. 175,131

AUSTIN LAKE ESTATES RECREATION
CLUB, INC., AND J. W. MOORE,

Plaintiffs

VS.

IN THE /26th

JUDICIAL DISTRICT COURT

ROBERT S. GILLIAM, CHARLES C.
PETTERSON, DILLARD L. VICKER',
EMMETTR. FRY, I. K. FARLEY, VIL AN
WORDEN, JOHN ROSE AND MARIENE
ANGLIN,

Defends tts

PLAINTIFFS' ORIGINAL PETITION FOR DECLARATORY JUDGMENT, AND TO QUIET AND TRY TITLE TO CERTAIN LANDS SITUATED IN TRAVIS COUNTY, TEXAS.

TO SAID HONORABLE COURT:

NOW COMES, AUSTIN LAKE ESTATES RECREATION CLUB, INC., by and through its President J. W. Moore, Plaintiff, complaining of ROBERT S. GILLIAM, CHARLES C. PETTERSON, DILLARD L. VICKERS, EMMETT R. FRY, I. K. FARLEY, VIVIAN WORDEN, Dehn ROSE AND MARLENE ANGLIN, Defendants, all said defendants being sued individually and all but the said RCBERT S. GILLIAM, VIVIAN WORDEN, JOHN ROSE, AND MARLENE ANGLIN, being sued in their purported capacities as so-called trustees, and said Plaintiff files this its Original Petition for Declaratory Judgment and to Quiet and Try Title to Certain Land Situate in Travis County, Texas, and in support of said petition would respectfully show as follows, to-wit:

I.

The Plaintiff, Austin Lake Istates Recreation Club, Inc., is a duly and legally chartered Texas Corporation, its principal place of business and its residence being located at Edgewater E if w, Lot #4, C-Bar, Route No. 8, Eox 240, Austin, Texas 78703, Travis County, Texas; J. W. Moore, a resident of Travis County, Texas, in the duly elected and legally constituted President of said Corporation and as such is empowered and authorized to act for said corporation.

u.

The Defendants are all residents of Travis County, Texas, and can be served with citation at their residents as follows:

-2-(1) Robert S. Gilliam, Rt. 8, 3ox 261, Aztec Street, Austin Lake Estates, Travis County, Texas; (2) Charles C. Petterson, in Austin Lake Estates at Oak Crest Drive, Austin, Travis County, Texas; (3) Dillard L. Vickers, 121 Lake Ringe, Austin, Travis County, Texas; (4) Emmett R. Fry, 116 Lake Ridge, Austin, Travis County, Texas; (5) Vivian Worden, Rt. 8, Box 21 H, Austin Lake Estates, Austin, Travis County, Texas; (6) John Rose, Rt. 8, Box 222, Austin Lake Estates, Austin, Travis County, Texas; (7) Marlene Anglin, Rt. 8 Box 221 F, Austin Lake Estates, Austin, Travis County, Texas; and (8) I. K. Farley, in Austin Lake Estates at Aztec Street, Austin, Travis County, Texas; or I. K. Farley can be served at 6571 Bayou Glen, #15, Houston, Harris County, Texas. ш. On the 23rd day of June 1969, the Plaintiff, Austin Lake Estates Recreation Club, Inc., was, and still is, the owner in fee simple absolute of the following described premises situated in the County of Travis, State of Texas: The westernmost 303 fee of Lot 4, CeBar Ranch, Lakeview Acres a subdivision Travis County, Texas, according to the map or plat the sof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated. On the 23rd day of June, 1919, the premises described above in Paragraph III herein, were and still are under lease from Austin Lake Estates Recreation Club, Inc., to Mr. Bruce Parmeley, Lessee. V. That heretofore, on or a jost the 28th day of June, 1969, the Defendants, each and all of them caused to be recorded in the Deed Records of Travis County, Texas, in Volume 3700 at page 1542, the following: An instrument dated June 25, 1969, purporting to be a quit claim deed, executed by the defendant, Robert S. Gilliam, purporting to act for the plaintiff, Austin Lake Estates Recreation Club, Inc., and purporting to quitchair all the right, title and interest of the said four trustees and purporte to quit claim all right, title, and interest of the said Austin Lake Estates Recreation Club, Inc., in and to the premises as described in said Exhibit 'A' and to quitclaim said property to said purported trustees, they being the aforementioned Charles C. Petterson, Dillard L. Vickers, Emmett R. Fry, and I. K. Farley.

