

FILED  
In the Office of the  
Secretary of State of Texas

1973

*Bill Zimmerman*

COLONIA ESCONDIDA ASSOCIATION, INC. Deputy Director, Corporations Division

ARTICLES OF INCORPORATION

OF

In compliance with the requirements of the Texas Non-Profit Corporation Act, the undersigned, all of whom are residents of El Paso County, Texas, and all of whom are more than 21 years of age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME - NONPROFIT

The name of the corporation is COLONIA ESCONDIDA ASSOCIATION, INC., hereinafter called the "Association." This corporation shall be a nonprofit corporation under the laws of the State of Texas.

ARTICLE II

REGISTERED OFFICE

The registered office of the Association is c/o C T Corporation System, Republic National Bank Building Dallas, Texas 75201.

ARTICLE III  
REGISTERED AGENT

C T CORPORATION SYSTEM, whose address is Republic National Bank Building, Dallas, Texas 75201, is hereby appointed the initial registered agent of this Association.

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

This Association 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:

CONLONIA ESCONDIDA, an Addition to the City  
of El Paso, El Paso County, Texas,

A portion of Section 6, Township 29 South,  
Range 4 East, N.M.P.M., Dona Ana County,  
New Mexico

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereinafter be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers and privileges, duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the County Clerk of El Paso County, Texas, the Office of the County Clerk of Dona Ana County, New Mexico, as the same may be amended from time to time as therein provided;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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;

(d) Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) Grant, by action of the Board of Directors, easements and licenses over the Common Area.

(g) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area.

(h) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Texas Non-Profit Corporation Act by law may now or hereafter have or exercise.

ARTICLE V  
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing 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 Lot which is subject to assessment by the Association.

ARTICLE VI  
VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant.

(a) Class A members shall be entitled to one (1) vote for each Lot owned.

(b) When more than one (1) person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine. In no event shall more than one (1) vote be cast with respect to any Lot.

(c) The vote cast by Absentee Owners on any one matter shall not exceed forty-nine percent (49%) of the total vote cast. Absentee Owners shall mean those Owners who do not physically reside in the dwelling on the Lot which they own. If a Lot is owned by more than one (1) person, and at least one (1) of the Owners physically resides in the dwelling on the Lot in which he owns an interest, then the vote cast for that Lot shall not be considered as being cast by an Absentee Owner. The Declarant, its successors or assigns, shall not be considered an Absentee Owner. These rules shall apply to all matters voted upon by the Association membership.

Class B. The Class B member shall be the Declarant 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 either of the following events, whichever occurs earlier:

(a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;

(b) On December 31, 1977.

Cumulative voting is not permitted.

"Declarant" shall mean and refer to the original developer of COLONIA ESCONDIDA, FRONTERA GARDENS, INC. (N.S.L.), its successors or assigns, if such successors or assigns are merchant home builders who acquire more than one unimproved Lot from the Declarant for the purpose of constructing permanent improvements thereon.

ARTICLE VII  
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association, but in no event shall the number of directors be less than three. The names and addresses of the persons who are the initial directors of the corporation and who shall act until the selection of their successors are:

George D. Thomas	2212 E. Yandell, El Paso, Texas 79903
John C. Akard	1300 El Paso National Bank Bldg., El Paso, Texas 79901
J. P. Sorenson, Jr.	7014 Alameda, El Paso, Texas 79915
J. W. Rogers	420 Texas Avenue, El Paso, Texas 79901
A. H. Lafving	420 Texas Avenue, El Paso, Texas 79901
D. B. McKinney	420 Texas Avenue, El Paso, Texas 79901
Ray T. Taylor	420 Texas Avenue, El Paso, Texas 79901
C. P. Williams	420 Texas Avenue, El Paso, Texas 79901
W. H. Russell	2212 E. Yandell, El Paso, Texas 79903

At the first annual meeting the members shall elect three (3) directors for a term of one (1) year, three (3) directors for a term of two (2) years and three (3) directors for a term of three (3) years; and at each annual meeting thereafter the members shall elect three (3) directors for a term of three (3) years.

ARTICLE VIII

DISSOLUTION

The Association 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 Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five percent (75%) of each class of members.

ARTICLE XI  
FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of the Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XII  
INCORPORATORS


The names and addresses of the incorporators are as follows:

George D. Thomas	2212 E. Yandell, El Paso, Texas 79901
Jonathan W. Rogers	420 Texas Avenue, El Paso, Texas 79901
John C. Akard	1300 El Paso National Bank Bldg. El Paso, Texas 79901

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Texas, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation on this 5<sup>th</sup> day of March, 1973.



  
\_\_\_\_\_  
GEORGE D. THOMAS

  
\_\_\_\_\_  
JONATHAN W. ROGERS

  
\_\_\_\_\_  
JOHN C. AKARD

THE STATE OF TEXAS   §  
                                  §  
COUNTY OF EL PASO   §

I, Dolores Montano, a Notary Public, do hereby certify that on this, the 5 day of March, 1973, personally appeared before me GEORGE D. THOMAS, who being by me first duly sworn, declared that he is the person who signed the foregoing instrument as an incorporator, and that the statements contained therein are true.

Dolores Montano  
\_\_\_\_\_  
NOTARY PUBLIC, In and For  
El Paso County, Texas

My commission expires:  
June 1, 1973

THE STATE OF TEXAS   §  
                                  §  
COUNTY OF EL PASO   §

I, Conna Chira, a Notary Public, do hereby certify that on this, the 7th day of March, 1973, personally appeared before me JONATHAN W. ROGERS, who being by me first duly sworn, declared that he is the person who signed the foregoing instrument as an incorporator, and that the statements contained therein are true.

Conna Chira  
\_\_\_\_\_  
NOTARY PUBLIC, In and For  
El Paso County, Texas

HEMIE OHIRA

My commission expires:  
June 1, 1973

THE STATE OF TEXAS §  
  §  
COUNTY OF EL PASO §

I, William A. Kincaid, a Notary Public,  
do hereby certify that on this, the 3<sup>rd</sup> day of March,  
1973, personally appeared before me JOHN C. AKARD, who  
being by me first duly sworn, declared that he is the person  
who signed the foregoing instrument as an incorporator, and  
that the statements contained therein are true.

William A. Kincaid  
NOTARY PUBLIC, In and For  
El Paso County, Texas

My commission expires:  
June 1, 1973



OFFICE OF THE SECRETARY OF STATE

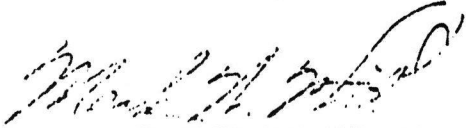
CERTIFICATE OF INCORPORATION  
OF

COLONIA ESCONDIDA ASSOCIATION, INC.  
CHARTER NO. 322885

The undersigned, as Secretary of State of the State of Texas, hereby certifies that duplicate originals of 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 him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated ..... April 11, 1973 .....

  
.....  
Secretary of State

