

ARTICLES OF INCORPORATION

OF

SIERRA DEL SOL HOMEOWNERS' ASSOCIATION, INC.

FILED
In the Office of the
Secretary of State of Texas

SEP 10 1980

We, the undersigned natural persons over the age of eighteen years and residents 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 ONE

NAME

The name of the corporation is SIERRA DEL SOL HOMEOWNERS' ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE TWO

NON-PROFIT

The corporation is a non-profit corporation. No part of the income shall inure to the benefit of or be distributable to any member, officer, director, or private individual.

ARTICLE THREE

DURATION

The period of its duration is perpetual.

ARTICLE FOUR

PURPOSES AND POWERS

Subject to Part IV of the Texas Miscellaneous Corporation Laws Act, the purposes for which the corporation is organized are:

- (1) To operate, manage, maintain and administer the affairs of SIERRA DEL SOL CONDOMINIUMS, a condominium project established pursuant to Article 1301a of the Texas Revised Civil Statutes and that certain Declaration and Master Deed filed or to be filed in the Condominium Records of El Paso County, Texas (the "Declaration").
- (2) To enter into and perform any contract and to exercise all powers which may be necessary or convenient to the operation, management, maintenance and administration of the affairs of SIERRA DEL SOL CONDOMINIUMS as a condominium project in accordance with the Declaration and Texas law.

ARTICLE FIVE

MEMBERSHIP AND VOTING RIGHTS

Each Owner shall be a member of the association and no other person or entity shall be entitled to membership except as may be provided in the bylaws from time to time. The share of an Owner in the assets of the association cannot be assigned, pledged or transferred in any manner, except as an appurtenance to his Unit in the Condominium Project. Each

condominium unit entitles its owner to one vote, the value of which shall be as set forth in the Declaration. Cumulative voting is not permitted. The Declaration and the Bylaws of the Association contain the membership and voting rights of Owners.

An Owner in default of any provision of the Declaration and Bylaws shall not be entitled to vote at any meeting of the association so long as such default is in existence.

The terms "Owner", "Unit", and "Condominium Project", as used herein, shall have the same meaning as set forth in the Declaration.

ARTICLE SIX

BOARD OF DIRECTORS

The number of directors shall be fixed by the by-laws of the association but shall not be less than three. The number of directors constituting the initial board of directors is three, and the names and addresses of the persons who are to serve as the initial board of directors are:

1. Frank J. Ferris
2260 Westridge Road
Los Angeles, California 90049
2. James E. Branson, Jr.
Coronado Tower-9th Floor
6006 N. Mesa
El Paso, Texas 79912
3. Alex N. Todd
79 Northwind
El Paso, Texas 79912

ARTICLE SEVEN

REGISTERED AGENT

The street address of the initial registered office of the association is Coronado Towers, 6006 N. Mesa, El Paso, Texas 79912, and the name of its registered agent at such address is James E. Branson, Jr.

ARTICLE EIGHT

INCORPORATORS

The name and street address of each incorporator is:

1. Julian Bernat
1424 First City National Bank Building
El Paso, Texas 79901
2. Marc Bernat
1424 First City National Bank Building
El Paso, Texas 79901

3. David M. Driscoll
1424 First City National Bank Building
El Paso, Texas 79901

IN WITNESS WHEREOF, we have hereunto set out hands, this 8 day of SEPTEMBER, 1980.

Julian Bernat
JULIAN BERNAT
Marc Bernat
MARC BERNAT
David M. Driscoll
DAVID M. DRISCOLL

THE STATE OF TEXAS)
COUNTY OF EL PASO)

I, the undersigned notary public, do hereby certify that on this 8 day of SEPTEMBER, 1980, personally appeared before me Julian Bernat, Marc Bernat and David M. Driscoll, 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 therein contained are true.

Heidi M. Juszkiewicz
Notary Public in and for
El Paso County, Texas

HEIDI M. JUSZKIEWICZ, Notary Public
in and for the County of El Paso, Texas
My commission expires 4-30-81