IX.

On the 11th day of a gust, 1969, the present legally constituted, elected and acting Board of Directors of Austin Lake Estates Recreation Club, Inc., acting as the present and official tourd of directors of said corporation, under its own authority and by direction of a vote of the stockholders taken at its June 28, 1969, annual meeting, at a regular meeting of said Board of Directors, held at its regular meeting place at the regular time, made and took the following official action for and in behalf of Austin Lake Estates Recreation Club, Inc., to-wit:

"NOW THEREFOR'S, Be it Resolved by this now legally constituted Board of Directors of said Corporation, although specifically not recognizing the validity of the creation of the purported trust, the purported trustees, and the purported quitclaim deed heretofore referred to, does, in order to forever quiet title to said land and waterfront area in Austin Lake Estates Recreation Club, Inc., hereby declare said surported trust, said purported trustees, and said purported itclaim deed to be void ab initio, a nullity, unauthorized and ill gal; and to further effectuate said declaration of this Board of Directors, we, all and each of us as well as the Board of Directors as an entity, do hereby, under the authority of the Texas Trust Act, the laws of the State of Texas, the Texas Corporation Act, the by-laws of Austin Lake Estates Lecreation Club, Inc., and by vote of the stockholders, revoke, cancel, rescind, annul, and void said purported trust, said purported authority and existence of said purported trustees, and said purported quitclaim feed, and we do so now, and we further do so now for then, when said was therized, void and illegal action took place, and said resolution is ordered entered into the minutes of this meeting and declared the official and deed of this Board of Directors acting for and in behalf of Austin ! ske Estates Recreation Club, Inc., and in its best interests and for the protection and preservation of its assets. And we, all and each of us : 8 well as this Board of Directors as an entity, authorize and direct Mr. J. W. Moore, President of the Board to execute for the corporation and this Board of Directors a written instrument outlining these proceedings and reflecting and declaring this to be our official act, resolution and deed and to execute same in such a manner and condition that it can be and will be filed of med rd in the Deed Records of Travis County, Texas."

X.

On the 12th day of Parist, 1969, Austin Lake Estates Recreation Club, Inc., acting by and through its president and director, J. W. Moore, its Secretary and Director, Mary Davies, its Director Ila B. Maberry and its Director Bruce Parmeley, did execute and cause to be filed in the Deed Records of Travis County, Texas, Volume 3719 at page 23, a written instrument, which ratified and re-affirmed its said resolution and act as heretofore described in Paragraph IX above, thereby placing of record its revocation of the purported trust, heretofore referred to as well as its resolution, cancellation and declaration that said purported trust as well as said purported quitclaim deed, Exhibit "A" herein are mullities. Attached hereto as Exhibit "B", and made a part hereof for all purposes, is a copy of said written instrument as recorded in the Deed Records of Travis County, Texas, in Volume 3719, at page 23.

XI.

All of the actions, as heretofore described, on the part of the defendants herein were, when taken, and are now, as of the filing of this petition fraudulent, illegal, a nullity, and void ab initio. Austin Lake Estates Recreation Club, Inc., by and through its present legally constituted and elected Board of Directors and by and through its President, J. W. Moore, has revoked said purported trust, in the manner heretofore describe; has rescinded, cancelled and officially declared said purported trust and said ported quitclaim deed, Exhibit "A" herein, to be void ab initio.

XII.

