

JUN 19 2003

Corporations Section

**ARTICLES OF INCORPORATION
OF
NEW PECAN CREEK CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.**

ARTICLE ONE

The name of the corporation is New Pecan Creek Condominiums Homeowners Association, Inc.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

(1) The purpose or purposes for which the corporation is organized is to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

(2) No part of the net earnings of the corporation shall inure to the benefit of any Director of the corporation, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(5) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

(9) Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE FIVE

The street address of its initial registered office is 100 N. Edward Gary St., San Marcos, Texas 78666 and the name of its initial registered agent at such address is Asset Management Specialists, Inc.

ARTICLE SIX

The corporation will have members.

ARTICLE SEVEN

Management of the affairs of the corporation is to be vested in its board of directors. The number of directors constituting the initial Board of Directors is five (5), and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below:

Eric Jones
421 West San Antonio St.
Unit H-4
San Marcos, TX 78666

Steven DeLeon
421 West San Antonio St.
Unit A-3
San Marcos, TX 78666

Gisela Bradley
10900-C Crown Colony
Austin, TX 78747

Robert Zupo
145 Grant
Kyle, Texas 78640

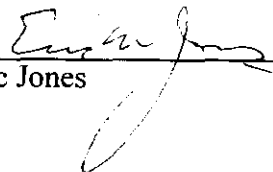
Adam Mareth
421 West San Antonio St.
Unit G-6
San Marcos, TX 78666

ARTICLE EIGHT

The name and address of the incorporator is:

Eric Jones
421 West San Antonio St.
Unit H-4
San Marcos, TX 78666

Signed on: 2-10-03, 2003.


Eric Jones