

**MANAGEMENT CERTIFICATE
OF
BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC.**

The undersigned, being an officer of Bungalows at Camp Margaritaville Crystal Beach POA, Inc., a Texas nonprofit corporation (the "**Association**"), and in accordance with Section 209.004 of the Texas Property Code, does hereby certify as follows:

1. The name of the subdivision: Bungalows at Camp Margaritaville Crystal Beach.
2. The name of the Association: Bungalows at Camp Margaritaville Crystal Beach POA, Inc., a Texas nonprofit corporation.
3. The recording data for the subdivision: All that certain real property located in Galveston County, Texas, made subject to that certain Declaration of Covenants, Conditions and Restrictions for Bungalows at Camp Margaritaville Crystal Beach, recorded in Document No. 2025012948, Official Public Records of Galveston County, Texas, as the same may be amended from time to time (the "**Declaration**").
4. The recording data for the Declaration and any amendments to the Declaration:
See Attachment 1 to this Management Certificate.
5. The name and mailing address of the Association: Bungalows at Camp Margaritaville Crystal Beach POA, Inc., 1709 Hunters Trail, Friendswood, Texas 77546, Attn: Brad Ballard.
6. The name, mailing address, telephone number, and email address of the person managing the Association:

 Name: Bungalows at Camp Margaritaville Crystal Beach POA, Inc.
 Mailing Address: 1709 Hunters Trail
 Friendswood, Texas 77546
 Attn: Brad Ballard
 Telephone Number: (281) 639-0451
 Email Address: brad@campmargaritavillecrystalbeach.com
7. Website to access the Association's dedicatory instruments:
www.newcoastproperties.com/bungalowspoa
8. Amount and description of fees related to property transfer in the subdivision:
The Association fees are in the following amounts:

Working Capital Assessment - \$1,000.00

Transfer Fee - \$500

Resale Certificate Fee - \$500

The Association fees cover all costs that the Association incurs related to a property transfer in the subdivision.

[SIGNATURE PAGE FOLLOWS]

This Certificate is effective as of the 31st day of July, 2025.

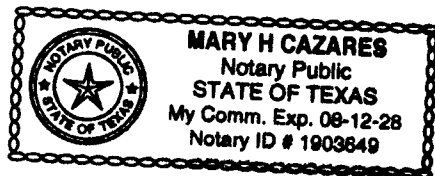
**BUNGALOWS AT CAMP MARGARITAVILLE
CRYSTAL BEACH POA, INC.,**
a Texas nonprofit corporation

By: [Signature]
Printed Name: Brad Ballard
Title: President

STATE OF TEXAS §
 §
COUNTY OF GALVESTON §

This instrument was acknowledged before me on the 31st day of July, 2025, by Brad Ballard, President of BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC., a Texas nonprofit corporation, on behalf of said nonprofit corporation.

(SEAL)



[Signature]
Notary Public Signature

AFTER RECORDING RETURN TO:

Robert D. Burton, Esq.
Winstead PC
600 W. 5th Street, Suite 900
Austin, TX 78701
Email: rburton@winstead.com

ATTACHMENT 1

1. Declaration of Covenants, Conditions and Restrictions for Bungalows at Camp Margaritaville Crystal Beach, recorded as Instrument No. 2025012948 in the Official Public Records of Galveston County, Texas.
2. Bungalows at Camp Margaritaville Crystal Beach Community Manual, recorded as Instrument No. 2025012983 in the Official Public Records of Galveston County, Texas.
3. Bungalows at Camp Margaritaville Crystal Beach Adoption of Working Capital Assessments, recorded as Instrument No. 2025015022 in the Official Public Records of Galveston County, Texas.
4. Bungalows at Camp Margaritaville Crystal Beach Rental Policy, recorded as Instrument No. 2025013034 in the Official Public Records of Galveston County, Texas.
5. Bungalows at Camp Margaritaville Crystal Beach Short Term Rental Policy, recorded as Instrument No. 2025013033 in the Official Public Records of Galveston County, Texas.
6. Restrictive Covenant Bungalows at Camp Margaritaville Crystal Beach Club Membership, recorded as Instrument No. 2025012984 in the Official Public Records of Galveston County, Texas.

**BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC.
UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING OF MEMBERS**

In accordance with Sections 6.201, 22.105, 22.109, and 22.164 of the Texas Business Organizations Code, the undersigned, being the sole Member of Bungalows at Camp Margaritaville Crystal Beach POA, Inc., a Texas nonprofit corporation (the "**Association**"), holding the requisite number of votes needed to amend the Certificate of Formation of the Association, does hereby consent, and in lieu of the holding of a special meeting of the Members to the adoption of the following resolution:

**ADOPTION AND APPROVAL OF AMENDED AND RESTATED CERTIFICATE OF
FORMATION**

WHEREAS, MVCB BUNGALOWS LLC, a Texas limited liability company ("**MVCB**"), is the sole Member of the Association and holds the minimum number of votes, being two-thirds (2/3) of the votes entitled to be cast to adopt the Restated Certificate of Formation of the Association;

WHEREAS, MVCB is of the opinion that it is in the best interests of the Association for the Association to file with the Secretary of State that certain Amended and Restated Certificate of Formation, a copy of which is attached hereto as Exhibit "A" (the "**Amended and Restated Certificate**"); and

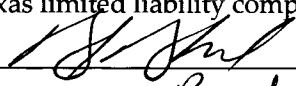
NOW, THEREFORE, IT IS RESOLVED, that the Amended and Restated Certificate is adopted and approved, and Brad Ballard, as President of the Association, is hereby authorized and directed, for and on behalf of the Association, to execute, acknowledge where necessary, and file the Amended and Restated Certificate, and any and all other documents as may be required by the Secretary of State for the filing of the Amended and Restated Certificate.

IN WITNESS WHEREOF, the undersigned have executed this consent as of and effective the 15th day of July, 2025.

[SIGNATURE PAGE FOLLOWS]

MEMBER:

MVCB BUNGALOWS LLC,
a Texas limited liability company

By: 

Printed Name: Brad Ballard

Title: Manager

APPROVED:

BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC.,
a Texas nonprofit corporation

DIRECTORS:


Brad Ballard, Director


Michele Ballard, Director

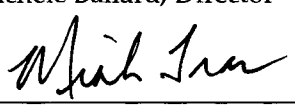

Minh Tran, Director

EXHIBIT "A"

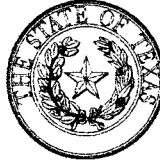
AMENDED AND RESTATED CERTIFICATE OF FORMATION

[SEE ATTACHED]

**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



This space reserved for office use.

**Restated Certificate of
Formation
With New Amendments**

Entity Information

The name of the filing entity is:

BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC.

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.)

- | | |
|---|---|
| ☐ For-profit Corporation | ☐ Professional Corporation |
| ☒ Nonprofit Corporation | ☐ Professional Limited Liability Company |
| ☐ Cooperative Association | ☐ Professional Association |
| ☐ Limited Liability Company | ☐ Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 805854928

The date of formation of the filing entity is: 01/13/2025

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:

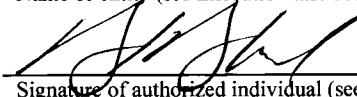
Execution

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: 7-15-2025

Bungalows at Camp Margaritaville Crystal Beach POA, Inc.

Name of entity (see Execution instructions)



Signature of authorized individual (see instructions)

Brad Ballard, 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]."

**AMENDED AND RESTATED CERTIFICATE OF FORMATION
OF
BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC.**

RECITALS

A. Bungalows at Camp Margaritaville Crystal Beach POA, Inc., a Texas nonprofit corporation (the “**Association**”), was previously formed pursuant to that certain Certificate of Formation of Bungalows at Camp Margaritaville Crystal Beach POA, Inc. filed with the Secretary of State on January 13, 2025 (the “**Original Certificate**”).

B. Pursuant to Sections 22.105, 22.109, and 22.164 of the Texas Business Organizations Code, in order to amend or restate the Original Certificate, the proposed amendment and restatement must be submitted to a vote at an annual, regular or special meeting of the members, and must be approved by at least two-thirds (2/3) of the votes of members of the Association present at the meeting at which the action is submitted for a vote.

C. Pursuant to Section 6.201 of the Texas Business Organizations Code, any action required or authorized to be taken at a meeting of the members may be taken without holding a meeting, providing notice, or taking a vote if each person entitled to vote on the action signs a written consent, such written consent having the same effect as a unanimous vote at a meeting

D. MVCB BUNGALOWS LLC, a Texas limited liability company (“**Declarant**”), is the current Owner of all Lots and the sole Member of the Association. As the holder of all of the votes entitled to be cast at a properly called meeting of the Association, in lieu of holding a meeting, Declarant has consented in writing to the amendment and restatement of the Original Certificate.

E. Declarant, as the sole Member of the Association, does hereby desire to amend and restate the Original Certificate as set forth below.

**ARTICLE I
NAME**

The name of the corporation is Bungalows at Camp Margaritaville Crystal Beach POA, Inc. (hereinafter called the “**Association**”).

**ARTICLE II
NONPROFIT CORPORATION**

The Association is a nonprofit corporation.

**ARTICLE III
INITIAL MAILING ADDRESS**

The initial mailing address of the Association for the purpose of receiving state franchise tax correspondence is c/o Brad Ballard, 1709 Hunters Trail, Friendswood, Texas 77546.

**ARTICLE IV
DURATION**

The Association shall exist perpetually.

**ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION**

The Association is organized in accordance with, and shall operate for nonprofit purposes pursuant to, the Texas Business Organizations Code, and does not contemplate pecuniary gain or profit to its members. In furtherance of its purposes, the Association shall have the following powers which, unless indicated otherwise by this Certificate of Formation, that certain Declaration of Covenants, Conditions, and Restrictions for Bungalows at Camp Margaritaville Crystal Beach, recorded in the Official Public Records of Galveston County, Texas, as the same may be amended from time to time (the "**Declaration**"), 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 Association shall not have the power to institute, defend, intervene in, settle or compromise litigation, arbitration or other proceedings: (i) in the name of any Member or Lot Owner (whether one or more); or (ii) pertaining to a Claim, as defined in *Section 14.1* of the Declaration, relating to the design or construction of Improvements on a Lot (whether one or more); and
- (c) all powers necessary, appropriate, or advisable to perform any purpose or duty of the Association as set out in this Certificate of Formation, the Bylaws, the Declaration, or Applicable Law.

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

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

**ARTICLE VI
REGISTERED OFFICE; REGISTERED AGENT**

The street address of the initial registered office of the Association is 1709 Hunters Trail, Friendswood, Texas 77546. The name of its initial registered agent at such address is Brad Ballard.

**ARTICLE VII
MEMBERSHIP**

Membership in the Association shall be dependent upon ownership of a qualifying property interest as defined and set forth in the Declaration. Any person or entity acquiring such a qualifying property interest shall automatically become a member of the Association, and such membership shall be appurtenant to, and shall run with, the property interest. The foregoing shall not be deemed or construed to include persons or entities holding an interest merely as security for performance of an obligation. Membership may not be severed from or in any way transferred, pledged, mortgaged, or alienated except together with the title to the qualifying property interest, and then only to the transferee of title to said property interest. Any attempt to make a prohibited severance, transfer, pledge, mortgage, or alienation shall be void.

**ARTICLE VIII
VOTING RIGHTS**

Voting rights of the members of the Association shall be determined as set forth in the Declaration.

**ARTICLE IX
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by an initial Board of Directors consisting of three (3) individuals, who need not be members of the Association. The Board shall fulfill all of the functions of, and possess all powers granted to, Boards of Directors of nonprofit corporations pursuant to the Texas Business Organizations Code. The number of Directors of the Association may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of initial Directors until the selection of their successors are:

NAME	ADDRESS
Brad Ballard	1709 Hunters Trail Friendswood, Texas 77546
Michele Ballard	1709 Hunters Trail Friendswood, Texas 77546

Minh Tran

1705 Hunters Trail
Friendswood, Texas 77546

All of the powers and prerogatives of the Association shall be exercised by the Board of Directors named above until their successors are elected or appointed in accordance with the Declaration.

ARTICLE X LIMITATION OF DIRECTOR LIABILITY

A member of the Board of Directors of the Association shall not be personally liable to the Association for monetary damages for any act or omission in his or her capacity as a board member, except to the extent otherwise expressly provided by Applicable Law. Any repeal or modification of this *Article X* shall be prospective only, and shall not adversely affect any limitation of the personal liability of a member of the Board of Directors existing at the time of the repeal or modification.

ARTICLE XI INDEMNIFICATION

Each person who acts as a member of the Board of Directors, officer or committee member of the Association shall be indemnified by the Association against any costs, expenses and liabilities which may be imposed upon or reasonably incurred by him or her in connection with any civil or criminal action, suit or proceeding in which he or she may be named as a party defendant or in which he or she may be a witness by reason of his or her being or having been a member of the Board of Directors, officer, or committee member of the Association, or by reason of any action alleged to have been taken or omitted by him or her in either such capacity. Such indemnification shall be provided in the manner and under the terms, conditions and limitations set forth in *Section 5.7* of the Declaration.

ARTICLE XII DISSOLUTION

The Association may be dissolved with the written and signed assent of not less than ninety percent (90%) of the total number of votes of the Association, as determined under the Declaration. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

**ARTICLE XIII
ACTION WITHOUT MEETING**

Any action required or permitted by Applicable Law to be taken at a meeting of the Members may be taken without a meeting, without prior notice, and without a vote if written consent specifically authorizing the proposed action is signed by the Members holding at least the minimum number of votes necessary to authorize such action at a meeting if all the Members entitled to vote thereon were present. If the action is proposed by the Association, the Board of Directors shall provide each Member written notice at least ten (10) days in advance of the date the Board proposes to initiate securing consent as contemplated by this *Article XIII*. Consents obtained pursuant to this *Article XIII* shall be dated and signed within sixty (60) days after receipt of the earliest dated consent and delivered to the Association at its principal place of business in Texas. Such consents shall be filed with the minutes of the Association and shall have the same force and effect as a vote of the Members at a meeting. Within ten (10) days after receiving authorization for any action by written consent, the Secretary shall give written notice to all Members entitled to vote who did not give their written consent, fairly summarizing the material features of the authorized action.