Plaintiff herein is entitled to have its said title to be tried and to have the cloud of title existent there in, to be removed and forever quieted by virtue of a declaratory judgment, declaring said purported trust, as heretofore referred to, the purported authority of the purported trustees, as heretofore referred to, as well as the purported quitcla a deed, Exhibit "A" herein, declared to be void ab initio, and to have said purported quitclaim deed, Exhibit "A" herein, cancelled, rescinded, and held null and vend ab initio, to the effect and end result that the title of Plaintiff, in issue herein, be forever quieted and clearly lodged in Plaintiff as same existed prior to the actions of defendants as complained of herein.

XIII.

Plaintiff suffered damages by virtue of the actions of the Defendants as complained of herein, and said damages are in the sum of several thousands of dollars. However, the complained of actions of defendants have been of such recent origin, that it is impossible to accurately ascertain and state the amount of damages at this time. Plaintiff will, in the future, and as early as is practicable, amend its pleadings herein and more accurately inform the defendants of the amount of damages to which plaintiff is now entitled, and in the future, will become entitled.

WHEREFORE, All Premises Considered, Plaintiff prays that citation be caused to issue and ser md upon the defendants herein, and that upon final hearing, that Plaintiff have judgment over and against the defendants herein declaring said purported trust, as heretofore referred to, said purported authority of the purported trustees as heretofore referred to, as well as the purported quit claim deed, Exhibit "A" hereit to be cancelled, rescinded, and to be adjudged null and void ab initio, to the effect and end result that Plaintiff's title in issue herein, be forever quieted and clearly lodged in Plaintiff as same existed prior to the actions of defendants as herein complained of; that Plaintiff have judgment for its money damages; for its costs of court; and for any other and further relief, either general or special, as law or in equity, that it should show itself to be justly entitled.

Respectfully submitted,

Robert Everett L. Looney 924 Littlefield Building Telephone GR 2-4101

Austin, Texas 78701

ATTORNEY FOR AUSTIN LAKE ESTATES RECREATION CLUB, INC., AND J. W. MOORE, ITS PRESIDENT.

EXHIBIT "A"

THE STATE OF TEXAS
COUNTY OF TRAVIS

C 18-1287

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QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS: That the Grantor, Austin

Lake Estates Recreation Club, Inc., a corporation duly incorporated
and created and doing business under the laws of the State of Texas,
acting by and through its duly authorized Vice-President, Robert S.
Gilliam, of the County of Travis, State of Texas, for and in consideration of ten dollars (\$10.00) and other valuable consideration,
to said Corporation paid in hand by Emmett R. Fry, Charles C.

Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, the receipt of all of which is hereby acknowledged, have QUITCLAIMED,
and by these presents do QUITCLAIM unto the said Emmett R. Fry,
Charles C. Petterson, Dillard L. Vickers, and I. K. Farley,
Trustees, all of its right, title, interest, claim and demand in
and to that certain real and personal property situated in Travis
County, Texas, and described as follows:

The westernmost 3 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Travis County, Texas, according o the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated.

with all and singular said Corporation's right, title, interest, estate, claim and demand in and to the hereditaments and appurtenances thereto belonging or in any wise pertaining; to have and to hold the above relused rights, titles, interests, claims and demands, to the said lamett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K Parley, Trustees, their heirs and assigns forever, so that neither said Corporation nor its successors and

DEED RECORDS

was transfer administration to the

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the property of a section of

assigns shall have any right or title to or interest in such property, premises or : ourtenances, or any part thereof, at any time hereafter.

EXECUTED this the 33rd day of June, 1969.

AUSTIN LAKE ESTATES RECREATION CLUB, INC.

By Kalento Gilliam

Its Vice-President

THE STATE OF TEXAS

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Robert S.

Gilliam, who, being by me first duly sworn, declared that he is the Vice-President of Austin Lake Estates Recreation Club, Inc., that he signed the foregoing instrument as Vice-President of said Comporation, and as the act and deed of said Corporation, and that said instrument was executed for the purposes and consideration therein expressed

of June, A.D. 1969.

INOTARY SEAL.

