

OFFICE OF THE SECRETARY OF STATE

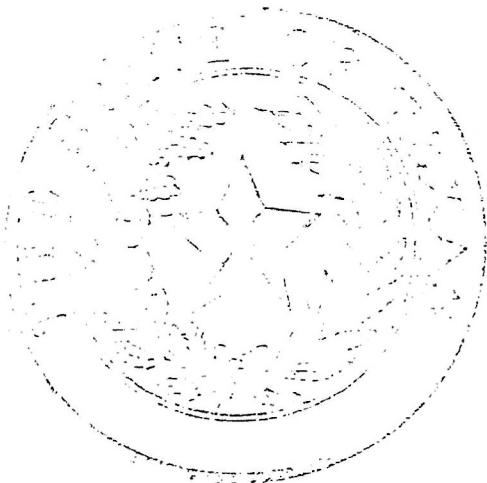
CERTIFICATE OF INCORPORATION
OF

DEER MEADOWS PROPERTY OWNER'S ASSOCIATION
CHARTER NO. 672376


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 Sep 20 1983



lbs


Secretary of State

June 30, 1983


Deer Meadows Property Owner's
Association
Deer Meadows, Subdivision
Canyon Lake, Texas 78130


RE: Deer Meadows Architectural
Control Committee

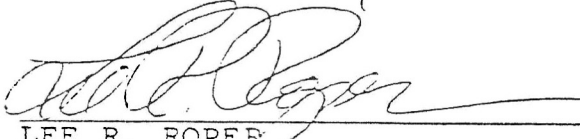
Gentlemen:

We hereby submit our resignations as members of the Deer Meadows Architectural Control Committee effective this date. We understand that Arno Ford, Joseph Woods, and Arthur King will serve as interim members of the Architectural Control Committee by mutual consent of the Association members until a formal meeting is held and regular Architectural Control Committee members can be elected.

Sincerely,


EDWIN K. NOLAN


RONALD G. NEWMAN


LEE R. ROPER

PROPERTY OWNER'S-ARTICLES OF INC
DMD4

ARTICLES OF INCORPORATION
OF

DEER MEADOWS PROPERTY OWNER'S ASSOCIATION
(A Non-Profit Corporation)

FILED
In the Office of the
Secretary of State of Texas

SEP 20 1983

Clerk F
Corporations Section

We, the undersigned natural persons of the age of 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 and for such Corporation:

ARTICLE I.

The name of the Corporation is DEER MEADOWS PROPERTY OWNER'S ASSOCIATION.

ARTICLE II.

The Corporation is a non-profit corporation, organized pursuant to the Texas Non-Profit Corporation Act without capital stock and shall have all the powers specified in the Texas Non-Profit Corporation Act. The Corporation is organized solely for non-profit purposes and does not contemplate pecuniary gain or profit to the members thereof.

ARTICLE III.

The period of duration of the Corporation is perpetual.

ARTICLE IV.

The purposes for which the Corporation is organized are:

To collect membership fees, maintenance fee assessments and donations from members of the Corporation and property owners of lots in Deer Meadows Subdivision (all units), and solicit donations from the general public in the Canyon Lake community and to use said monies to provide services or facilities for the

general benefit of all members of the Corporation and the general public in the community. To acquire, maintain and operate the swimming pool and other recreational facilities of Deer Meadows Subdivision (all units) for the benefit of all property owners of lots in Deer Meadows Subdivision (all units). To collect all maintenance fees due from said property owners for use in maintenance and operation of recreational facilities owned by the Corporation and in enforcement of property use and building restrictions in Deer Meadows Subdivision (all units).

ARTICLE V.

The street address of the initial registered office of the Corporation is Rt. 7, Box 584 C-7, Canyon Lake, Texas 78130, and the name of its initial registered agent at such address is Craig A. Brewer.

ARTICLE VI.

