

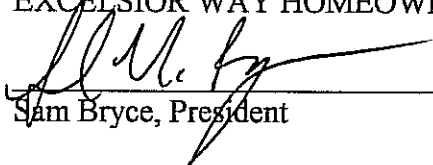


STATE OF TEXAS           §       GOVERNING INSTRUMENT AFFECTING  
                                  §       EXCELSIOR WAY HOMEOWNER'S ASSOCIATION, INC.  
COUNTY OF TEXAS       §       and its Property Owners Association

Pursuant to Texas Property Code §202.006, the undersigned officer of the Excelsior Way Homeowner's Association, Inc. does hereby state that, to his knowledge:


Attached as "Exhibit A" is a copy of the Certificate and Articles of Incorporation of Excelsior Way Homeowner's Association, Inc., filed March 14, 1994.

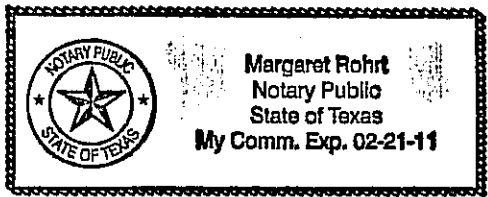
EXECUTED and EFFECTIVE as of this 16 day of November, 2008.

EXCELSIOR WAY HOMEOWNER'S ASSOCIATION, INC.  
  
\_\_\_\_\_  
Sam Bryce, President

STATE OF TEXAS           §  
                                  §  
COUNTY OF DALLAS       §

This instrument was acknowledged before me on this the 15 day of November, 2008 by Sam Bryce, President of Excelsior Way Homeowner's Association, Inc., a Texas non-profit corporation, on behalf of said corporation.

  
\_\_\_\_\_  
Margaret Rohrt  
Notary Public, State of Texas  
My commission expires 02-21-11





The State of Texas

Secretary of State

MAR. 14, 1994

Marc A. Silverstein

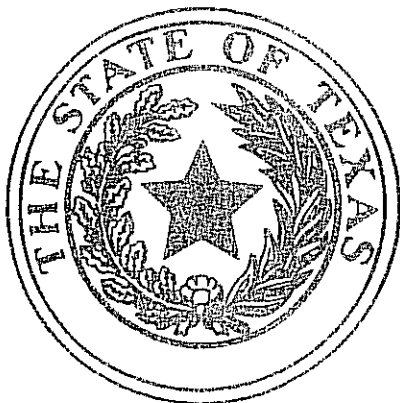
SELECT MANAGEMENT CO.  
4801 SPRING VALLEY, STE 103A  
DALLAS, TX 75244

RE:  
EXCELSIOR WAY HOMEOWNERS' ASSOCIATION, INC.  
CHARTER NUMBER 01210002-01

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR APPLICATION FOR REINSTATEMENT. THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES; THE ORIGINAL HAS BEEN FILED IN THIS OFFICE.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,



*Audrey Selden*

ASSISTANT SECRETARY OF STATE

Secretary of State

MAR 14 1994

APPLICATION FOR REINSTATEMENT AND  
REQUEST TO SET ASIDE FORFEITURE  
Corporations Section

By: Excelsior Way Homeowners! Association, Inc.

Charter No. 012100020-1 Taxpayer Id. No. 30114881466

WHEREAS, the charter of the above corporation was forfeited on 2/15/94

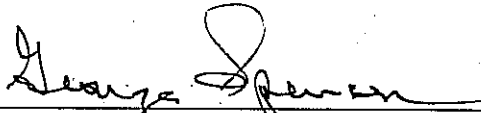
\_\_\_\_\_ for:

(check one)

1.  failure to maintain a registered agent, or
2.  failure to pay state franchise tax, or
3.  (other)

WHEREAS, the corporation has corrected the default noted above and has paid all fees, taxes, and penalties due;

NOW THEREFORE, the corporation hereby applies for reinstatement of its corporate charter, and requests that the Secretary of State set aside the forfeiture of the corporation.

By:   
(signature) George Spencer (title) Director

INSTRUCTIONS FOR FILING APPLICATION FOR REINSTATEMENT

1. Submit two copies of the application. We will place one document on record and return a file stamped copy to you for your files.
2. An application to set aside a forfeiture for failure to pay state franchise tax must be signed by an officer, director or shareholder. All other applications must be signed by an officer or director of the corporation.
3. The filing fee for an application for reinstatement under the Texas Tax Code is \$75.00 for business corporations. The filing fee for business corporation reinstatements for non-tax reasons is \$50.00.  
Non-profit corporations are assessed a filing fee of \$25.00 for non-tax reinstatements. No fee is required for non-profit corporations forfeited for tax reasons.