Notary Public in and for Travis County, Texas

STATE OF TIME I havely earlily that this instrument was FILED on the date and at the time stamped heron by me; and was duff RECORDED, in the Volume and Page of the named RECORDS

FILED

Jan 24 9 14 AH '69

THATE COUNTY TEXAS

JUN 25 1969

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THE STATE OF TEXAS, ##
COUNTY OF TRAVIS.

I, MISS EMILIE LIMBE	RG, COUNTY CLERK, TRAVIS COUNTY, TEXAS,
	e above and foregoing is a true and
correct copy of a Quitcla	im Deed
FROM Austin Lake Estates Re	creation Club, Inc.
TO Emmett R. Fry, Charles	C. Petterson, Dillard L. Vickers, and I. K. Farley, 1
as the same appears of rec	ord in VOLUME, PAGE(S)
of the Deed	RECORDS OF
TRAVIS COUNTY, TEXAS.	
GIVEN UNDER MY HAND A	ND SEAL OF OFFICE AT AUSTIN, TEXAS, THIS
THE 16th DAY OF	July A.D.196 9.
	MISS EMILIE LIMBERG, COUNTY CLERK
	TRAVIS COUNTY, TEXAS.
	BY LACUE SOL DEPUTY.

EXHIBIT "B"

COUNTY OF TRAVE

J.B.M. Mg.w.M.

BE IT FEMEMBERED, that on the /2 that we, each and all of us, J. W. MOORE, MARY DAVIES, BRUCE PARMELEY. and ILA B. MABERRY in our official capacities as officers and directors of Austin Lake Estates Regreation Club, Inc., acting for and in behalf of Austin Lake Estates Recreation Club, Inc., and acting as the Board of Directors of said corporation, at a regular meeting of said Board of Directors, held at its regular meeting place a the regular time took the following action, to-wit: Upon the meeting being called to order, Mary Davies was recognized by the President, J. W. Moore, and she, the said Mary Davies, made a motion and resolution, concerning a certain parcel of land and water frontage owned by Austin Lake Estates Recreation Club, Inc., said parcel of land and water frontage being the same as that described in a purported quit claim deed executed by Robert Gilliam, purporting to quitclaim all the right, title and interest of Austin Lak: Estates Recreation Club, Inc., over to four purported trustees, they being Charles C. Petterson, Dillard Vickers, Emmett Fry and J. K. Farley, said purported quitclaim deed being dated the 23 day of June, 1969, and filed of record in the Travis County Deed Records in Volume 3700 at page 1542, said tract and parcel of land being situated in Travis County, Texas, and being described in said purported quitclaim deed as follows, to-wit:

S.B. IA

The western nost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres a subdivision in Travis County, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated, Attached hereto as Exhibit "A" and made a part hereof for all purposes is certified copy of said purported quitclaim deed.

Said Resolution and n of ion as made by the said Mary Davies, as seconded by Bruce Parmeley and as carried by unanimous vote, was, and is, to-wit:

THE STATE OF TEXAS CCUNTY OF TRAVES

WHEREAS, on the 23rd day of June, 1969, certain members of the Board of Directors of Austin Lake Estates Recreation Club, Inc., purporting to act as the board of directors of said corporation, voted to execute a quit claim deed to a portion of the land and waterfront owned by the said Austin Lake Estates Recreation Chit, Inc., and purported to create a trust and to name four trustees, and purported () quit claim all right, title, and interest of the said At stin Lake Estates Recreation Club, Inc., in and to said parcel of land and waterfront, and to quit claim said property to said purported trustees, said purported trustees being Charles C. Petterson, Dillard Vickers, Emmett Fry, and I. K. Farley; and

WHEREAS, Robert Gilliam, the then Vice President of said Board 9.8.M of Directors, purporting to be acting for Austin Lake Estates Recreation Club. Inc., did execute said purpo ted quit claim deed to said purported trustees and 1.M. thereafter cause said purposted leed to be filed of record in the Deed Records of the Travis County, Texas, Clerk's office; and