**ARTICLE XIV
AMENDMENT**

Except as otherwise provided by the terms and provisions of *Article XIV* of this Certificate of Formation, this Certificate of Formation may be amended by the Declarant during the Development Period or by a Majority of the Board of Directors; provided, however, that any amendment to this Certificate of Formation by a Majority of the Board of Directors must be approved in advance and in writing by the Declarant during the Development Period.

**BUNGALOWS AT CAMP MARGARITAVILLE CRYSTAL BEACH POA, INC.
CONSENT OF DIRECTORS IN LIEU OF
ORGANIZATIONAL MEETING**

The undersigned, being all of the members of the Board of Directors of Bungalows at Camp Margaritaville Crystal Beach POA, Inc., a Texas nonprofit corporation (hereinafter referred to as the "**Association**"), do hereby consent, pursuant to Section 22.220(a) of the Texas Business Organizations Code, to the adoption of the following resolutions:

1. DIRECTORS

RESOLVED, that each of the undersigned, being all of the directors of the Association, as named in its Certificate of Formation filed with the Texas Secretary of State, does hereby accept appointment to such office and does hereby agree to serve as a director of the Association until said director's qualified successor or successors have been duly selected or until his or her earlier death, resignation, retirement, disqualification or removal from office.

2. COMMUNITY MANUAL

RESOLVED, that the Association has received a copy of the Community Manual adopted by the Declarant in accordance with that certain Declaration of Covenants, Conditions and Restrictions for Bungalows at Camp Margaritaville Crystal Beach, which the Declarant will cause to be recorded in the Official Public Records of Galveston County, Texas.

3. OFFICERS

RESOLVED, that each of the following-named persons be and they hereby are elected as officers of the Association for the office or offices set forth below opposite his or her name, and to hold any such office to which elected until the first annual meeting of the Board of Directors of the Association or until his or her successor should be chosen and qualified in his or her stead, or until his or her earlier death, resignation, retirement, disqualification or removal from office:

Brad Ballard – President
Michele Ballard – Vice President
Minh Tran – Secretary/Treasurer

4. BOOKS AND RECORDS

RESOLVED, that the Secretary of the Association be and hereby is authorized and directed to keep all books and records of the Association.

5. CORPORATE SEAL

RESOLVED, that a corporate seal is not adopted at this time and that no impression of a corporate seal is required on any Association document.

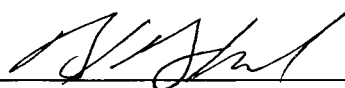
6. DEPOSITORY RESOLUTIONS

RESOLVED, that an account shall be established in the name of the Association with a financial institution to be determined by the Board (the "Bank"), under the rules and regulations as prescribed by said Bank wherein may be deposited any of the funds of this Association, whether represented by cash, checks, notes or other evidences of debt, and from which deposit withdrawals are hereby authorized in the name of the Association by any one of the following persons:

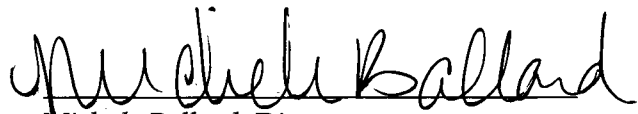
Brad Ballard
Michele Ballard
Minh Tran

BE IT FURTHER RESOLVED, that the Bank is hereby authorized to honor any and all withdrawal items against the Association's funds, although payable to the officer or agent signing or countersigning the same and whether presented for encashment or for credit to the personal account of such officer or agent or any other person, and said Bank need make no inquiry concerning such items and/or the disposition of the money, items, or credit given therefor.

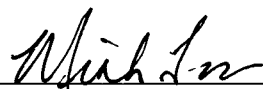
IN WITNESS WHEREOF, the undersigned have executed this instrument as of and effective the 15th day of July, 2025.



Brad Ballard, Director



Michele Ballard, Director



Minh Tran, Director

FILED AND RECORDED

Instrument Number: 2025035932

Recording Fee: 85.00

Number Of Pages: 17

Filing and Recording Date: 07/31/2025 4:55PM

I hereby certify that this instrument was FILED on the date and time stamped hereon and RECORDED in the OFFICIAL PUBLIC RECORDS of Galveston County, Texas.



A handwritten signature in black ink, reading "Dwight D. Sullivan". The signature is fluid and cursive, with a large, sweeping "S" at the end.

Dwight D. Sullivan, County Clerk
Galveston County, Texas

NOTICE: It is a crime to intentionally or knowingly file a fraudulent court record or instrument with the clerk.

DO NOT DESTROY - *Warning, this document is part of the Official Public Record.*