



Office of the Secretary of State

CERTIFICATE OF FILING OF

Old Mill Crossing Condominium Association, Inc.
File Number: 802578208

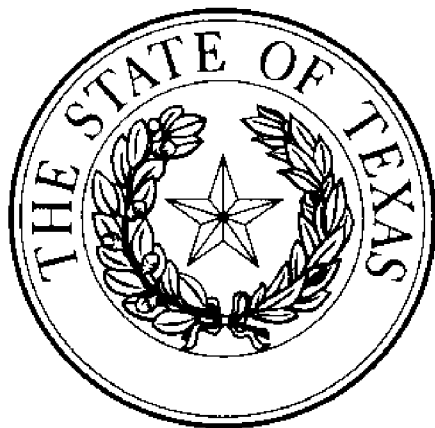
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a 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: 11/04/2016

Effective: 11/04/2016



A handwritten signature in black ink, appearing to read "Cascos" followed by a horizontal line.

Carlos H. Cascos
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

NOV 04 2016

**CERTIFICATE OF FORMATION
OF
OLD MILL CROSSING CONDOMINIUM ASSOCIATION, INC.**

Corporations Section

The undersigned natural person, being of the age of eighteen years or more, acting as organizer of a nonprofit corporation under the Texas Business Organizations Code, does hereby adopt the following Certificate of Formation for such corporation:

Article I: Name

The name of the corporation is: Old Mill Crossing Condominium Association, Inc. (hereinafter, the "Association").

Article II: Nonprofit Corporation

The Association is a nonprofit corporation.

Article III: Duration

The duration of the Association is perpetual.

Article IV: Registered Agent and Registered Office

The initial registered agent of the Association is James H. Jacobs, and his street address is 4411 South IH-35, #100, Georgetown, Texas 78626.

Article V: Purposes and Powers

The Association is organized under the Texas Business Organizations Code and shall operate as a nonprofit corporation under Texas Non-Profit Corporation Law. The Association is formed for exercising all of the powers and privileges and performing all of the duties and obligations of the Association as set forth in the **DECLARATION OF CONDOMINIUM REGIME FOR OLD MILL CROSSING** recorded in the Official Public Records of Comal County, Texas, and any amendments or supplements thereto (the "Declaration"). The Association shall be the unit owners' association pursuant to Section 82.101 of the Texas Uniform Condominium Act (chapter 82 of the Texas Property Code) ("TUCA") for the condominium regime known as "Old Mill Crossing" located in Comal County, Texas, subject to and more fully described in the Declaration (the "Condominium Regime").

The Association is a non-profit corporation, without capital stock, organized solely for the purposes specified in this Certificate of Formation, and no part of its property, whether income or principal, shall ever inure to the benefit of any Director, officer, or employee of the Association, or to any individual having a personal or private interest in the activities of the Association. Nor shall any such Director, officer, employee, or individual receive or be lawfully

entitled to receive any profit from the operations of the Association except a reasonable allowance for salaries or other compensation for personal services actually rendered in carrying out one or more of its stated purposes, as permitted by the bylaws of the Association (the "Bylaws") and the Declaration.

Without limiting the generality of the foregoing, the Association is organized for the following purposes:

1. To have and to exercise any and all powers, rights, and privileges which a nonprofit corporation organized under Texas Non-Profit Corporation Law and TUCA may now, or in the future, have or exercise;
2. To promote the objectives of the developer (and its successors and assigns) of, and for the benefit and betterment of the residents and property owners of, the Condominium Regime;
3. To exercise all rights and powers conferred upon condominium associations by the laws of the State of Texas, including TUCA, and specifically including the general rights stated in TUCA Section 82.102.
4. To exercise the following powers in accordance with the Declaration and the Bylaws:
 - a. to fix, levy, collect and enforce payment by any lawful means of 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 and governmental charges levied or imposed against the property of the Association and to make disbursements, expenditures, and payments on behalf of the Association's Members as required by the Declaration and the Bylaws; and to hold as agent for the Association's Members' reserves for periodic repairs and capital improvements to be made as directed by the Association's Board of Directors;
 - c. acquire by gift, purchase, or otherwise, to own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or to otherwise dispose of real or personal property in connection with the affairs of the Association subject to the limitations set forth in the Declaration;
 - d. borrow money, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred subject to the limitations set forth in the Declaration;
 - e. dedicate, sell, or transfer all or any part of the common properties owned by the Association to any public agency, authority, or utility for such

purposes and subject to such conditions as may be agreed to by the Association's Board of Directors;

- f. contract with the appropriate governmental authorities regarding the construction, maintenance, repair, and replacement of landscape and irrigation improvements for any public right-of-way within or abutting the above-described subdivision;
- g. participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common area as provided by the Bylaws and the Declaration; and
- h. have and exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas by law may now or hereafter have or exercise.

