



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

**Community Association of Country Colony East
802661997**

The undersigned, as Secretary of State of Texas, hereby certifies that a Restated Certificate of Formation for the above named domestic nonprofit corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 07/31/2017

Effective: 07/31/2017



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State

Form 414
(Revised 09/13)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709

Filing Fee: See instructions



**Restated Certificate of
Formation
With New Amendments**

This space reserved for office use

FILED
**In the Office of the
Secretary of State of Texas**
JUL 31 2017
Corporations Section

Entity Information

The name of the filing entity is:

Community Association of Country Colony East

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---|---|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input checked="" type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 802661997

The date of formation of the filing entity is: 2/28/2017

Statement of Approval

Each new amendment has been made in accordance with the provisions of the Texas Business Organizations Code. The amendments to the certificate of formation and the restated certificate of formation have been approved in the manner required by the Code and by the governing documents of the entity.

Required Statements

The restated certificate of formation, which is attached to this form, accurately states the text of the certificate of formation being restated and each amendment to the certificate of formation being restated that is in effect, and as further amended by the restated certificate of formation. The attached restated certificate of formation does not contain any other change in the certificate of formation being restated except for the information permitted to be omitted by the provisions of the Texas Business Organizations Code applicable to the filing entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

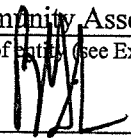
The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent in the restated certificate of formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: July 26, 2017

Community Association of Country Colony East
Name of entity (see Execution instructions)


Signature of authorized individual (see instructions)

Brian Gibson - President
Printed or typed name of authorized individual

Attach the text of the amended and restated certificate of formation to the completed statement form. Identify the attachment as "Restated Certificate of Formation of [Name of Entity]."

**RESTATED AND AMENDED
CERTIFICATE OF FORMATION
OF
COMMUNITY ASSOCIATION OF COUNTRY COLONY EAST**

**ARTICLE ONE
NAME**

The name of the corporation is Community Association of Country Colony East.

**ARTICLE TWO
NON-PROFIT CORPORATION**

The corporation is a non-profit corporation, formed pursuant to the Texas Business Organization Code (the "Code").

**ARTICLE THREE
DURATION**

The period of duration is perpetual.

**ARTICLE FOUR
PURPOSES**

The corporation is organized in accordance with, and shall operate for non-profit purposes pursuant to, the Texas Business Organizations Code, and does not contemplate pecuniary gain or profit to its members.

**ARTICLE FIVE
POWERS**

In furtherance of its powers, the corporation shall have the following powers which, unless indicated otherwise by this Certificate of Formation, or that certain Declaration of Covenants, Conditions and Restrictions for Country Colony East, recorded in the Official Public Records of Montgomery County, Texas, as the same may be amended from time to time (the "Declaration"), or the bylaws or applicable law, may be exercised by the Board of Directors:

- (a) all rights and powers conferred upon nonprofit corporations by applicable law;
- (b) all rights and powers conferred upon property associations by applicable law, in effect from time to time, *provided, however, that the corporation shall not have the power to institute, defend, intervene in, settle or compromise proceedings in the name of any Owner or Member*; and

- (c) all powers necessary, appropriate, or advisable to perform any purpose or duty of the corporation as set out in this Certificate of Formation, the bylaws, the Declaration, or applicable law.

Notwithstanding any provision in Article Fourteen to the contrary, any proposed amendment to the provisions of this Article Five shall be adopted only upon an affirmative vote of Members holding one-hundred percent (100%) of the total number of votes of the corporation, and the Declarant during the Development Period.

Terms used by not defined in this Certificate of Formation shall have the meanings subscribed to such terms in the Declaration.

ARTICLE SIX RESTRICTIONS AND REQUIREMENTS

The corporation shall not pay dividends or other corporate income to its members, directors or officers or otherwise accrue distributable profits or permit the realization of private gain. The corporation shall have no power to take any action prohibited by the Code.

ARTICLE SEVEN MEMBERSHIP/VOTING

The corporation shall have two tiers of members for voting purposes, as provided in the bylaws of the corporation and in the Declaration.

ARTICLE EIGHT REGISTERED OFFICE AND AGENT

The street address of its registered office is 681 Greens Parkway, Suite 220, Houston, Texas 77067 and the name of its registered agent at such address is John Hammond.

ARTICLE NINE BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is three (3), and the names and addresses of the persons who are to serve as directors are:

Brian Gibson	681 Greens Parkway, Suite 220 Houston, TX 77067
Dane Plumley	681 Greens Parkway, Suite 220 Houston, TX 77067
Jorge Coello	681 Greens Parkway, Suite 220 Houston, TX 77067

The number of directors may be increased or decreased by adoption or amendment of the bylaws, and/or resolution of the Board of Directors, however the number of directors shall never be less than three. In electing directors, members shall not be permitted to cumulate their votes.

**ARTICLE TEN
LIMITATION ON LIABILITY OF DIRECTORS**

A director is not liable to the corporation or members for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by statute in the State of Texas.

**ARTICLE ELEVEN
INDEMNIFICATION**

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 provisions in the Code 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 others related to the corporation.

**ARTICLE TWELVE
INTENTIONALLY DELETED**

**ARTICLE THIRTEEN
DISSOLUTION**

Upon dissolution, the assets of the corporation shall be dedicated to a public body, or conveyed to a non-profit organization with a similar purpose as the corporation.

**ARTICLE FOURTEEN
AMENDMENT**

This Certificate of Formation may only be amended with the consent of two-thirds (2/3rds) of the members of the corporation present at a meeting called for that purpose, in person or by proxy.