

Non-Profit



The State of Texas

SECRETARY OF STATE

**CERTIFICATE OF INCORPORATION
OF**

COMANCHE CLIFFS HOMEOWNERS ASSOCIATION
CHARTER NO. 1035919

The undersigned, as Secretary of State of the State of Texas, hereby certifies that Articles of Incorporation for the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Incorporation and attaches hereto a copy of the Articles of Incorporation.

Dated APRIL 23, 19 87.




Secretary of State

dae

FILED
In the Office of the
Secretary of State of Texas

APR 23 1987

Corporations Section

ARTICLES OF INCORPORATION
OF
COMANCHE CLIFFS HOMEOWNERS ASSOCIATION

We, the undersigned natural persons of the age of twenty-one (21) years or more, at least two of whom are resident 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 COMANCHE CLIFFS HOMEOWNERS ASSOCIATION.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The corporation is being formed to exercise all of the powers and privileges and to perform all of the duties and obligations of the corporation set forth in, and upon and subject to the provisions of that certain Declaration of Restrictions, Covenants and Conditions (the "Restrictions") executed by COMANCHE CLIFFS DEVELOPMENT COMPANY, the Declarant thereunder, and recorded in Volume 260, Page 719, Deed Records, Bandera County, Texas, with respect to certain properties (the "Properties") therein specified and described in Bandera County, Texas, reference to which Restrictions is hereby made for all purposes. The corporation shall have Members as defined in the Restrictions. The Corporation does not contemplate pecuniary gain or profit to its members. The purposes of the Corporation shall be to perform and carry out the powers and duties of the Restrictions, to provide for the maintenance, preservation and architectural control of the Properties for the benefit of the Members, to promote the health, safety and welfare of the Members, and to preserve the beautification of the Properties, including in particular, but not without in any way limiting the generality of the foregoing, the following specific purposes (subject to the provisions of the Restrictions):

- (a) to borrow money;

(b) to mortgage, pledge and hypothecate any or all of its real or personal property as security for borrowed money or debts incurred;

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

(d) to maintain lands or streets;

(e) to fix, levy, collect and enforce payment by any lawful means, all charges or assessments provided for by the terms of the Restrictions and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including any licenses, taxes or governmental charges which may be levied or imposed against the property owned by the corporation;

(f) insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the Members; provided, that (i) no part of the net earnings of the corporation shall inure to the benefit of or be distributable to any Member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in effecting one or more of its purposes), (ii) no Member, director or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation, and (iii) no part of the activities of the corporation shall be influencing legislation, or participating or intervening (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office; and

(g) to do or cause to be done all things and acts permitted by the laws of the State of Texas incident, necessary, proper or advisable to carry out the purposes for which non-profit corporations may be formed and to have all powers enumerated in the Texas Non-Profit Corporation Act Article 1396-1.10, et seq., of the T.R.C.S., as amended.

ARTICLE FIVE

The address of the initial registered office of the corporation is Suite 362, 218 Quinlan, Kerrville, Texas 78028, and the name of its initial registered agent at such address is Carl D. Meek, Jr.

ARTICLE SIX

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 directors are:

Carl D. Meek, Jr.
420 Water Street
Kerrville, Texas 78028

John W. Miller, Jr.
603 Main Street
Kerrville, Texas 78028

Joel Ahala
420 Water Street
Kerrville, Texas 78028

ARTICLE SEVEN

The name and address of each incorporator is:

David L. Jackson
829 Jefferson Street
Kerrville, Texas 78028

Kathy Swindle
829 Jefferson Street
Kerrville, Texas 78028

Jane W. Barefield
829 Jefferson Street
Kerrville, Texas 78028

ARTICLE EIGHT

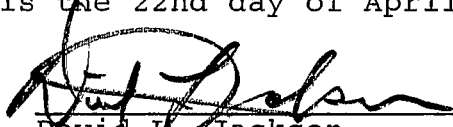
When the Restrictions or the Bylaws require certain approvals of the Members of the corporation, such approval shall be given by the Members as provided therein.

ARTICLE NINE

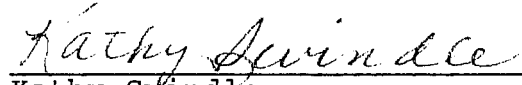
Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets, both real and personal, of the corporation shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization engaged in activities substantially similar to those of the corporation and which are qualified as exempt

organizations under the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law.

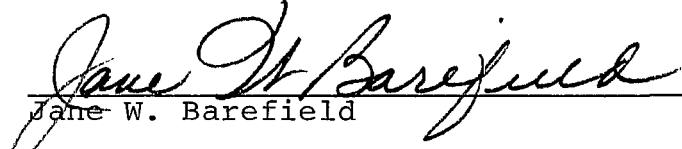
IN WITNESS WHEREOF, we have hereunto set our respective hands as incorporators on this the 22nd day of April, 1987.



David L. Jackson



Kathy Swindle



Jane W. Barefield

THE STATE OF TEXAS §

THE COUNTY OF KERR §

I, Laura Cline, Notary Public, do hereby certify that on this 22nd day of April, 1987, personally appeared before me DAVID L. JACKSON, who being by me first duly sworn, severally declared that he is the person who signed the foregoing document as an incorporator, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of office the day and year first above written.



Notary Public, State of Texas

Laura Cline

(Notary's Printed Name)

My Commission Expires:
3/10/91

THE STATE OF TEXAS §

THE COUNTY OF KERR §

I, Laura Cline, Notary Public, do hereby certify that on this 22nd day of April, 1985, personally appeared before me KATHY SWINDLE, who being by me first duly sworn, severally declared that he is the person who signed the foregoing document as an incorporator, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of office the day and year first above written.



Notary Public, State of Texas

Laura Cline
(Notary's Printed Name)

My Commission Expires:
3/10/91

THE STATE OF TEXAS §

THE COUNTY OF KERR §

I, Laura Cline, Notary Public, do hereby certify that on this 22nd day of April, 1985, personally appeared before me JANE W. BAREFIELD, who being by me first duly sworn, severally declared that he is the person who signed the foregoing document as an incorporator, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of office the day and year first above written.



Notary Public, State of Texas

Laura Cline
(Notary's Printed Name)

My Commission Expires:
3/10/91