

**SECOND RESTATED AND SUPERSEDING
ARTICLES OF INCORPORATION OF
SOUTHGATE PROPERTY OWNERS ASSOCIATION**

The Southgate Property Owners Association, located at 100 West Moore Road, Pharr, Texas, a Texas non-profit corporation, pursuant to the provisions of Article 1396-406 of the Texas Non-Profit Corporation Act, hereby adopts the following Second Restated and Superseding Articles of Incorporation, which accurately copy the Articles as they may have been amended by these Second Restated and Superseding Articles of Incorporation. Amendments through these Second Restated and Superseding Articles of Incorporation were approved by at least sixty-six and two thirds percent (66 2/3 %) of the written and signed votes (Texas Business Organization Code §22.164).

ARTICLE ONE – NAME

The name of the corporation is Southgate Property Owners Association hereinafter sometimes called the “Corporation,” the “Association,” or “SPOA.” Original Information:

Entity type: Non-Profit

Date of Formation December 18, 1987

and file number assigned by the Texas Secretary of State 1840963

ARTICLE TWO -- NON-PROFIT

The corporation is a non-profit corporation.

ARTICLE THREE –TERM

The Corporation shall have perpetual existence.

ARTICLE FOUR PURPOSES AND POWERS

4.1 PURPOSES:

The Corporation is organized as a fifty-five (55) years of age and older community.

- (a) To promote recreation, health, safety and welfare of the residents of the Southgate Subdivision, Hidalgo County, Texas (hereinafter called the subdivision or the SPOA).
- (b) To provide a place where owners may enjoy a spirit of friendship.
- (c) To provide a Common Area that is improved and maintained for the recreation, enjoyment and pleasure of all owners.

4.2 POWERS:

Except as these Articles otherwise provide, the SPOA has all the powers provided by the Texas Non-Profit Corporation Act: (*Business Organizations Code Title 2. Corporations Chapter §22. Non-profit Corporations*) Moreover, the Corporation has all the implied powers necessary and proper to carry out its express powers.

- (a) The Southgate Board of Directors (hereinafter called the “SBOD”) shall have the right to exercise all the powers and privileges and to perform all the duties and obligations of the SPOA as set forth in the Declaration of Covenants, Conditions and Restrictions, (hereinafter called the “Declaration”), applicable to the property and recorded or to be recorded in the Deed Records of Hidalgo County, Texas, and as the same may be amended from time to time as herein provided.
- (b) Fix, levy, collect and enforce by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes or governmental charges levied or imposed against the property by the association.

4.3 RESTRICTIONS:

The SPOA shall have no capital stock. The SPOA may not pay dividends or other corporate income to its directors or officers; however, the SPOA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Four hereof.

ARTICLE FIVE – MEMBERSHIP

Each Owner shall be included in the SPOA. Each individual who is a record owner as proven by the fee simple title recorded in the official records of Hidalgo County, Texas is subject to assessment by the SBOD as set forth in the Declaration. The SPOA shall not include persons or entities that hold an interest merely as security for the performance of an obligation.

ARTICLE SIX – VOTING RIGHTS

Owners shall be entitled to vote on Association matters as provided in the Declarations and Bylaws applicable to the subdivision. Owners shall be entitled to one **unified** vote for each lot owned. Voting Rights shall be given to Owners who are listed on the Hidalgo County Tax Rolls. Trusts and other entities must be verified by sworn notarized affidavits to determine Trustees entitled to vote.

ARTICLE SEVEN – BOARD OF DIRECTORS

- (a) The SBOD shall consist of five (5) individuals who are each an owner and are elected by the SPOA or by vacancy may be appointed by the SBOD to manage and control the affairs of Southgate Subdivision.
- (b) The SBOD shall have the right to exercise all the powers and privileges and to perform all the duties and obligations of the SPOA as set forth in the Declaration, applicable to the property and recorded or to be recorded in the Deed Records of Hidalgo County, Texas, and as the same may be amended from time to time.
- (c) Members of the SBOD shall be elected by procedure and vote as provided in the Declaration applicable to the Association and Subdivision, and in the Bylaws enacted pursuant to the Declaration and these Articles.
- (d) The number of Directors may be changed by amendment of the Declarations applicable to the Association and Subdivision.
- (e) The Directors shall serve staggered three (3) year terms, the current Directors to continue serving their terms as provided in Article Eleven below.
- (f) Any Director may be removed from office by the procedure stated in the Declaration and the Bylaws.
- (g) A Minimum of three (3) SBOD Members shall form a Compliance Control Committee (hereinafter referred to as the “CCC”) to enforce compliance with the Declaration and the Rules and Regulations.

ARTICLE EIGHT – DISSOLUTION

The Association may be dissolved by a vote of sixty-five percent (65%) total vote allocated to property Owners entitled to vote on the Dissolution, in compliance with Texas Property Code §209.0041. Upon Dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to any charity recognized by the IRS as a 501(c)(3) non-profit entity. 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 to be devoted to such similar purpose.

