

NOTICE OF FILING OF DEDICATORY INSTRUMENTS
FOR
NORTHCREST HOMEOWNERS ASSOCIATION, INC

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Deed

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF DALLAS §

THIS NOTICE OF DEDICATORY INSTRUMENTS FOR Northcrest Homeowners Association, Inc. (this "Notice") is made this 20th day of December, 1999, by the Northcrest Homeowners Association, Inc. (the "Association").

WITNESSETH:

WHEREAS, Centennial Homes, Inc. prepared and recorded an instrument entitled "Declaration of Covenants, Conditions, & Restrictions" dated March 31, 1972, and recorded in Volume 73047, Page 1208 of the Deed Records of Dallas County, Texas (the "Declaration"); and

WHEREAS, the Association is the property owners' association created by the Declarant to manage or regulate the planned development covered by the Declaration, which development is more particularly described on Exhibit "A" attached hereto and incorporated herein by reference; and

WHEREAS, Section 202.006 of the Texas Property Code provides that a property owners' association must file each dedicatory instrument governing the association that has not been previously recorded in the real property records of the county in which the planned development is located; and

WHEREAS, the Association desires to record the attached dedicatory instruments in the real property records of Dallas County, Texas, pursuant to and accordance with Section 202.006 of the Texas Property Code.

NOW, THEREFORE, the dedicatory instruments attached hereto as Exhibit "B" are true and correct copies of the originals and are hereby filed of record in the real property records of Dallas County, Texas, in accordance with the requirements of Section 202.006 of the Texas Property Code.

RECEIVED FEB 16 2000

IN WITNESS WHEREOF, the Association has caused this Notice to be executed by its duly authorized agent as of the date first above written.

ASSOCIATION: _____

a Texas corporation

By: *Paul [Signature]*
Its: _____

ACKNOWLEDGMENT

STATE OF TEXAS §
 §
COUNTY OF Dallas §

BEFORE ME, the undersigned authority, on this day personally appeared *Jana McShee, President of Northstar Homeowners Assn.* known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that (s)he executed the same for the purposes and consideration therein expressed on behalf of said corporation.

SUBSCRIBED AND SWORN TO BEFORE ME on this 18th day of December, 1999
January, 2000.

Mary Harvey
Notary Public
State of Texas

My Commission Expires _____





OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
OF

NORTHCREST HOMEOWNERS ASSOCIATION, INC.
CHARTER NO. 306313

The undersigned, as Secretary of State of the State of Texas, her-by certifie that duplicate originals of Articles of Incorporation for the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, 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 MAY 3, 1972

[Signature]
Secretary of State



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MAY 03 1972

ARTICLES OF INCORPORATION
OF
NORTHCREST HOMEOWNERS ASSOCIATION, INC.

Bill Zimmerman
Secretary, Corporation Entity

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 a non-stock, non-profit corporation:

ARTICLE ONE

Definitions

The following words when used in these Articles of Incorporation shall have the following meanings:

(a) "Corporation" shall mean and refer to the corporation incorporated hereunder.

(b) "Properties" shall mean and refer to the land and premises situated in Dallas County, Texas, and more particularly described by notes and bounds on Exhibit "A" attached hereto, and such additions thereto as may hereafter be brought within the jurisdiction of this Corporation by annexation as provided in the Declaration (as hereinafter defined).

(c) "Declaration" shall mean and refer to that certain Declaration of Covenants, Conditions and Restrictions applicable to the Properties and recorded or to be recorded in the office of the County Clerk of Dallas County, Texas, and as the same may be amended or supplemented from time to time as therein provided.

(d) "Common Properties" shall mean and refer to those areas of land designated as Common Properties on any recorded subdivision plat of the Properties and intended to be devoted to the common use and enjoyment of the Members of the Corporation, together with any and all improvements that are now or may hereafter be constructed thereon.

(e) "Lot" shall mean and refer to any plot or tract of

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land shown upon any recorded subdivision map of the Properties, as amended from time to time, which is designated as a lot therein and which is or is to be improved with a residential dwelling.

(f) "Owner" shall mean and refer to every person or entity who is a record owner of a fee or undivided fee interest in any lot.

(g) "Members" shall mean and refer to each Owner as provided herein in Article Eight.

(h) "Associate" shall mean and refer to each person who is qualified and has elected to enjoy limited privileges in certain of the Common Properties as provided in the Declaration. The terms "Member" and "Owner" as used herein shall not mean or refer to "Associate".

ARTICLE TWO

The name of the Corporation is Northeast Homeowners Association, Inc.

ARTICLE THREE

This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are:

To provide for maintenance, preservation and architectural control of and to promote the health, safety and welfare of the residents of the Properties, and to preserve the beautification of the Properties, and for these purposes:

(a) To borrow money and to acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

(b) To maintain unkept lands or trees;

(c) To maintain portions of the Common Properties for the Associates;

(d) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration, and reference to the Declaration is hereby made for all purposes;

(e) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments provided for by the terms of the Declaration and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including any licenses, taxes or governmental charges which may be levied or imposed against the Common Properties or any other property owned by the Corporation;

(f) Insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of the Properties; provided, that no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any member, director or 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 Member, 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; and provided, further, that no part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE FOUR

The address of the initial registered office of the Corporation is 5924 Royal Lane, Dallas, Texas, and the name of its initial registered agent at such address is Lawson Ridgeway.

