

**THIS UNOFFICIAL VERSION OF A TRAILS AT CARRIAGE HILLS ASSOCIATION,
INC. DOCUMENT IS NOT LEGALLY BINDING**

*[STAMPED: FILED/in the Office of the Secretary
of State of Texas/JAN 10 1997/Corporations Sec (sic)]*

ARTICLES OF INCORPORATION

OF

TRAILS AT CARRIAGE HILLS ASSOCIATION, INC

We, the undersigned, natural persons, of the age of twenty-one (21) years or more, at least two 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 I.

The name of the corporation is TRAILS AT CARRIAGE HILLS ASSOCIATION, INC.

ARTICLE II.

The corporation is a non-profit corporation and shall have all of the powers specified hereafter in the Texas Non-Profit Corporation Act.

ARTICLE III.

The period of duration of the corporation is perpetual.

ARTICLE IV.

The purposes for which this corporation is organized are to generally managed the business and affairs of the owners of lots subject to the Declaration of Protective Covenants for the Trails At Carriage Hills, Section 1 and other platted lots that may be annexed into this Association, as filed, or to be filed, in the Real Property Records of Williamson County, Texas (the "Declaration") as provided in said Declaration, as it may be amended.

Without limiting the foregoing general purpose of this corporation, this corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as The Trails At Carriage Hills, Section 1, a subdivision in Williamson County, Texas, according to the plats recorded in Cabinet N, Slides 387 – 391 of the Deed and Plat records of Williamson County, Texas and to promote the health, safety and welfare of the residents within the above-described property and any additional thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to: (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Protective Covenants,

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TRAILS AT CARRIAGE HILLS ASSOCIATION, INC.*

Go to <http://www.TrailsAtCarriagehills.com> for more information and documents

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ARTICLE VII.

The name and address of each incorporator is:

Michael Moore 4800 Fredericksburg Road
San Antonio, Texas 78229

Jesse Murphy 4800 Fredericksburg Road
San Antonio, Texas 78229

Herb Quiroga 4800 Fredericksburg Road
San Antonio, Texas 78229

ARTICLE VIII.

The initial Board of Directors shall hold office until such time as at least 25% of the lots within the properties covered by the Declaration are owned by persons or entities other than the "Declarant" named in the Declaration at which time the initial Board of Directors shall call a special meeting of only the Class A members for the purposes of holding an election to elect a director to replace one of the said initial directors (the retiring director to be determined by the members of the initial Board of Directors), said director so elected to serve until the next regular annual meeting of the members of the corporation. The two remaining members of the initial Board of Directors shall continue to hold office until such time as the voting rights of the Class B membership of the corporation shall be automatically converted to the same voting rights of the Class B memberships of the corporation shall be automatically converted to the same voting rights as the Class A membership (as specified below), at which time the board of Directors shall call a special meeting of all members of the corporation for the purpose of holding an election to select another director to replace one of the two remaining members of the initial Board of Directors, said director so elected to serve until the next regular annual meeting of the members of the corporation. The then remaining members of the initial Board of Directors shall continue to hold office until such time as the Class B members have sold to other persons or entities all residential lots in The Trails At Carriage Hills, Section 1, and in any other areas duly annexed thereto in accordance with the provisions of the Declaration.

The judgment of the Directors, whether the directors are the initial directors or substitute or successor directors, in the expenditure of funds of the corporation shall be final and conclusive so long as such judgment is exercised in good faith.

The Bylaws of the corporation shall be adopted by the initial Board of Directors and shall thereafter be amended or altered as provided therein.

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The following shall apply to the corporation and its members:

- (a) The members of the corporation shall be the owners of lots within the properties described by the Declaration.
- (b) Each lot, whether owned by one or more parties, shall be entitled to the votes as follows:

The Corporation shall have two classes of voting membership:

Class A. Class A members shall be all owners, with the exception of the Declarant, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members, but in no event shall more than one vote be cast with respect to any such lot. The vote for such lot shall be exercised as such multiple owners determine, but if such multiple owners cannot agree as to how the vote will be cast, the vote as to that particular voting matter shall be forfeited.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A memberships on the happening of the first to occur of the following events:

- (a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) December 31, 2007.

