

**John C. Volkman
904 N. Crowley
Crowley, Texas 76036**

June 18, 2003

Kirt Woolsey
Magnolia Farms Homeowners Association
221 Sherry Lane
Burleson, Texas 76028

Dear Kirt,

Please find enclosed accounting records, a list of homeowners and association corporation documents. If you have any questions, feel free to contact me 817 297-2911 ext 5.

Sincerely,

John C. Volkman



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

MAGNOLIA FARMS HOMEOWNERS ASSOCIATION, INC.
CHARTER NUMBER 01568795

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE
ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE
FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE
THE USE OF A CORPORATE 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 FEB. 8, 2000

EFFECTIVE FEB. 8, 2000

A handwritten signature in black ink, appearing to read "Elton Bomer".

Elton Bomer, Secretary of State

ARTICLES OF INCORPORATION

OF

***Magnolia Farms Homeowners Association, Inc.
Texas Non-Profit Corporation Act***

FILED
In the Office of the
Secretary of State of Texas

FEB 8 2000

ARTICLE ONE

The name of the corporation is: ***Magnolia Farms Homeowners Association, Inc.*** Corporations Section

ARTICLE TWO

The Corporation is a non-profit corporation.

ARTICLE THREE

The period of duration is perpetual.

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

To provide for maintenance, preservation and architectural control of the Lots, Common Properties and Landscaped Right-of-Way within those certain tracts of property described as:

Magnolia Farms, a Subdivision in Johnson County, Texas, according to the Plat(s) thereof recorded in Volume 8, beginning on page 429, Drawer B, Plat Records, Tarrant County, Texas ("the Property").

To promote the safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Association, and subject to the terms and provisions of the Dedication and Declaration of Covenants, Conditions, and Restrictions for this purpose ("Declaration").

(a) *Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, said Declaration being incorporated herein as is set forth at length.*

- (b) 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 office and other expenses in connection therewith incident to the conduct 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 and dispose of real and/or personal property in connection with the affairs of the Association.
- (d) Borrow money and with the consent of two-thirds (2/3) of each class of Members, to 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 Properties to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Members provided that any such dedication, sale or transfer shall be effective only when such instrument or instruments have been signed by two-thirds (2/3) of each class of Members agreeing to such transaction(s).
- (f) Participate in mergers and consolidations with other non-profit corporations organize for the same purposes or annex additional residential property and common properties, provided any such merger, consolidation, or annexation shall have the consent of two-thirds (2/3) of each class of Members.
- (g) Have and exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Act of the State of Texas may now hereafter have or exercise; and
- (h) Cause the exterior of Lots and dwellings to be maintained.

ARTICLE FIVE

The street address of its initial registered office is **904 N. Crowley Road, Crowley, Texas 76036** and the name of its initial registered agent at such address is: **John C. Volkman**.

ARTICLE SIX

The number of directors constituting the initial board of directors is *Three*, and the names and addresses of the persons who are to serve as directors are:

*John C. Volkman
904 . Crowley Road
Crowley, Texas 76036*

*Kathy Volkman
904 N. Crowley Road
Crowley, Texas 76036*

*Chris Volkman
904 N. Crowley Road
Crowley, Texas 76036*

ARTICLE SEVEN

The name and address of the incorporator is:

*Jean M. Sherett
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, New York 10013*

Dated: February 8th, 2000.


*Jean M. Sherett
Incorporator*