FIVE**

The Corporation will have members. The initial Board of Directors shall consist of three directors. The names and addresses of the persons who will serve as initial directors are:

Chanda Chapman Ammann  
208 Legacy Trail  
La Vernia, Texas 78121

Jeanine Schoenert  
109 Legacy View  
La Vernia, Texas 78121

Paul Cleveland  
P.O. Box 189  
La Vernia, Texas 78121

#### **ARTICLE SIX**

No Director of the Corporation shall be liable to the Corporation or its Members for monetary damages for an act or omission in the Director's capacity as a governing person, except for liability (i) for a breach of the Director's duty of loyalty to the Corporation, or its Members, (ii) for acts or omissions not in good faith that constitute a breach of duty of the Director to the Corporation or that involve intentional misconduct or a knowing violation of law, (iii) a transaction from which the Director received an improper benefit, whether or not the benefit resulted from an act taken within the scope of the Director's office, or (iv) for acts or omissions for which the liability of a governing person is expressly provided by statute. Any repeal or amendment of this Article by the Members of the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director of the Corporation existing at the time of such repeal or amendment.

**ARTICLE SEVEN**

The undersigned Organizer hereby disclaims any past or future interests in or control of BRIDGEWATER RANCH OWNERS ASSOCIATION and resigns as the Organizer effective upon the formation of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this fourth day of June, 2012.

*Sharon M. Leal*

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Sharon M. Leal, Organizer  
408 W. 17th Street, Suite 101  
Austin, Texas 78701-1207  
(512) 474-2002