Notwithstanding the foregoing, it is specifically provided, however, that if at any time other areas are duly annexed to The Trails At Carriage Hills, Section 1, in the manner provided by the Declaration, the voting rights as to lots owned by the Class B membership shall (if previously converted to one vote per lot) automatically revert to three (3) votes for each lot owned until such time as the total votes outstanding in the Class B (sic) [should be "Class A"] membership throughout the aforementioned subdivision and any duly annexed area, collectively, shall equal or exceed the total votes outstanding in the Class B membership throughout such total area, or until December 31, 2007, whichever date occurs first, at which time Class B voting rights shall be automatically converted to one (1) vote for each lot owned.

(c) The affairs of the corporation shall be managed by its Board of Directors. Such Directors need to be members of the Association.

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ARTICLE IX.

DISSOLUTION

The corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for the purposes similar to those for which this corporation was created or shall be distributed to the members of the Association as of the time of dissolution on a per lot basis, as the Class A membership of the Association so chooses. 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 to be devoted to such similar purposes.

ARTICLE X.

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five (75%) of the entire membership.

IN WITNESS WHEREOF, we have hereunto set our hands this [8th] day of [January], 1997.

SIGNED Michael D. Moore

SIGNED Jesse Murphy

SIGNED Herb Quiroga

STATE OF TEXAS §

COUNTY OF BEXAR §

I, the undersigned Notary Public in and for Bexar County, Texas do hereby certify that on this [8th] day of [January], 1997, before me personally appeared Michael D. Moore, who being by me first duly sworn, declared that he is the person who signed the forgoing documents as Incorporator, and that the statements therein contained or true.

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

SIGNED TERRI L. HORN

(STAMPED: TERRI L. HORN/Notary Public, State of Texas/My Commission expires JULY 12, 1997)

STATE OF TEXAS §

COUNTY OF BEXAR §

I, the undersigned Notary Public in and for Bexar County, Texas do hereby certify that on this [8th] day of [January], 1997, before me personally appeared Jesse Murphy, who being by me first duly sworn, declared that he is the person who signed the forgoing documents as Incorporator, and that the statements therein contained or true.

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

SIGNED TERRI L. HORN

(STAMPED: TERRI L. HORN/Notary Public, State of Texas/My Commission expires JULY 12, 1997)

STATE OF TEXAS §

COUNTY OF BEXAR §

I, the undersigned Notary Public in and for Bexar County, Texas do hereby certify that on this [8th] day of [January], 1997, before me personally appeared Herb Quiroga, who being by me first duly sworn, declared that he is the person who signed the forgoing documents as Incorporator, and that the statements therein contained or true.

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

SIGNED TERRI L. HORN

(STAMPED: TERRI L. HORN/Notary Public, State of Texas/My Commission expires JULY 12, 1997)

After recording, return to:
Kaufman And Broad.
ATTN: LEGAL DEPARTMENT
P.O. Box 5250
San Antonio, Texas 78201

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Disclaimer!

All of the material in this document has been transcribed to the best of human ability. However, none of the material included within this document should be construed to be legally binding. The only legally binding documents are those that you received when you closed on your house.

If you did not receive the declaration of protective covenants (deed restrictions), by-laws, and articles of incorporation when you closed on your home, please contact our property management company Severn Trent at 512-244-0855. They will notify your title agency to let them know of their neglect. In the meantime, you may use this UNOFFICIAL version of the Articles of Incorporation.

The paging in this document is exactly as the original documents you received when you purchased your home.

General Use Policy

This document and the website <http://www.TrailsAtCarriageHills.com> are provided as a service to our homeowners. Any use of this document, the website and all other materials associated with the HOA and re-produced electronically and/or stored as documents means that you agree to the above disclaimer and will not hold the website masters or the Trails at Carriage Hills Association, Inc. or its Board of Directors or anyone else associated with the creation and maintenance of this and other HOA documents responsible for any errors, inaccuracies, omissions, or any other type of false or misleading information.

Thanks and Acknowledgements

Our heartfelt thanks to you and your neighbors for all of the work you do to keep our neighborhood beautiful and our residents informed!

REMEMBER - No claim as to the accuracy or completeness of this document is made. Every effort to correct known omissions or mistakes will be made but please remember that you should consult with your real estate attorney if you have questions about any of these documents.

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