WHEREAS, the land and waterfront area herein referred to is described in that same certain purported quit claim deed which is filed of record in the Volume 3700 at page 1542 in the Deed Records of Travis County. Texas, in the County Clerks : fice; and

WHEREAS, it i recognized, understood and agreed to by the majority of the now legally constitued Board of Directors of said Austin Lake Estates Recreation Club, Inc., that all such action as heretofore described was unauthorized. illegal, void ab initio and a cullity, insofar as legally or in anywise transferring title to said land and waterfront from and out of Austin Lake Estates Recreation Club, Inc.; and

WHEREAS, herever, it is recognized by the majority of the now legally constituted Board of Dires ors of said corporation, that such action though it was unauthorized, illegal, old and a nullity, nevertheless might be considered is casting a cloud on the Austin Lake Estates Recreation Club, Inc.'s. title to said land and waterfront area:

NOW THEREFORE, Be it Resolved by this now legally constituted Board of Directors of said terporation, although specifically not recognizing the validity of the creation of the purported trust, thepurported trustees, and the purported quitclaim deed heretorore referred to, does, in order to fore ver quiet title

to said land and waterfront area in Austin Lake Estates Recreation Club, Inc., hereby declare said purporte i trust, said purported trustees, and said purported quitclaim deed to be id ab initio, a nullity, unauthorized and illegal; and to further effectuate said declaration of this Board of Directors, we, all and each of us as well as the Board of Directors as an entity, do hereby, under the authority of the Texas Trust Act, the laws of the State of Texas, the Texas Corporation Act, the by-laws of Austin Lake Estates Recreation Club, Inc., and by vote of the stockholdens, revoke, cancel, rescind, annul, and void said purported trust, said purported authority and existence of said purported trustees, and said purported quitclains sed, and we do so now, and we further do so now for then, when said unauthorized, void and illegal action took place, and said resolution is ordered entered into the minutes of this meeting and declared the official act and deed of this Liourd of Directors acting for and in behalf of Austin Lake Estates Recreation Club, Inc., and in its best interests and for the protection and preservation of its assets. And we, all and each of us as well as this Board of Directors as an ewity, authorize and direct Mr. J. W. Moore, President of the Board to execute for the corporation and this Board of Directors a written instrument outlining these proceedings and reflecting and declaring this to be our official act, resolution and deed and to execute same in such a manner and condition that it can be and will be filed of record in the Deed Records of Travis County, Texas.

NOW, THEREF RE, we, each and all of us acting in our official capacities as officers and directors of Austin Lake Estates Recreation Club, Inc., and J. W. Moore, President, acting for said corporation, do hereby execute this ratification and affirmance of the foregoing motion and resolution as carried by unanimous vote at our regular meeting held on the 11th say of August, 1969, and we do hereby ratify and affirm the same.

WITNESS OUR HANDS at Austin, Texas, on this the 12 day of August, 1969.

S. W. Moore, President and Director

Marie Davis, Secretary and

Director 70 D

AUSTIN LAKE ESTATES RECREATION CLUB.

INC.

THE STATE OF TEXAS COUNTY OF TRAVIS: --

BEFORD ME, the undersigned authority, on this the /2 day of August, 1969, there p rsonally appeared before me J. W. Moore, who after being duly sworn by me, aid under his oath depose and say that he is a member of the Board of Director, of Austin Lake Estates Recreation Club, Inc., a Texas corporation, that he is also the President of said corporation and as such is authorized and empowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as President of said Corporation and as a member of the said Board of Directors, and he acknowledged to me that he signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and he acknowledged to me the he did so far the purposes and consideration therein expressed and he further tated that he did not wish to retract same.

SWORN TO AND SUBSCRIBED TO and acknowledged before me by the said J. W. Moore on this the /2 day of August, 1969, to certify which, witness my hand and seal of office on this the /- day of August, 1969.

