



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION

OF

HIDE-A-WAY BAY PROPERTY OWNERS, INC.
CHARTER NUMBER 413461

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, 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 AUG. 26, 1977



Mark White
Secretary of State

PJB

FILED
In the Office of the
Secretary of State of Texas

AUG 26 1977

Bill Kimbrough
Director, Corporation Division

ARTICLES OF INCORPORATION

OF

HIDE-A-WAY BAY PROPERTY OWNERS, INC.

We, the undersigned natural persons of the age of twenty-one 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 for such corporation:

ARTICLE I

The name of the corporation is Hide-A-Way Bay Property Owners, Inc.

ARTICLE II

(a). The Corporation is a non-profit corporation.

(b). It shall be organized and operated exclusively for non-profit purposes. No part of its net earnings shall inure to the benefit of any officer, director, member, or private individual, nor shall it ever declare or make to any such persons any dividend or other distribution.

(c). Nothing herein shall prevent the payment of reasonable compensation for services rendered or the reimbursements of reasonable expenses incurred in connection with the corporation's affairs.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The exclusive purpose of the corporation is to provide for the common good and to promote the social welfare of the member property owners of Hide-A-Way Bay Subdivision of Smith County, Texas, and to that end to own, operate, and maintain swimming pools, clubhouses, restaurants, tennis courts, riding stables, lakes, hiking and riding trails, roads, parks, and other recreational facilities for the common use, good, and welfare of its members.

ARTICLE V

The corporation shall have no stock or shares.

ARTICLE VI

The members of the corporation, the designation of the classes thereof, the manner of their election or appointment and the qualifications and rights of the members of each class shall be set forth in the Bylaws.

ARTICLE VII

(a). The corporation shall not carry on propaganda or otherwise attempt to influence legislation.

(b). It shall not participate or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE VIII

On dissolution, liquidation, or winding up of the corporation (whether voluntary or involuntary), the net assets shall be distributed as determined by the corporation, but only to one or more civic organizations operated for the promotion of social welfare and exempt from Federal Income Tax under Sec. 501(c)(7) of the Internal Revenue Code of 1954 (or the corresponding provisions of any such future law) and/or one or more social clubs exempt from Federal Income Tax under Sec. 501(c)(7) of the Internal Revenue Code of 1954 (or the corresponding provisions of any such future law). Any such assets not disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE IX

The street address of the initial registered office of the corporation is 97 Bayshore Drive, Hide-A-Way Bay, Rt. 1, Box 192B, Flint, Texas 75762, and the name of its initial registered agent at such address is James T. Farr.

ARTICLE X

The number of directors constituting the initial Board of Directors of the corporation is seven (7) and the names and addresses of the persons who are to serve as the initial Directors are:

- James T. Farr, Rt.1, Box 192B, Flint, Texas 75762
- Jimmy H. Cantrell, Rt.1, Hide-A-Way Bay, Flint, Texas 75762
- Elizabeth Ann Cooney, Rt.1, Box 191B, Flint, Texas 75762
- John Acker, Bayshore Dr., Hide-A-Way Bay, Rt.1, Flint, Tex 75762
- Dr. Phillip W. Taylor, 600 Green Lane, Tyler, Texas 75701
- John Hitt, Bayshore Dr., Rt.1, Flint, Texas 75762
- E.H. Brodnax, 1312 Marian, Tyler, Texas 75701

ARTICLE XI

The names and street addresses of each incorporator are:

- James T. Farr, 97 Bayshore Dr., Rt.1, Box 192B, Flint, Tex 75762
- Jimmy H. Cantrell, Lakeview Dr., Rt.1, Flint, Texas 75762
- Elizabeth Ann Cooney, Bayshore Dr., Rt.1, Box 191B, Flint, Tex 75762

IN WITNESS WHEREOF we have hereunto set our hands this
the 26th day of July, 1977.

James T. Farr

JAMES T. FARR

Jimmy H. Cantrell

JIMMY H. CANTRELL

Elizabeth Ann Cooney

ELIZABETH ANN COONEY

THE STATE OF TEXAS:
:
:
COUNTY OF SMITH:

The undersigned Notary Public hereby certifies that on this the 26th day of July, 1977, personally appeared before me JAMES T. FARR, JIMMY H. CANTRELL, and ELIZABETH ANN COONEY, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as Incorporators, and that the statements contained therein are true.

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

James L. Liles
Notary Public in and for Smith
County, Texas

My Commission Expires June 1, 1979