

**ROBERTS, ODEFEY, WITTE & WALL, LLP**

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Of Counsel  
DAVID ROBERTS

July 13, 2021

**VIA UPS 2<sup>nd</sup> Day Air #1Z3764F10291284816**

Mr. Monte Magness  
110 W. Interstate 20, Frontage Road, Suite 120  
Weatherford, Texas 76086

Re: Incorporation of The Ranches at Rock Creek  
Property Owners' Association, Inc.

Dear Monte:

I have attached the following documents along with your corporate book:

1. Certificate of Formation of The Ranches at Rock Creek Property Owners' Association, Inc. (the "Corporation");
2. The proposed Bylaws of the Corporation; and
3. Unanimous Written Consent of Board of Directors of the Corporation in Lieu of Organizational Meeting.

Please review these documents carefully, and call me if you have any questions, additions, deletions, or changes. If you do not have any changes, please sign all of the documents where indicated.

I previously emailed you the following documents with instructions to file them with Hill County Clerk:

1. Resolution of the Board of Directors Regarding Payment Plan Policy.
2. Resolution of the Board of Directors Regarding Records Retention Policy.
3. Resolution of the Board of Directors Regarding Records Production and Copying Policy.
4. Authenticity Affidavit for the Bylaws and the Bylaws.
5. Management Certificate.

When you get the recorded documents back from the County Clerk, please file them in the Corporate Book.

Additionally, I am writing to set forth several important matters regarding operation of the nonprofit corporation. We have probably already discussed them before, but they are important enough to put into writing. If you want to discuss any of these items further, please let me know.

Annual Meetings. The law requires that corporations hold Meetings of Members at least annually.

Annual Reports. The law requires that nonprofit corporations file Annual Reports with the Secretary of State in order to provide current information to the state and to keep the Corporation active. This report is not the same as the state or federal tax return or informational returns and filing the latter returns does not relieve you of the requirement to file this Annual Report. If the Annual Report is not filed, the State will involuntarily dissolve the Corporation. Although the Corporation may be reinstated, such dissolution could have serious consequences. Therefore, it is most important that you file this Annual Report every year even if the State fails to send you the form.

Signing for Corporation. The Officers of the Corporation are agents of the Corporation and are the proper persons to sign contracts, checks, letters, and other documents on behalf of the Corporation. Whenever an Officer signs for the Corporation, the Officer should be sure that the document states: (a) the name of the Corporation, (b) the title of the Officer, and (c) that the Officer is signing on behalf of the Corporation and not individually. Otherwise, the Officer may be individually liable for signing the document.

Accounting and Tax Returns. This law office has been responsible for the legal documents to form the Corporation and not for the accounting books or tax returns of the Corporation. You should have your accountant set up your accounting books and prepare your tax returns. We will assist your accountant in any way we can.

Tax Exemptions. Since the Corporation is a nonprofit corporation, it may be entitled to certain federal, state, and local tax exemptions. However, it is not automatically entitled to these. The Corporation must apply for them. My firm is not handling the filing of any such exemptions. This firm has not given the Association any tax advice.

Insurance. It is important for the Association to obtain insurance for property

damage and liability. This firm has not given the Association any insurance advice. Should you have any questions, please do not hesitate to contact me.

Respectfully submitted,

ROBERTS, ODEFEY, WITTE & WALL, LLP

A handwritten signature in black ink, appearing to read 'Sandra Witte', is written over a horizontal line. The signature is stylized and cursive.

Sandra Witte

SW/li  
Enclosures