Notary Public in and for Travis

County, Texas

THE STATE OF TEXAS COUNTY OF TRAVIS:

BEFORE ME, the undersigned authority, on this the day of August, 1969, there personally appeared before me, Mary Davies, who after being duly sworn by me, did under her oath depose and say that she is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, that she is also the Secretary of said Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as Secretary of said Corporation and as a member of the Board of Directors, and she acknowledged to me that it is signed said instrument as the act and deed of said corporation and as the act, and deed of the Board of Directors thereof, and she acknowledged to me that the did so for the purposes and consideration therein expressed, and she further stated that she did not wish to retract same.

Mary Davies

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED before me, by the said Mary Davies on this the 12th day of August, 1969, to certify which witness my hand and see a cf office on this the 12th day of August, 1969.

Notary Public, Travis County, Texas

THE STATE OF THEXAS COUNTY OF TRAVIS:

BEFORE ME the undersigned authority, on this the day of August, 1969, there personally appeared before me, Bruce Parmeley, who after being duly sworn by me, did under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, and is such is authorized and empowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as a member of the said Board of Directors of said corporation, and he acknowledged to me that he signed said instrument as the act and deed of said or poration and as the act and deed of the Board of Directors thereof, and he acknowledged to me that he did so for the purposes and consideration therein expressed and he further stated that he did not wish to retract same.

Bruce Parmeley

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED BEFORE ME by the said Bruce Parabley on this the 12 day of August, 1969; to certify which, witness my hand and seal of office on this the 12 day of August, 1969.

Notary Public in and for Travis County.

Texas.

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

BEFORE ME, the undersigned authority, on this the 12 day of August, 1969, there personally appeared before me ILA B. MABERRY, who after being duly sworn by me, did under her oath depose and say that she is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as a member of the Board of Directors of said corporation, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she at nowledged to me that she did so for the purposes and consideration thereas expressed, and she further stated that she did not wish to retract same.

Ha B. Maberry

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED BEFORE ME by the said Ila B. Maberry on this the day of August, 1968; to certify which, witness my hand and seal of affice on this the day of August, 1969.

Notary Public in and for Travis
County, Texas.

Exhabit "A"

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THE STATE OF TEXAS)

L 18-1287

AN 24-983" 6402 * 2.50

Lake Estates Recreation Club, Inc., a corporation duly incorporated and created and doing business under the laws of the State of Texas, acting by and through its duly authorized Vice-President, Robert S. Gilliam, of the County of Travis, State of Texas, for and in consideration of ten dollars (\$10.00) and other valuable consideration, to said Corporation paid in hand by Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, the receipt of all of which is hereby acknowledged, have QUITCLAIMED, and by these presents do QUITCLAIM unto the said Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, all of its right, title, interest, claim and demand in and to that certain real and personal property situated in Travis County, Texas, and described as follows:

The westernmost 303 at of Lot 4, CeBar Ranch, Lakeriew Acres, a sull ivision in Travis County, Texas, according to the map or plat thereof of record in Plat Book 5. Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated.

with all and singular said Corporation's right, title, interest, estate, claim and demand in and to the hereditaments and appurtenances thereto belonging or in any wise pertaining; to have and to hold the above released rights, titles, interests, claims and demands, to the said Emme at R. Fry, Charles C. Petterson, Dillard I. Vickers, and I. K. Farley, Trustees, their heirs and assigns forever, so that neither said Corporation nor its successors and

DEED RECORDS
Travis County, Taxas

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3700 1542

assigns shall have any right or title to or interest in such property, premises or apprenances, or any part thereof, at any time hereafter.

EXECUTED this the 231d day of June, 1969.

MISTIN LAKE ESTATES RECREATION CLUB, INC.

Its Vice-President

THE STATE OF TEXAS X
COUNTY OF TRAVIS

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Robert S.

Gilliam, who, being by me first duly sworn, declared that he is the Vice-President of Austin Lake Estates Recreation Club, Inc., that he signed the foregoing instrument as Vice-President of said Corporation, and as the act and deed of said Corporation, and that said instrument was executed for the purposes and consideration therein expressed.

of June, A.D. 1969.