The number of Directors constituting the initial Board of Directors of the Corporation is four (4), and the names and addresses of the persons who are to serve as the initial Directors are:

Joseph Woods	5951 Little Brandywine	San Antonio, TX 78233
Walter Guenther	6719 Buckley	San Antonio, TX 78239
Ethel Rogers	4303 Bright Sun	San Antonio, TX 78217
Bernita Zvonek	Rt. 7, Box 522-B	Canyon Lake, TX 78130

ARTICLE VII.

The name and address of each incorporator is:

Edwin K. Nolan	Star Rt. 2, Box 180-E	Canyon Lake, Texas 78130
Ronald G. Newman	Rt. 7, Box 584-C	Canyon Lake, Texas 78130
Craig A. Brewer	Rt. 7, Box 584-C	Canyon Lake, Texas 78130

ARTICLE VIII.

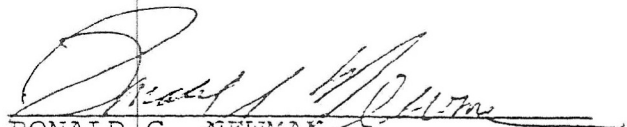
The members of the Corporation shall be the owners of record title of residential lots in Deer Meadows Subdivision. Each of said lots shall be entitled to only one vote at any meeting of the membership regardless of the number of owners of such lot. Furthermore, each lot owner shall be entitled to only one vote at any one meeting of the membership regardless of the number of lots owned by that lot owner.

ARTICLE IX.

The By-laws of this Corporation shall be adopted by the initial Board of Directors and may be amended or altered by a majority vote of the Board of Directors.

IN WITNESS WHEREOF we have hereto set our hands this 16th day of September, 1983.


EDWIN K. NOLAN


RONALD G. NEWMAN


CRAIG A. BREWER

STATE OF TEXAS

COUNTY OF COMAL

I, Jim Newman, a Notary Public, do hereby certify that on this 17th day of September, 1983, personally appeared before me, EDWIN K. NOLAN, being by me first duly sworn, severally declared that he is the person who signed the foregoing documents as an incorporator and that the statements therein contained are true.

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

Jim Newman
Notary Public in and for
Comal County, Texas

STATE OF TEXAS

COUNTY OF COMAL

I, Jim Newman, a Notary Public, do hereby certify that on this 17th day of September, 1983, personally appeared before me, RONALD G. NEWMAN, being by me first duly sworn, severally declared that he is the person who signed the foregoing documents as an incorporator and that the statements therein contained are true.

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

Jim Newman
Notary Public in and for
Comal County, Texas

STATE OF TEXAS

COUNTY OF COMAL

I, Jim Newman, a Notary Public, do hereby certify that on this 17th day of September, 1983, personally appeared before me, CRAIG A. BREWER, being by me first duly sworn, severally declared that he is the person who signed the foregoing documents as an incorporator and that the statements therein contained are true.

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

Jim Newman
Notary Public in and for
Comal County, Texas

DEER MEADOWS

Property Owners
Association

300 Deer Meadows
Canyon Lake, Tex 78130

COMAL COUNTY DEED RESTRICTIONS LOCATION~

PHASE 1 & 2-	VOL 331	PAGE 193
PHASE 2-	332	255
PHASE 3-	332	845
PHASE 4-	336	677
PHASE 5A-	338	341
PHASE 5B-	340	850

COMAL COUNTY PROPERTY(PLAT) DESCRIPTION & LOCATION IN RECORDS.

PHASE 1	VOL 6	PAGE 195
PHASE 2	6	197
PHASE 2	7	43(Lots 30-33, 45, 46 & 52)
PHASE 3	7	4
PHASE 4	7	24
PHASE 5A	7	30
PHASE 5B	7	46

PROPERTY OWNER'S-WAIVER OF NOTICE
DMD4

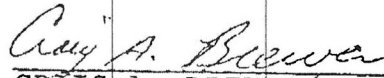
WAIVER OF NOTICE OF THE ORGANIZATIONAL MEETING OF
THE INCORPORATORS OF
DEER MEADOWS PROPERTY OWNER'S ASSOCIATION

We, the undersigned, being the initial Incorporators of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION, a corporation organized under the laws of the State of Texas, do hereby waive all notice of the organization meeting of the Incorporators of the Corporation, whether provided by statute or otherwise, and agree that such meeting shall be held at Deer Meadows Subidivision Park, Canyon Lake, Texas, on the 17th day of September, 1983, at 10:00 A.M., and we consent to the transaction of any and all business that may come before the meeting.

