

FILED
In the Office of the
Secretary of State of Texas

JUL 31 1985

ARTICLES OF INCORPORATION

OF

Clerk I-C
Corporations Section

CREEKWOOD RANCHES PROPERTY OWNERS ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one (21) years of more, all of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is CREEKWOOD RANCHES PROPERTY OWNERS ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE TWO

The Association is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

Purposes

The purposes for which the Association is to be formed are:

- (1) To own, operate, maintain and preserve, on a non-profit basis, for social and recreational enjoyment, the property of the Association, in Comal County, Texas, including residence lots and common area, as such property may be acquired, from time to time, and pursuant to the bylaws of the Association, exclusively for the benefit of its members.

(2) To maintain, repair, preserve or replace the property of the Association, and the improvements constructed thereon, on a non-profit basis, as such parcels, lots, common areas, and improvements may be created, or acquired from time to time, pursuant to the bylaws of the Association, exclusively for the benefit of its members.

(3) To maintain and enforce compliance with any deed restrictions, restrictive covenants or other rights of property owners in Creekwood Ranch, Units 1, 2, 3 or 4, Comal County, Texas, to the fullest extent allowed by law.

(4) Notwithstanding any of the above statements of purposes and powers, this Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Association.

This Association is organized pursuant to the Texas Non-Profit Corporation Act and does not contemplate pecuniary gain or profit to the members thereof, and is organized for non-profit purposes. No part of the revenues of the Association shall inure to the benefit of any member, director, or officer of the Association, or any private individual, firm or corporation, except as permitted by the not-for-profit corporation laws of the State of Texas, as amended.

ARTICLE FIVE

Every person or entity who is a record owner of a fee or undivided fee interest in any property which is shown on those plats shown in Volume 5, page 175, Volume 5, page 198, Volume 7,

page 75 and Volume _____, page _____, respectively, Map and Plat Records, Comal County, Texas, shall be a member of the Association; provided however, this is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any property which is shown on the above-referenced plats.

ARTICLE SEVEN

The street address of the initial registered office of the Association is Route 12, Box 436, New Braunfels, Texas 78130, and the name of its initial registered agent at such address is Diana Jackson.

ARTICLE EIGHT

The number of Directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial Board of Directors until their respective successors have qualified and are elected are:

- | | |
|-------------------|--|
| Martha P. Waldron | 300 Convent Street, Suite 2000
San Antonio, Texas 78205 |
| Eric G. Hoffman | 300 Convent Street, Suite 2000
San Antonio, Texas 78205 |
| S. E. Faye | 300 Convent Street, Suite 2000
San Antonio, Texas 78205 |


At the first annual meeting members shall elect 2 directors for a term of two years and 3 directors for a term of three years, and at each annual meeting thereafter the members shall elect 2 directors for a term of two years.

ARTICLE NINE

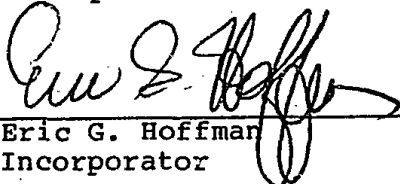
The name and address of each incorporator is:

Martha P. Waldron	300 Convent Street, Suite 2000 San Antonio, Texas 78205
Eric G. Hoffman	300 Convent Street, Suite 2000 San Antonio, Texas 78205
S. E. Faye	300 Convent Street, Suite 2000 San Antonio, Texas 78205


IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Texas we, the undersigned, constitute the incorporators of this Association and have executed these Articles of Incorporation this the 26th day of July, 1985.



Martha P. Waldron
Incorporator



Eric G. Hoffman
Incorporator



S. E. Faye
Incorporator

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

BEFORE ME, a Notary Public, on this day by me first appeared Martha P. Waldron, Eric G. Hoffman, and S. E. Faye, known to me to be the persons whose names are subscribed to the foregoing document and, being each duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 21st day of July, 1985.

Jane B. Smith
Notary Public for the
State of Texas

Jane B. Smith
Notary's printed name

My commission expires: 2-29-88

WCJ113