(Instructions continue on reverse side)

ARTICLES OF INCORPORATION  
OF  
EXCELSIOR WAY  
HOMEOWNERS' ASSOCIATION, INC.  
(A Texas Non-Profit Corporation)

FILED  
In the Office of the  
Secretary of State of Texas  
OCT 24 1991  
Corporations Section

The undersigned natural person of the age of eighteen (18) years or more acting as incorporator of a corporation (hereinafter called the "Corporation") under the Texas Non-Profit Corporation Act (hereinafter called the "Act") does hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

NAME

The name of the Corporation is EXCELSIOR WAY HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II

NON-PROFIT CORPORATION

The Corporation is a non-profit corporation.

ARTICLE III

DURATION

The period of the duration of the Corporation is perpetual.

ARTICLE IV

PURPOSES AND POWERS

1. The Corporation does not contemplate pecuniary gain or profit to the Members thereof, and its specific and primary purpose is to provide for the preservation and maintenance of a Single Family Residential Project, as provided in the Declaration of Covenants, Conditions and Restrictions for EXCELSIOR WAY (hereinafter referred to as the "Declaration"), an addition located in Dallas County, Texas (the "Property").

2. The general purposes and powers are:

a. To promote the common good, health, safety and general welfare of the residents within the Property;

b. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation arising from the Declaration applicable to the Property, as amended from time to time, and recorded or to be recorded in the Real Property Records in the Office of the County Clerk of Dallas County, Texas, the Declaration being incorporated herein by reference for all purposes;

c. To enforce applicable provisions of the Declaration, By-Laws, any rules and regulations of the Corporation and any other instrument for the management and control of the Property;

d. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to contract for and pay all expenses in connection with the maintenance, gardening, utilities, materials, supplies and services relating to the Common Properties (as defined in the Declaration) and facilities; to employ personnel reasonably necessary for administration and control of the Common Properties, including lawyers and accountants where appropriate; and to pay all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes and special assessments which are or would become a lien on any portion of the Property;

e. To have and to exercise any and all powers, rights and privileges, including delegation of powers as permitted by law, which the Corporation under the Act may now or hereafter have or exercise;

f. To acquire (by purchase, grant or otherwise), annex and merge, 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;

g. To borrow money, mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred in accordance with the Declaration limitations; and

h. To act in the capacity of principal, agent, joint venturer, partner or otherwise.

The foregoing statements of purposes shall be construed as a statement both of purposes and of powers, and the purposes and powers in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Corporation.

#### ARTICLE V

##### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 10751 Mapleridge Drive, Dallas, Texas 75238, and the name of its initial registered agent at such address is Ronald L. Frazee.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons are:

<u>NAME</u>	<u>ADDRESS</u>
Larry R. Taylor	16200 Dallas Parkway Suite 160 Dallas, Texas 75248

Phillip W. Duncan

16200 Dallas Parkway  
Suite 160  
Dallas, Texas 75248

James R. Duncan

Duncan/Dickson Partnership  
511 W. Harris  
San Angelo, Texas 76903

ARTICLE VII

INCORPORATORS

The name and street address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Bruce E. Turner	2323 Bryan Street, L.B. 115 Dallas, Texas 75201

ARTICLE VIII

MEMBERSHIP

The authorized number of members and qualifications for membership in the Corporation along with the appurtenant voting rights and other privileges due Owners in the single family residential project shall be as set out in the undivided fee interest in any Lot which is subject to the Declaration, including contract sellers, shall be a Member of the Corporation. 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 Corporation.

ARTICLE IX

DISSOLUTION

The Corporation may be dissolved in accordance with the limitations set out in the Declaration. The Corporation is one which does not contemplate pecuniary gain or profit to the Members thereof, and it is organized solely for non-profit purposes. In the event of liquidation, dissolution or winding up of the Corporation, whether voluntarily or involuntarily, the Directors shall dispose of the property and assets of the Corporation in such manner as they, in the exercise of their discretion (as set out in the Declaration), deem appropriate; provided, however, that such disposition shall be exclusively in the furtherance of the object and purposes for which the Corporation is formed, and shall not accrue to the benefit of any Director of the Corporation or any individual having a personal or private interest in the affairs of the Corporation or any organization which engages in any activity in which the Corporation is precluded from engaging.

IN WITNESS WHEREOF, I have hereunto set my hand, this the 22 day of October, 1991.

  
\_\_\_\_\_  
Bruce E. Turner

THE STATE OF TEXAS §  
                                  §  
COUNTY OF DALLAS §

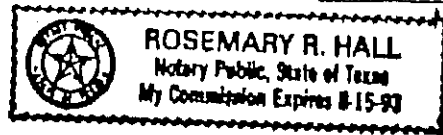
BEFORE ME, the undersigned authority, on this day personally appeared Bruce E. Turner, who being by me duly sworn, declared that he is the person who signed the foregoing instrument as incorporator, and that the statements therein contained are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 22<sup>nd</sup> day of October, 1991.

My Commission Expires:

8-15-93

Rosemary R. Hall



NOTARY PUBLIC in and for  
the State of Texas.

**FILED AND RECORDED**



OFFICIAL PUBLIC RECORDS

*[Signature]*

John F. Warren, County Clerk  
Dallas County TEXAS

November 19, 2008 10:09:14 AM

FEE: \$40.00

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