



2010-1739-291

The State of Texas
Secretary of State

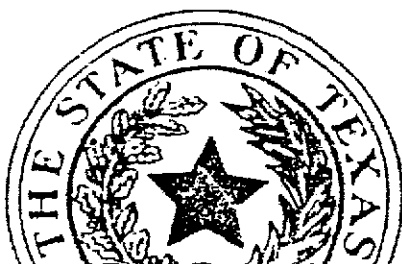
CERTIFICATE OF INCORPORATION
OF

HOLIDAY LAKE ESTATE CIVIC CLUB, INC.
CHARTER NUMBER 359781

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, BY
VIRTUE OF THE AUTHORITY VESTED IN HIM BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A DUPLICATE COPY
OF THE ARTICLES OF INCORPORATION.

DATED OCT. 30, 1971



Mark W. White
Secretary of State

DPB

2010-1739-292

FILED

In the Office of the
Secretary of State of Texas

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

OCT 13 1992

Corporations Section

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which amend the corporation articles to provide for the limitation of liability for directors of the corporation, except under those certain situations set forth in these Articles of Amendment.

ARTICLE ONE

The name of the corporation is HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the corporation on the 26 day of September, 1992.

The Articles of Incorporation are hereby amended by adding thereto a new article eighth to read as follows:

EIGHTH: Pursuant to Article 13.02-7.06, Vernon's Annotated Texas Statutes, a director of the corporation shall not 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 to the extent otherwise provided by Statute of the State of Texas. This Article shall not eliminate or limit the liability of a director for the following actions:

- (1) a breach of a director's duty of loyalty to the corporation or its shareholders or members;
- (2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law;
- (3) a transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office;
- (4) an act or omission for which the liability of a director is expressly provided for by statute.

The Articles of Incorporation are hereby amended by adding thereto a new article ninth:

NINTH: 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 a person related to the corporation. As provided in the Bylaws of the corporation, the board of directors shall have the power to define the requirements and limitations for the corporation to indemnify directors, officers, or other persons related to the corporation.

ARTICLE THREE

The amendments were adopted in the following manner:

The amendments were adopted a meeting of the members held on the 26 day of Sept, 1992 at which a quorum was present and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast.

Dated the 28 day of September, 1992

HOLIDAY LAKE ESTATES CIVIC CLUB, INC.

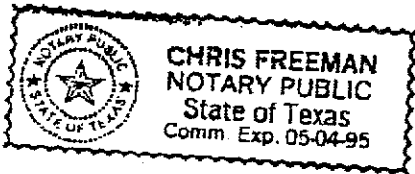
By: Vivine R. Stubbs
President Chairman

STATE OF TEXAS #

COUNTY OF POLK #

BEFORE ME, the undersigned notary, on this date personally appeared Vivine R. Stubbs
_____ known to me to be the person whose name is subscribed to the foregoing document and, being
by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 28 day of September, 1992.



Chris Freeman
Notary Public, State of Texas

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