



# The State of Texas

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION  
OF  
INDIAN CREEK/CARROLLTON HOMEOWNERS ASSOCIATION, INC.  
CHARTER NUMBER 1348002


The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Incorporation for the above named corporation have been received in this office and are 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 corporate 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: March 15, 1995  
Effective March 15, 1995



  
Antonio O. Garza, Jr.  
Secretary of State

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ARTICLES OF INCORPORATION  
OF  
INDIAN CREEK/CARROLLTON HOMEOWNERS ASSOCIATION, INC. Incorporations Section

The undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of an association under the Texas Non-Profit Corporation Act, Tex. Rev. Civ. Stat. art. 1396-1.01 et seq., hereby adopts the following Articles of Incorporation for the Indian Creek/Carrollton Homeowners Association, Inc. (the "Association"):

ARTICLE I  
NAME OF ASSOCIATION

The name of the Association is the INDIAN CREEK/CARROLLTON HOMEOWNERS ASSOCIATION, INC.

ARTICLE II  
NON-PROFIT ASSOCIATION

The Association is a non-profit association.

ARTICLE III  
DURATION

The period of the Association's duration is perpetual.

ARTICLE IV  
ADDRESS OF ASSOCIATION

The principal office of the Association is located at 5950 Berkshire, Suite 1200, Dallas, Texas 75225.

ARTICLE V  
REGISTERED AGENT AND OFFICE

The address of the initial registered office of the Association is 5950 Berkshire, Suite 1200, Dallas, Texas 75225, and the name of the Association's initial registered agent at such address is Robert R. Harper, III.

ARTICLE VI  
PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profits to its members. The specific purposes for which the Association is organized are as follows:

- (a) To provide for the maintenance, management, preservation, care and architectural control of The Properties and the Common Areas;

(b) To promote the health, safety and welfare of the residents within The Properties and the Common Areas;

(c) To exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration;

(d) To fix, levy, collect and enforce payment of all charges and assessments as set forth in the Declaration, to pay all expenses in connection therewith and all expenses incident to the conduct of the business of the Association, including all licenses, taxes and governmental charges levied or imposed against the Association or the Property of the Association;

(e) 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 Association;

(f) To borrow money, and mortgage, pledge, or hypothecate any or all of the real or personal property of the Association as security for money borrowed or debts incurred;

(g) To dedicate, sell or transfer all or any part of the Common Areas to any public agency, authority or utility in accordance with the Declaration;

(h) To promote and maintain the recreational opportunities, comfort, health, safety and welfare of the residents of The Properties, and, in general, to enhance the quality of economic value of The Properties; and

(i) To have and to exercise any and all powers, rights and privileges which an Association organized under the Texas Non-Profit Act may now or hereafter have or exercise.

The aforesaid statement of purposes shall be construed as a statement of both purposes and of powers and shall be broadly construed to effectuate its intent.

**ARTICLE VII**  
**MEMBERSHIP AND VOTING RIGHTS**

Every Owner of a Lot shall automatically be a Member of the Association. Memberships shall be appurtenant to and may not be separated from ownership of any Lot which is subject to the Declaration. Ownership of a Lot shall be the sole qualification for membership in the Association. The Association may (but shall not be required to) issue certificates evidencing membership in the Association. The voting rights of the Members are set forth in the Declaration.

**ARTICLE VIII**  
**BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors, who need not be Members of the Association. The number of directors shall be established in the Bylaws for the Association and may be changed by amendment of the Bylaws. The names and addresses of the persons who are acting in the capacities of the initial Directors of the Association until selection of a succeeding Board of Directors are:

NAME OF DIRECTOR	ADDRESS OF DIRECTOR
<u>Robert R. Harper, III</u>	<u>5950 Berkshire, Suite 1200</u> <u>Dallas, Texas 75225</u>
<u>Ray W. Washburne</u>	<u>5950 Berkshire, Suite 1200</u> <u>Dallas, Texas 75225</u>
<u>Carol M. McCall</u>	<u>5950 Berkshire, Suite 1200</u> <u>Dallas, Texas 75225</u>

**ARTICLE IX**  
**AMENDMENTS**

Amendments to these Articles of Incorporation shall be in accordance with the Bylaws of the Association.

**ARTICLE X**  
**BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Members.


**ARTICLE XI**  
**INCORPORATOR**

The incorporator for the Association is Raymond J. Termini, whose business address is 1445 Ross Avenue, Suite 2500, Dallas, Texas 75202.

**ARTICLE XII**  
**CAPITALIZED TERMS**

The capitalized terms used herein shall have the same meaning as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Indian Creek Ranch Subdivision, dated August 23, 1994, recorded under County Clerk's File No. 94-R0065513 of the Deed Records of Denton County, Texas, and any and all amendments thereto.

EXECUTED this 14<sup>th</sup> day of March, 1995.

  
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Raymond J. Termini