DATED this 17th day of September, 1983.


EDWIN K. NOLAN


RONALD G. NEWMAN


CRAIG A. BREWER

MINUTES OF THE FIRST MEETING OF
THE INCORPORATORS OF
DEER MEADOWS PROPERTY OWNER'S ASSOCIATION

The first meeting of the incorporators of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION (a non-profit corporation), was held at DEER MEADOWS, Canyon Lake, Texas, on the 17th day of September, 1983, at 10:00 o'clock A.M.

The following persons were present: EDWIN K. NOLAN, RONALD G. NEWMAN and CRAIG A. BREWER, being all of the incorporators of the Corporation. RONALD G. NEWMAN was elected Chairman of the meeting and EDWIN K. NOLAN was elected Secretary of the meeting.

EDWIN K. NOLAN submitted to the meeting a Waiver of Notice thereof signed by all of the incorporators. The Chairman directed that the original of such waiver of notice be annexed to the minutes of this meeting.

EDWIN K. NOLAN submitted to the meeting a Certificate of Incorporation of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION, certified by the Secretary of State under the Great Seal of the State of Texas, with the duplicate original of the Articles of Incorporation having been approved and filed in the office of the Secretary of State on the 20th day of September, 1983, under Charter No. 672376. Upon motion duly made, seconded and carried, it was:

RESOLVED:

That the Certificate of Incorporation of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION, together with the duplicate original of the Articles of Incorporation, should be, and they are hereby, accepted, adopted and approved and are hereby ordered filed in the record book of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION.

The Chairman then presented to the meeting a copy of the By-laws for the regulation of the affairs of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION. The By-laws were read, and after discussion, upon motion duly made, seconded and carried, it was:

RESOLVED:

That the By-laws presented to this meeting be, and they are hereby, recommended to the Board of Directors for their adoption at the organizational meeting of the Board of Directors as the By-laws of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION.

The Chairman stated that in his judgment it would be advisable to confirm and recognize the original Directors of the DEER MEADOWS PROPERTY OWNER'S ASSOCIATION. After deliberation and discussion, upon motion duly made, seconded and carried, it was:

RESOLVED:

That the Directors as named in the Articles of Incorporation be, and they are hereby, recognized and confirmed as the Board of Directors of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION to hold office until their successors shall have been elected and qualified.

There being no other business to be transacted, the meeting was, upon motion duly made, seconded and carried, adjourned.



Secretary/Treasurer

APPROVED:

Chairman

note page 4

The Chairman stated that in his judgment it would be advisable to confirm and recognize the original Directors of the DEER MEADOWS PROPERTY OWNER'S ASSOCIATION. After deliberation and discussion, upon motion duly made, seconded and carried, it was:

RESOLVED:

That the Directors as named in the Articles of Incorporation be, and they are hereby, recognized and confirmed as the Board of Directors of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION to hold office until their successors shall have been elected and qualified.

There being no other business to be transacted, the meeting was, upon motion duly made, seconded and carried, adjourned.



Secretary/Treasurer

APPROVED:

Chairman

WAIVER OF NOTICE OF THE ORGANIZATIONAL MEETING OF
BOARD OF DIRECTORS OF
DEER MEADOWS PROPERTY OWNER'S ASSOCIATION

We, the undersigned, being the initial Directors of DEER MEADOWS PROPERTY OWNER'S ASSOCIATION, a corporation organized under the laws of the State of Texas, do hereby waive all notice of the organization meeting of the Directors of the Corporation, whether provided by statute or otherwise, and agree that such meeting shall be held at DEER MEADOWS, Canyon Lake, Texas, on the 17th day of September, 1983, at 10:00 A.M., and we consent to the transaction of any and all business that may come before the meeting.

