



2000-0062132

**ARTICLES OF INCORPORATION
and
RULES AND REGULATIONS
THE RETREAT AT GLEN HEATHER HOMEOWNER'S ASSOCIATION, INC.**

STATE OF TEXAS

SS

KNOW BY ALL THESE PRESENT:

COUNTY OF BEJAR

NOW COMES, LAURA IVES CRAFT, PRESIDENT OF CRAFT ASSOCIATION MANAGEMENT CORPORATION, INC., the Manager of THE RETREAT AT GLEN HEATHER HOMEOWNERS ASSOCIATION, INC., a Texas Non-Profit Corporation, on behalf of the Board of Directors and Owners of said Association who does state that attached is a copy of the Articles of Incorporation dated JULY 17, 1984 as filed with the Secretary of State for the State of Texas, and a copy of the Rules and Regulations dated OCTOBER 15, 1997.

STATE OF TEXAS

SS

KNOW BY ALL THESE PRESENT:

COUNTY OF BEJAR

Sworn to before me this 7 day of March, 2000.



Laura Ives Craft, President
Craft Association Management Corporation
Manager for The Retreat at Glen Heather Homeowners Association, Inc.



Notary Public

Printed Name _____ My Commission Expires: _____

Return to CAMC, 8026 Vantage #103B, San Antonio, Texas 78230



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FILED
In the Office of the
Secretary of State of Texas

NOV 18 1999

Clert. A
Corporations Section

ARTICLES OF INCORPORATION
OF
THE RETREAT AT GLEN HEATHER HOMEOWNERS 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 THE RETREAT AT GLEN HEATHER HOMEOWNERS 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 this corporation is perpetual.

ARTICLE IV.

The purposes for which this corporation is organized are to generally manage the business and affairs of the Owners of Lots subject to the Declaration of Covenants, Conditions and Restrictions for The Retreat at Glen Heather as filed, or to be filed, in the Real Property Records of Bexar County, Texas (the "Declaration") which shall include but not be limited to the following:

1. To collect the general assessments, and any special assessments, and any interest thereon, from Owners of Lots in accordance with the provisions of the Declaration which require payment of said assessments to this corporation.

2. To own and to arrange, provide and pay for the installation, construction, repair, refurbishment, replacement and maintenance of the Common Area and other portions of the Properties as required by the Declaration; the payment of any ad valorem taxes on said Common Area; the acquisition, payment and control of all insurance policies and insurance proceeds as required by the Declaration; the caring for and watering of trees and shrubbery as required by the Declaration; encouraging compliance with and enforcement of all covenants and restrictions contained in said Declaration and the Bylaws; doing any other thing necessary or desirable in the opinion of the Board of Directors of the corporation for the Owners or occupants of Lots subject to the Declaration; and to do any and all other acts in connection with all of the above purposes and the efficient administration of the Properties as provided for in the Declaration.

ARTICLE V.

The name of the initial registered agent of the corporation is Robert E. Metts, Jr. and the street address of its initial registered office is 6046 Glen Heather, San Antonio, Texas, 78240.

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ARTICLE VI.

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:

- Robert E. Watts, Jr. 6046 Glen Heather
San Antonio, Texas 78240

- Nancy B. Watts 6046 Glen Heather
San Antonio, Texas 78240

- E. A. Herms, Jr. 6046 Glen Heather
San Antonio, Texas 78240

ARTICLE VII.

The name and address of each incorporator is:

- Robert E. Watts, Jr. 6046 Glen Heather
San Antonio, Texas 78240

- Nancy B. Watts 6046 Glen Heather
San Antonio, Texas 78240

- E. A. Herms, Jr. 6046 Glen Heather
San Antonio, Texas 78240

ARTICLE VIII.

The initial Directors shall serve until the first regular Board is elected or until their sooner resignation or removal by a two-thirds majority vote of the members of the corporation. In case of the resignation, death or incapacity to serve of any of the three initial Directors prior to said time, the remaining Directors may appoint a Substitute Director to serve the remainder of the said period. The judgment of the Directors, whether the Directors are the initial Directors or Substitute 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.

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:

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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 and interest in any Lot, all such persons shall be members and the vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

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 membership 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;

(b) five (5) years from the date the Common Area passes to the Association as provided by the Declaration; or

(c) when the Declarant files in the Real Property Records of Bexar County, Texas a statement of its intent to convert its Class B membership to Class A membership.

e. The affairs of the corporation shall be managed by its Board of Directors. Such Directors need not be members of the Association

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 purposes similar to those for which this Corporation was created. 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 purpose.

ARTICLE X.

AMENDMENTS

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

ARTICLE XI.

FHA/VA APPROVAL

As long as there is a Class B membership, and, if there then are any mortgages on any Lot within the Properties insured by the Federal Housing Administration or the Veterans' Administration, the following actions will require the prior approval of the Federal Housing Administration or the Veteran's Administration:

090 0 0 2 6 0 2 4 9 0

- (i) Annexation of additional properties
- (ii) Mergers and consolidations
- (iii) Mortgaging of Common Area
- (iv) Dedication of Common Area
- (v) Dissolution of the Corporation
- (vi) Amendment of these Articles.

IN WITNESS WHEREOF, we have hereunto set our hands this the 17th day of July, 1984.

Robert E. Watts, Jr.

 Robert E. Watts, Jr.

Nancy B. Watts

 Nancy B. Watts

E. A. Hermes, Jr.

 E. A. Hermes, Jr.

STATE OF TEXAS :
 :
 COUNTY OF BEXAR :

I, the undersigned Notary Public in and for Bexar County, Texas, do hereby certify that on this 17th day of July, 1984, before me personally appeared Robert E. Watts, Jr., who being by me first duly sworn, declared that he is the person who signed the foregoing document as Incorporator, and that the statements therein contained are true.

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

Jill Whittle Astin

 Notary Public in and for
 the State of Texas



JILL WHITTLE ASTIN
 My Commission Expires 2/23/88

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STATE OF TEXAS §
§
COUNTY OF BEXAR §

I, the undersigned Notary Public in and for Bexar County, Texas, do hereby certify that on this 17th day of July, 1984, before me personally appeared Nancy S. Watts, who being by me first duly sworn, declared that she is the person who signed the foregoing document as Incorporator, and that the statements therein contained are true.

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



Jill Whitla Askins

Notary Public in and for
the State of Texas

JILL WHITLA ASKINS
My Commission Expires 9/22 1988
§
COUNTY OF BEXAR §

I, the undersigned Notary Public in and for Bexar County, Texas, do hereby certify that on this 17th day of July, 1984, before me personally appeared E. A. Hornes, Jr., who being by me first duly sworn, declared that he is the person who signed the foregoing document as Incorporator, and that the statements therein contained are true.

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



Jill Whitla Askins

Notary Public in and for
Bexar County, Texas

JILL WHITLA ASKINS
My Commission Expires 9/22 1988

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