

ARTICLES OF INCORPORATION
OF
RIVER OAKS ESTATES HOMEOWNERS ASSOCIATION, INC.

ARTICLE ONE

The name of the corporation is River Oaks Estates Homeowners Association, Inc.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of duration is perpetual.

ARTICLE FOUR

The purpose for which the corporation is organized is to be a homeowners association in accordance with Section 528 of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax code. The corporation is the Association to which reference is made in the Declaration of Covenants and Restrictions dated March 5, 1996, and recorded in Volume 1864, Page 788, Official Public Records of Real Property of McLennan County, Texas.

ARTICLE FIVE

The street address of its initial registered office is 1048 Grand Oaks Court, China Spring, Texas 76633, and the name of its initial registered agent at such address is Rick Creel.

ARTICLE SIX

The number of directors constituting the initial board of directors is four, and the names and addresses of the persons who are to serve as directors are: Rick Creel, 1048 Grand Oaks Court, China Spring, Texas 76633; Judy Schmeltekopf, 1191 Brazos Bluff, China Spring, Texas 76633; Gina Andrie, 1222 Brazos Bluff, China Spring, Texas 76633; Bonnie Zuber, 1461 Dominion Oaks, China Spring, Texas 76633.

ARTICLE SEVEN

The corporation shall have one or more classes of members as provided by the Declaration of Covenants and Restrictions and the bylaws of the corporation.

ARTICLE EIGHT

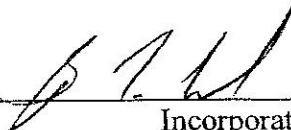
The corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the corporation as provided by the Texas Non-Profit Corporation Act governing indemnification. As provided in the bylaws, the board of directors shall have the power to define the requirements and limitations for the corporation to indemnify directors, officers, and members or others related to the corporation.

ARTICLE NINE

A director shall not be liable to the corporation or its members for monetary damages for an act or omission in the capacity of director except to the extent a statute of the State of Texas expressly precludes elimination or limitation of such personal liability. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation of the personal liability of a director of the corporation existing at the time of the repeal or modification.

ARTICLE TEN

The name and address of the incorporator are Rick Creel, 1048 Grand Oaks Court, China Spring, Texas 76633.



Incorporator