ARTICLE NINE - AMENDMENTS OF ARTICLES

Amendment of these Articles may be by:

A vote of sixty-six and two-thirds percent (66 2/3%) of the written and signed votes of property Owners to restate and/or amend the Articles of Incorporation in compliance with the Business Organization Code §22.164.

ARTICLE TEN - REGISTERED AGENT

The street address of the registered office of the Corporation is 100 West Moore Road #91, Pharr, Texas 78577 and the name of its registered agent shall be the President of the Association at such address. Currently, Claude J. Buckland is the President of the Southgate Property Owners Association.

ARTICLE ELEVEN - CURRENT BOARD OF DIRECTORS

The number of Directors constituting the current Board of Directors of the Corporation is five (5), and the names and positions(s) of the persons who currently serve as Directors and Officers and their terms as Directors are:

Person	Term			Current Position
Claude J. Buckland	January, 2018	through	February, 2021	President
Viola De Ochoa	January, 2018	through	February, 2021	Vice-President
Joyce Moran Mendoza	January, 2015	through	February, 2019	Secretary
George Herrington	January, 2015	through	February, 2019	Treasurer
Linda O'Donohue	January, 2016	through	February, 2020	Member-At-Large

The **FIVE** Southgate Board of Directors names and addresses are as follows:

Claude J. Buckland	100 West Moore Road #67	Pharr, TX 78577
Viola De Ochoa	100 West Moore Road #06	Pharr, TX 78577
Joyce Moran Mendoza	100 West Moore Road #87	Pharr, TX 78577
George Herrington	100 West Moore Road #34	Pharr, TX 78577
Linda O'Donohue	100 West Moore Road #11	Pharr, TX 78577

(Signatures and approvals follow on subsequent pages)

CERTIFICATION OF COMPLIANCE

I, the undersigned President of the Southgate Property Owners Association, hereby state and certify that:

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

1. The SECOND RESTATED AND SUPERSEDING ARTICLES OF INCORPORATION OF THE SOUTHGATE PROPERTY OWNERS ASSOCIATION was submitted to a vote of the Members by written ballot between September 7 and October 1, 2018.
2. The foregoing was adopted during that time period by the written assent of at least sixty-six and two-thirds percent (66 2/3%) of the votes cast by the Members of the Association.

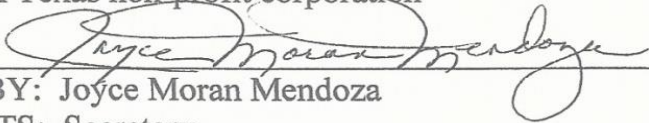
Signed this 2nd (day) of October (month), 2018.



SOUTHGATE PROPERTY OWNERS ASSOCIATION
BY: Claude J. Buckland,
ITS: President

IN WITNESS WHEREOF, the undersigned, Joyce Moran Mendoza, as the duly elected, qualified, and acting Secretary of Southgate Property Association, a Texas non-profit corporation, hereby certifies on behalf of the Association that this Second Restated and Articles of Incorporation was duly adopted by written ballot of at least sixty-six and two-thirds percent (66 2/3%) of the votes cast by the Members of the Association and shall take effect upon its recording in the Official Public Records of Hidalgo County, Texas.

SOUTHGATE PROPERTY OWNERS ASSOCIATION
A Texas non-profit corporation


BY: Joyce Moran Mendoza
ITS: Secretary

THE STATE OF TEXAS §
COUNTY OF HIDALGO §

Before me, the undersigned authorities on this date personally appeared Claude J. Buckland, President and Joyce Moran Mendoza, Secretary of the Southgate Property Owners Association. Known to me to be the persons whose names are subscribed in the Certificate of Compliance and acknowledged to me that they each executed the same in the capacities stated and for the purposes and consideration therein expressed.

This instrument was acknowledged before me on the 2nd day of
October, 2018

(Seal)




Notary Public Signature

CERTIFICATE OF ATTESTATION

The undersigned being the Southgate Property Owners Association's duly elected Board of Directors, hereby unanimously enact and approve the:

**SECOND RESTATED AND SUPERSEDING
ARTICLES OF INCORPORATION**

Claude J. Buckland
Claude J. Buckland, President

Viola De Ochoa
Viola De Ochoa, Vice President

Joyce Moran Mendoza
Joyce Moran Mendoza, Secretary

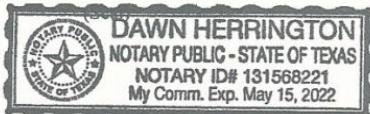
George Herrington
George Herrington, Treasurer

Linda O'Donohue
Linda O'Donohue, Member at Large

THE STATE OF TEXAS §
COUNTY OF HIDALGO §

Before me, the undersigned Southgate Property Owners Association Board of Directors on this date personally appeared Claude J. Buckland, President; Viola De Ochoa, Vice President; Joyce Moran Mendoza, Secretary; George Herrington, Treasurer; and Linda O'Donohue, Member at Large. Known to me to be the persons whose names are subscribed in the Certificate of Attestation and acknowledged to me that they each executed the same in the capacities stated and for the purposes and consideration therein expressed.

This instrument was acknowledged before me on the 2nd day of October, 2018



Dawn Herrington
Notary Public Signature