ARTICLE FIVE

The period of duration of the Corporation is perpetual.

ARTICLE SIX

The business and affairs of the Corporation shall be managed by a Board of five (5) Directors, who need not be Members of the Corporation. The number of Directors may be changed by amendment of the By-laws of the Corporation, but shall in no event be less than three (3) nor more than nine (9). The names and addresses of the persons who are to act initially in the capacity of Directors until the selection of their successors are:

Lawson Ridgeway	5924 Royal Lane Dallas, Texas 75230
M. H. Bass	5924 Royal Lane Dallas, Texas 75230
Eugene R. Henninger	5924 Royal Lane Dallas, Texas 75230
Stephen L. Goodman	5924 Royal Lane Dallas, Texas 75230
Robert J. Kollmansberger	5924 Royal Lane Dallas, Texas 75230

ARTICLE SEVEN

The name and street address of each incorporator is:

Jack G. Johnson	3000 One Main Place Dallas, Texas 75250
Gene L. McCoy	3000 One Main Place Dallas, Texas 75250
Robert H. Mow, Jr.	3000 One Main Place Dallas, Texas 75250

ARTICLE EIGHT

Every person or entity who is now or hereafter becomes an Owner shall automatically be a Member of the Corporation, and membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Corporation.

ARTICLE NINE

The Corporation shall have two classes of voting membership:

Class A and Class B, and the same shall have the voting rights as provided in the By-Laws of the Corporation. Associates shall have such limited voting rights as provided in the By-laws of the Corporation.

ARTICLE TEN

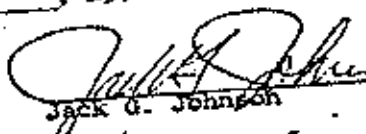
The Corporation shall have no stock or shares.

ARTICLE ELEVEN


Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets both real and personal of the Corporation shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization engaged in activities substantially similar to those of the Corporation and which are qualified as exempt organizations under the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue law.

IN WITNESS WHEREOF, we have hereunto set our hands this

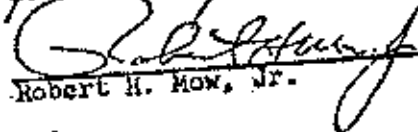
24 day of April, 1972.



Jack G. Johnson



Gene I. McCoy



Robert H. How, Jr.

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THE STATE OF TEXAS }
COUNTY OF DALLAS }

I, MARGARET L. WARNER, a Notary Public in and for
said State and County, do hereby certify that on this 24 day
of April, 1972, personally appeared before me
Jack G. Johnson, Gene L. McCoy and Robert H. Mow, Jr., and that
each being by me duly sworn they severally declared that they
are the persons who signed the foregoing document as incorpor-
ators and that the statements contained therein are true.

IN WITNESS WHEREOF, I have this day and year written above
given under my hand and seal of office.

Margaret L. Warner
Notary Public in and for
Dallas County, Texas

MARGARET L. WARNER

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EXHIBIT A

NORTHCREST HOMEOWNERS ASSOCIATION, INC.

That certain tract of land situated in the SAMUEL LOCKHART SURVEY, Abstract No. 822, and the JOHN JACKSON SURVEY, Abstract No. 697, City of Carrollton, Dallas County, Texas; and being more particularly described as follows:

BEGINNING at a point on the East line of SUNRIDGE ROAD, said point being S. $0^{\circ}39'E$, a distance of 113.01 feet from the Southwest corner of Lot 1, Block 10 of NORTHCREST ESTATES NO. 5, an addition to the City of Carrollton, Texas, as filed in Volume 69067 at Page 2041 of the Map Records of Dallas County, Texas, an iron stake for corner;

THENCE, N. $89^{\circ}59'30"E$, leaving the said East line of SUNRIDGE ROAD a distance of 262.69 feet to an iron stake for corner;

THENCE, S. $0^{\circ}00'30"E$, a distance of 261.00 feet to an iron stake for corner;

THENCE, S. $89^{\circ}59'30"W$, a distance of 214.66 feet to an iron stake for corner;

THENCE, N. $0^{\circ}00'30"W$, a distance of 26.75 feet to the beginning of a curve to the left, having a central angle of $63^{\circ}30'$ and a radius of 107.70 feet, an iron stake for corner;

THENCE, NORTHWESTERLY around said curve to the left, a distance of 119.36 feet to the end of said curve, an iron stake for corner;

THENCE, N. $63^{\circ}30'30"W$, a distance of 17.81 feet to the beginning of a curve to the left, having a central angle of $34^{\circ}11'18"$ and a radius of 110 feet, said point being on the East line of

SUNRIDGE ROAD, an iron stake for corner;

THENCE, NORTHERLY, along the East line of SUNRIDGE ROAD and around said curve a distance of 65.63 feet to the end of said curve, an iron stake for corner;

THENCE, N. $0^{\circ}39'W$, continuing along the East line of SUNRIDGE ROAD a distance of 60.90 feet to an iron stake for corner;

THENCE, S. $89^{\circ}59'30"W$, continuing along the East line of SUNRIDGE ROAD a distance of 10.0 feet to an iron stake for corner;

THENCE, N. $0^{\circ}39'W$, continuing along the East line of SUNRIDGE ROAD a distance of 7.00 feet to the PLACE OF BEGINNING and containing 1.517 acres of land.

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