

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

CERTIFICATE OF FILING OF

Cypress Bend Homeowners' Association, Inc.
File Number: 800680091

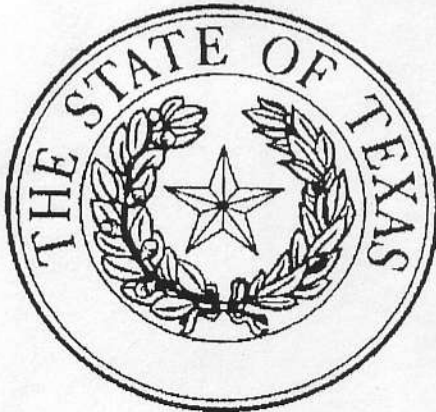
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

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: 07/12/2006

Effective: 07/12/2006



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

**CERTIFICATE OF FORMATION
FOR
CYPRESS BEND
HOMEOWNERS' ASSOCIATION, INC.**

FILED
In the Office of the
Secretary of State of Texas

JUL 12 2006

Corporations Section

SECTION ONE

The name of the filing entity being formed (hereinafter called the "Association") is Cypress Bend Homeowners' Association, Inc.

SECTION TWO

The filing entity is a nonprofit corporation.

SECTION THREE

The purpose for which the Association is organized is to be and constitute, and to exercise all powers and privileges and perform all duties and obligations of, the Association to which reference is made in the "Declaration of Covenants, Conditions and Restrictions for Cypress Bend Subdivision" (the "Declaration") instrument pertaining to the single-family subdivision within the City of Princeton, Collin County, Texas, as recorded or to be recorded (and amended from time to time) in the Real Property Records of Collin County, Texas. 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.

SECTION FOUR

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 Bylaws of the Association.

SECTION FIVE

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

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

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

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 attorneys' 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 Section Five 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 Section Five, the terms "director" and "officer" 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 corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise. As used in this Section Five, 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 inquiry or investigation that could lead to such an action, suit or proceeding.

SECTION SIX

Any action authorized or required by the Texas Business Organizations Code to be taken at any meeting of the board of directors, or any committee thereof, or any action which may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall have been signed by the directors or committee members holding a sufficient number of votes to take such action at a meeting at which all directors or committee members were present and voted. A member vote on any matter may be conducted by mail, by facsimile transmission, by electronic message, or by any combination thereof.

SECTION SEVEN

The initial registered agent is Nathan M. Rosen, an individual resident of the State of Texas. The business address of the registered agent and the registered office address is One Bent Tree Tower, 16475 Dallas Parkway, Suite 660, Addison, Texas 75001.

SECTION EIGHT

The management of the affairs of the corporation is vested in the board of directors. The number of directors constituting the initial Board of Directors of the Association is three (3), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the members or until their successors are elected and qualified are as follows:

Peter Gehan
14901 Quorum Drive, Suite 300
Dallas, Texas 75254

David Howell
14901 Quorum Drive, Suite 300
Dallas, Texas 75254

Charles Harrison
14901 Quorum Drive, Suite 300
Dallas, Texas 75254

The number of Directors may be changed as provided in the Bylaws of the Association, provided, however, that the number of Directors may never be less than three (3).

SECTION NINE

So long as Declarant (as defined in the Declaration) continues as a Class "B" member under the Declaration, this Certificate of Formation may not be amended without first obtaining the prior written consent of Declarant as evidenced by Declarant's execution of the amendment instrument.

SECTION TEN

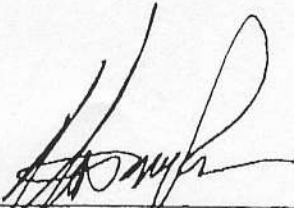
The name and address of the Organizer is:

Nathan M. Rosen
Nathan M. Rosen, P.C.
One Bent Tree Tower
16475 Dallas Parkway, Suite 660
Addison, Texas 75001

SECTION 11

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

Executed this 12th day of July, 2006.



NATHAN M. ROSEN, Organizer