

**CERTIFICATE OF FORMATION
OF
OCOTILLO ESTATES UNIT TWO HOMEOWNERS ASSOCIATION, INC.
A Nonprofit Corporation**

The undersigned, acting as an organizer of a nonprofit corporation under the Texas Business Organizations Code does hereby adopt the following Certificate of Formation for such nonprofit corporation.

**ARTICLE ONE
NAME**

The name of the nonprofit corporation (hereinafter called the "Association") is **OCOTILLO ESTATES UNIT TWO HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE TWO
STATUS**

The Association is a nonprofit corporation.

**ARTICLE THREE
DURATION**

The period of its duration is perpetual.

**ARTICLE FOUR
PURPOSE**

The purposes for which the Association is organized to perform charitable activities within the meaning of Internal Revenue Code, Section 501(c)(3) and applicable state law. Specifically, the purpose for which the Association is organized is to be and constitute the Association referred to in the **"Master Declaration of Covenants, Conditions and Restrictions of Ocotillo Estates Unit Two, Five and Six** (the "Declaration") for the residential project within El Paso County, Texas, as recorded (and amended from time to time) in the Public Real Estate Records of El Paso County, Texas. The purposes of the Association include the operation, repair, replacement, renovation and maintenance of improvements in common areas, to levy assessments against the Association's members for expenses relating to common areas and common area improvements, to provide for an Architectural Review Committee, and to engage in such other charitable activities as may be authorized in the Declaration or as may be authorized in the by-laws of the Association. The Association shall not engage in any purpose, action or activity which is prohibited by the Texas Business Organizations Code and by other applicable law. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members.

ARTICLE FIVE MEMEBERS

The Association shall have one or more classes of members. The designation of such class or classes, the manner of election or appointment, and the qualifications and rights of the members of each class are set forth within the Declaration and the By-laws of the Association.

ARTICLE SIX RESTRICTIONS AND REQUIREMENTS

The Association 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 Association shall have no power to take any action prohibited by the Act.

The Association shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures. The Association shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Association shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.
2. Serve a private interest other than one that is clearly incidental to an overriding public interest.
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures.
4. Participate in or intervene in any political campaign on behalf of any opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.
5. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.
6. Distribute its assets on dissolution other than for one or more exempt purposes; on dissolution, the Association's assets shall be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501(c)(3) to be used to accomplish the general purposes for which the Association was organized.
7. Permit any part of the net earnings of the Association to inure to the benefit of any private shareholder or member of the Association or any private individual

8. Carry on an unrelated trade or business except as a secondary purpose related to the Association's primary, exempt purposes.

ARTICLE SEVEN INDEMNIFICATION

To the full extent permitted by applicable law, no director of this Association shall be liable to this Association or its members for monetary damages for an act or omission in such director's capacity as a director of this Association, except that this Article Seven does not eliminate or limit the liability of a director of this Association for:

1. a breach of such director's duty of loyalty to this Association or its 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 such director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of such director's office;
4. an act or omission for which the liability of such director is expressly provided for by statute; or
5. an act related to an unlawful payment of a dividend.

Any repeal or amendment of this Article by the members of this Association shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of this Association existing at the time of such repeal or amendment. In addition to the circumstances in which a director of this Association is not personally liable as set forth in the foregoing provisions of this Article Seven, a director shall not be liable to the full extent permitted by any Amendment to the Texas Business Organizations Code hereafter enacted that further limits the liability of a director.

To the full extent permitted by applicable law, the Association shall indemnify any director or officer against judgments, penalties (including excise and similar taxes) fines, settlements and reasonable expenses (including court costs and attorney's fees) actually incurred by any such person who was, is or is threatened to be made a named defendant or respondent in a proceeding because the person is or was a director or officer and shall advance to such person such reasonable expenses as are incurred by him in connection therewith. The rights of directors and officers set forth in this Article shall not be exclusive of any other right which directors or officers may have or hereafter acquire relating to the subject matter hereof. As used in this Article, the terms "director" and "officers" shall mean any person who is or was a director or officer of the Association and any person who, while a director or officer of the Association, is or was serving at the request of the Association as a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic Association, partnership, joint venture, sole proprietorship,

trust, employee benefit plan or other enterprise. As used in this Article, the term "proceeding" means any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitative or investigative, any appeal in any such action, suit or proceeding and any injury or investigation that could lead to such an action, suit or proceeding.

ARTICLE EIGHT REGISTERED OFFICER AND AGENT

The street address of the Association's initial registered office is 600 Sunland Park Drive, Building 1, Suite 400, El Paso, Texas, 79912 and the name of its initial registered agent at such address is DANA Properties, Inc..

ARTICLE NINE INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors is three (3) and the name and address of the person who is to serve as director is:

Michelle Y. Buraczyk
1424 Via Quijano Lane
El Paso, Texas 79912

Jimmy E. Brod
1404 Via Quijano Lane
El Paso, Texas 79912

Geoffrey Giles
1408 Via Quijano Lane
El Paso, Texas 79912

ARTICLE TEN INITIAL MAILING ADDRESS

Address to be used by the Comptroller of Public Accounts for purposes of sending tax information.

The initial mailing address of the filing entity is:

600 Sunland Park Drive
Building 1, Suite 400 Drive
El Paso, Texas 79912

**ARTICLE ELEVEN
ORGANIZER**

The name and address of the organizer is:

Hector Phillips
1017 Montana Ave.
El Paso, Texas 79902

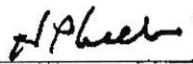
**ARTICLE TWELVE
EFFECTIVE DATE OF FILING**

This document becomes effective when the document is filed by the Secretary of State.

The undersigned signs this document subject to the penalties imposed by law for submission of a materially false or fraudulent instrument.

~~October~~ ^{November} 5, 2025

ORGANIZER:


Hector Phillips



Office of the Secretary of State

CERTIFICATE OF FILING OF

OCOTILLO ESTATES UNIT TWO HOMEOWNERS ASSOCIATION, INC.

File Number: 806292313

The undersigned, as Secretary of State of Texas, hereby certifies that a 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.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 11/05/2025

Effective: 11/05/2025



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson
Secretary of State



Office of the Secretary of State

November 05, 2025

Attn: HECTOR PHILLIPS

Hector Phillips
1017 Montana Ave
El Paso, TX 79902 USA

RE: OCOTILLO ESTATES UNIT TWO HOMEOWNERS ASSOCIATION, INC.
File Number: 806292313

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created nonprofit corporation.

Nonprofit corporations do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <https://window.state.tx.us/taxinfo/franchise/index.html>. For information on state tax exemption, including applications and publications, visit the Comptroller's Exempt Organizations web site at <https://window.state.tx.us/taxinfo/exempt/index.html>. Information on exemption from federal taxes is available from the Internal Revenue Service web site at <https://www.irs.gov>.

Nonprofit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in the involuntary termination of the corporation. Additionally, a nonprofit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its certificate of formation. If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555
Enclosure