DATED this 17th day of September, 1983.

Bernita J. Zorn

Elmer L. Rogers

Walter L. Lenth

Joseph L. Lenth

ORGANIZATION MEETING OF THE BOARD OF DIRECTORS
OF
DEER MEADOWS PROPERTY OWNER'S ASSOCIATION

The Organizational meeting of the initial Board of Directors of Deer Meadows Property Owner's Association was held at DEER MEADOWS, Canyon Lake, Texas, at 10:00 A.M. on September 17, 1983, pursuant to a Waiver of Notice executed by all the Directors. Present at the meeting were: JOSEPH WOODS, WALTER GUENTHER, ETHEL ROGERS and BERNITA ZVONEK being all the initial Directors of the Corporation.

JOSEPH WOODS presided at the meeting and announced that the meeting had been called to complete the organization of the Corporation and to transact certain other business to come before the Board of Directors. BERNITA ZVONEK kept the minutes of the meeting. JOSEPH WOODS reported that the Articles of Incorporation of Deer Meadows Property Owner's Association had been filed with the Texas Secretary of State on September 20, 1983, and presented at the meeting a duplicate original of such Articles of Incorporation as certified by the Texas Secretary of State. The Secretary of the Corporation was instructed to insert the Articles of Incorporation in the minute book of the Corporation.

JOSEPH WOODS presented a document consisting of fourteen pages entitled "By-laws of Deer Meadows Property Owner's Association" for consideration by the Directors. After a review of the By-laws, they were dated and signed by all of the directors present and on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED:

That the By-laws presented to, considered, and signed at this meeting are adopted as the By-laws of this Corporation, and the secretary of this Corporation is instructed to insert such By-laws in the minute book of this corporation, and to maintain such By-laws at the registered office of the Corporation. Such By-laws will be dated September 17, 1983.

After discussion, the following resolution was unanimously adopted:

RESOLVED:

That the fiscal year of this corporation shall consist of a calendar year, ending on December 31 of each year hereafter.

After discussion, and upon motion duly made and seconded, the following resolutions respecting bank accounts were unanimously adopted:

RESOLVED:

That Deer Meadows Property Owner's Association establish in its name one or more deposit accounts with Canyon Lake Bank of Sattler, Texas, on such terms and conditions as may be agreed upon with such bank, and any officer of this corporation is hereby authorized to establish such an account; and

RESOLVED FURTHER:

That BERNITA ZVONEK is hereby authorized to make all deposits and to draw checks on the bank accounts of this corporation at Canyon Lake Bank, and that any checks or orders for the withdrawal of money from the accounts of this corporation at such bank be signed by this person, and the Secretary/Treasurer of this Corporation is instructed to certify to such bank the signature of this person; such bank is specifically authorized to honor and pay all checks and orders for the withdrawal of money signed as provided herein.

RESOLVED FURTHER:

That this resolution shall continue in force and said bank may consider the holder of said office and his signature to be and continue as set forth in the certificate of the Secretary/Treasurer of the Corporation accompanying a copy of this resolution when delivered to said bank or in any similar subsequent certificate until notice to the contrary in writing is duly served on said bank.

The following persons were unanimously elected to the offices set forth opposite their respective names, and each such person accepted their office until their successor can be duly elected and qualified:

JOSEPH WOODS
ETHEL ROGERS
BERNITA ZVONEK

President
Vice-President
Secretary-Treasurer

After discussion, and upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED:

That the Corporation accept and record the originals of the proposed attached Deed from Deer Meadows, Inc., and maintain and develop said swimming pool and park for the benefit of the members of the Corporation.

After discussion, and upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED:

That the Corporation not have or utilize a corporate seal in any of its transactions.

There being no further business, the meeting was adjourned.

Frank J. York

Ethel P. Rogers

Nate L. Gentry

Joseph Wood