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In the Office of the
Secretary of State of Texas
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Corporations Section

ARTICLES OF INCORPORATION

OF

THE PARKE AT TRAVIS COUNTRY CONDOMINIUM OWNERS ASSOCIATION, INC.

The undersigned natural person of the age of eighteen years or more, acting as sole incorporator of a corporation under the Texas Non-Profit Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is **The Parke at Travis Country Condominium Owners Association, Inc.**

ARTICLE II.

The corporation is a non-profit corporation.

ARTICLE III.

The period of its duration is perpetual.

ARTICLE IV.

The corporation is organized and shall be operated to act as agent for the property owners of certain real property located in Travis County, Texas, which property is commonly known as "The Parke at Travis Country Condominiums" (the "Property"). The corporation is specifically organized to provide condominium owner association supervision and operation of the Property and to replace, maintain, repair and improve any common areas (as defined in any declaration of restrictive covenants affecting the Property from time to time), and to promote the health, safety and

welfare of the residents of The Parke at Travis Country Condominiums. The corporation shall be operated exclusively for such purposes, and no part of the corporation's property, whether income or principal, shall inure to the benefit of, or be distributable to, its members, directors, officers or employees, or any person having a personal or private interest in the activities of the corporation, nor shall any of said persons receive or be entitled to receive any payment from the corporation except reasonable compensation for personal services actually rendered in carrying out the corporation's purposes, as set forth in this Article IV. The corporation is organized for nonprofit purposes. Nothing contained in these Articles shall be construed to authorize the corporation to carry on any activity for the profit of its members.

ARTICLE V.

The street address of the initial registered office of the corporation is 1101 Capital of Texas Highway South, Building F, Suite 254, Austin, Travis County, Texas 78746 and the name of its initial registered agent at such address is Steve Pate.

ARTICLE VI.

The direction and management of the affairs of the corporation and the control and disposition of its properties and funds shall be vested in a Board of Directors composed of such number of persons as the bylaws may fix. Until changed by the bylaws the original number of directors shall be three (3). The directors shall continue to serve until their successors are selected in the manner provided in the bylaws of the

corporation. The names and residences of the persons who shall serve as directors of the corporation until their successors are duly elected and qualified are as follows:

Name	Address
Steve Pate	1101 Capital of Texas Highway South Building F, Suite 254 Austin, Texas 78746
Mike Wittenburg	1101 Capital of Texas Highway South Building F, Suite 254 Austin, Texas 78746
Kevin Brown	1101 Capital of Texas Highway South Building F, Suite 254 Austin, Texas 78746

ARTICLE VII.

The corporation shall have members. The membership of the corporation shall be determined as provided in the bylaws, and such bylaws shall define the voting rights, powers and privileges of the members.

ARTICLE VIII.

No member of the corporation shall have the right of cumulative voting at any election of directors or upon any other matter.

ARTICLE IX.

The initial bylaws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be

vested in the members, but such power may be delegated by the members to the Board of Directors.

ARTICLE X.

Pursuant to Article 1396-9.10.C. of the Texas Non-Profit Corporation Act, any action required by the Texas Non-Profit Corporation Act to be taken at a meeting of the members or directors, or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting froth the action to be taken, is signed by a sufficient number of members, directors, or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted.

ARTICLE XI.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the corporation's assets exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code or as are described in Section 170(c)(1) or (2) of the Code or the corresponding provisions of any future United States Internal Revenue Law, as the

Board of Directors shall determine. Any such assets not so disposed of shall be charged with a charitable public trust and shall be thereafter administered and applied to public charitable purposes by a trustee or trustees to be appointed pursuant to law by a court of competent jurisdiction.

ARTICLE XII.

No director shall be liable to the corporation or its members for monetary damages for an act or omission in the directors' capacity as a director, except that this Article does not eliminate or limit the liability of a director to the extent the director is found liable for:

(1) a breach of the director's fiduciary duty or duty of loyalty to the corporation or any condominium unit owner;

(2) an act or omission not in good faith that constitutes a breach of duty of the director to the corporation or an act or omission that involves intentional misconduct or a knowing violation of the law;

(3) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or

(4) an act or omission for which the liability of the director is expressly provided by an applicable statute.

Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the liability of a director of the corporation existing at the time of such repeal or modification.

ARTICLE XIII.

Subject to the limitations and requirements of Art. 1396-2.22A of the Texas Non-Profit Corporation Act, the corporation shall indemnify a person who was, is, or is threatened to be made a named defendant or respondent in a proceeding because the person is or was an officer or director of the corporation. Additionally, the corporation may indemnify a person who is or was an employee, trustee, agent, or attorney of the corporation, against any liability asserted against him and incurred by him in such a capacity and arising out of his status as such a person.

ARTICLE XIV.

The name and street address of the sole incorporator is:

Name	Address
Rick Triplett	515 Congress Avenue, Suite 2300 Austin, Texas 78701

EXECUTED BY THE UNDERSIGNED INCORPORATOR on this 2nd day of February, 2000.

Rick Triplett

RICK TRIPLETT, Incorporator

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