Article VI: Membership and Voting Rights

1. Pursuant to Section 82.101 of TUCA, the Members of the Association shall at all times consist exclusively of the owners of units in the condominium created by the Declaration or, following the termination of the Declaration, all former unit owners entitled to distribution of proceeds, or the unit owners' heirs, successors, or assigns. Any person or entity acquiring a qualifying property interest shall automatically become a Member of the Association, and such membership interest shall be appurtenant to and shall run with the property interest. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Any mortgagee or lienholder who acquires record title to any qualifying property interest, whether through judicial or non-judicial foreclosure, shall be a Member of the Association. Any attempt to make a prohibited severance, transfer, pledge, mortgage, or alienation of a membership interest shall be void.

2. The voting rights of the Members of the Association shall be determined in accordance with the Declaration and Bylaws.

3. Cumulative voting is not permitted.

Article VII: Board of Directors

1. Except for powers reserved to the Declarant named in the Declaration which may be exercisable only during the period prescribed in the Declaration and TUCA, the management of the affairs of the Association shall be vested in the Board of Directors. The initial Board of Directors shall consist of the following three individuals until their successors are chosen and qualify:

<u>NAME</u>	<u>ADDRESS</u>
James H. Jacobs	4411 South IH-35, #100 Georgetown, Texas 78626
Justin Jacobs	4411 South IH-35, #100 Georgetown, Texas 78626
Matti Smith	4411 South IH-35, #100 Georgetown, Texas 78626

2. The Directors of the Association need not be Members of the Association. The Board of Directors shall fulfill all of the functions of, and possess all powers granted to, boards of directors of nonprofit corporations in the Texas Non-Profit Corporations Law. The number of Directors may be changed as provided in the Bylaws.

3. All of the powers of the Association shall be exercised by the initial Board of Directors until such time as the Association holds its first annual meeting of Members.

4. No Director of the Association shall be personally liable to the Association or its Members for monetary damaged for an act or omission in the Director's capacity as a Director, except to the extent otherwise expressly provided by a statute of the State of Texas. Neither the amendment nor repeal of this Certificate of Formation shall eliminate or reduce the effect of this paragraph in respect of any matter occurring, or any cause of action, suit, or claim that, but for this Certificate of Formation, would accrue or arise, prior to such amendment or repeal. If the Texas Non-Profit Corporation Law is amended to authorize corporate action further eliminating or limiting the personal liability of Directors, then the liability of a Director of the Association shall be eliminated or limited to the fullest extent permitted by the Texas Non-Profit Corporation Law, as so amended from time to time.

Article VIII: Indemnification

Each person who acts as a Director, officer, committee member, or other appointed representative of the Association shall be indemnified by the Association against any costs, expenses, and liabilities which may be imposed upon or reasonable incurred by him or her in connection with any civil or criminal action, suit, or proceeding in which he or she may be named as a party defendant or in which he or she may be a witness by reason of being or having been such Director or officer or by reason of any action alleged to have been taken or omitted by him in either such capacity. Such indemnification shall be provided in the manner and under the terms, conditions, and limitations set forth in the Bylaws.

Article IX: Amendment

Amendment of this Certificate of Formation shall require the approval of two-thirds (2/3) of the total number of votes of each class of Members, as determined under the Declaration,

except that: (i) an amendment shall not conflict with the Declaration or TUCA; (ii) an amendment shall not impair or dilute a right granted to the Declarant or other person by the Declaration without the Declarant's or that person's written consent, as the case may be; and (iii) without Member approval, the Board of Directors may adopt amendments permitted by Section 22.107 of the Texas Business Organizations Code.

Article X: Dissolution

The Association may be dissolved with the written consent of not less than eighty percent (80%) of the total number of votes of each class of Members, as determined under the Declaration. 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 substantially similar to those for which this Association was created or, if such dedication is refused, then such assets shall be granted, conveyed, and assigned to any nonprofit corporation organized for substantially similar purposes.

Article XI: Actions Without Meetings

Any action required by law to be taken at any annual or special meeting of the Members or any action that may be taken at any annual or special meeting of the Board of Directors may be taken without a meeting, without prior notice, and without a vote, if a consent (or consents) in writing setting forth the action so taken shall be signed by the number of Members or members of the Board of Directors, as applicable, having the total number of votes of the Association or Board of Directors necessary to approve such action, as determined under the Bylaws and the Declaration.

Article XII: Conflicts

In the case of any conflict between the provisions of the Declaration and this Certificate of Formation, the Declaration shall control. In the case of any conflict between the provisions of this Certificate of Formation and the Bylaws, this Certificate of Formation shall control.

Article XIII: Organizer

The name and street address of the organizer are:

<u>NAME</u>	<u>ADDRESS</u>
David J. Sewell	7320 N. MoPac, Suite 211 Austin, Texas 78731

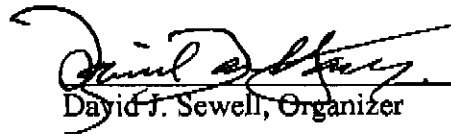
Article XIV: Statement of Effectiveness of Filing

This document becomes effective when the document is filed by the Secretary of State.

SIGNATURE

The undersigned confirms that the person designated as the registered agent has consented to his appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent statement and certifies under penalty of perjury undersigned is authorized to execute this filing instrument.

Signed this 4th day of November, 2016.



David J. Sewell, Organizer