INOTARY SEAL!

Notary Public in and for Travis County, Texas

er them Linte.

STATE OF TIMES

I hereby cartify that this instrument was FILTD on the date and at the time stamped hereon by me; and was dut RECORDED, in the Yolume and Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Standard Page of the named RECORD of Times and Times

FILED

Jun 24 3 14 AH '69

TRAVIS COUNTY, TEXAS

JUN 25 1969



Emilie Limberg COUNTY CLERK TRAVIS COUNTY, TEXAS THE STATE OF TEXAS, COUNTY OF TRAVIS. I, MISS EMILIE LIMBERG, COUNTY CLERK, TRAVIS COUNTY, TEXAS, DO HEREBY CERTIFY that the above and foregoing is a true and correct copy of ___a Quitclaim Deed FROM Austin Lake Estates Recreation Club, Inc. TO _____Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, Trustees as the same appears of record in VOLUME 3700 , PAGE(S) 1542-1543 RECORDS OF Deed of the TRAVIS COUNTY, TEXAS. GIVEN UNDER MY HAND AND SEAL OF OFFICE AT AUSTIN, TEXAS, THIS THE 16th DAY OF July A.D.196 9 . MISS EMILIE LIMBERG, COUNTY CLERK TRAVIS COUNTY, TEXAS.

DEPUTY.

FILED Aug 27 3 33 PM 1969

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NO. 175,131

AUSTIN LAKE ESTATES RECRE, TION CLUB, INC., ET AL

IN THE 126TH JUDICIAL

v.

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL

TRAVIS COUNTY, TEXAS

DEFENDANTS' ORIGINAL ANSWER

TO THE HONORABLE JUDGE OF AID COURT:

Now come Robert S. Gilliam, Charles C. Petterson, Dillard L. Vickers, Emmett R. Fry, J. L. Farley, Vivian Worden, John Rose, and Marlene Anglin, the defendants in the above entitled and numbered cause, and file this, their Original Answer to plaintiffs' Original Petition filed herein, and for answer say:

These defendants, and each of them, deny each and every allegation contained in Flaintiffs' Original Petition, and say that none of the same is true, in whole or in part, and demand strict proof thereof

WHEREFORE, these defe dants pray that they go hence without day and recover their ccsts

MALONEY, BLACK & HEARNE 612 Capital National Bank Bldg.

Austin, Texas 78701

Attorneys for Defendants

NOTED

FILED SEP 25 8 28 AM 1969

Mortany CLERK

DISTRICT COURTS

TRAY'S COUNTY, TEXAS

THE STATE OF TEXAS
To Emmett R. Fry
116 Lake Ridge
Austin, Travis Cunty, Texas
Defendant, in the hereinafter st we and numbered cause:
You are hereby commanded to a pear before the 126th District Court of Travis County, Texas, to be held at the courthouse of said County in the City of Austin, Travis County
Texas, by filing a written answer to the petition of plaintiff at or before 10 o'clock a.m. of the Monday next after the expiration of 20 days after the date of service hereof, a copy of which accompanies this citation, in cause number
175,131, styled
Austin Lake Estates 1 creation Club, Inc., and J.W. Moore , Plaintiff
vs. Robert S. Gilliam, et al , Defendant ,
filed in said court on the 27th day of August , 19 69.
If this citation is not served wit an 90 cays after date of its issuance, it shall be returned unserved.
WITNESS, O. T. MAR'IN, JR., Clerk of the District Courts of Travis County, Texas. Issued and given under my hand and seal of said Court at office in the City of Austin, this the
th day of August, 1969.
O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas
By Jay Sounds Deputy
Came to hand on the 28 day f August , 19 69 at 20;33 o'clock A. M.
Executed at Austin , w in the County of Travis , at 5:45 o'clock P. M.
on the
EMMETT R. FRY
a true copy of this citation together with the accompanying copy of the petition, having first attached such copy of such petition to such copy of citation and indorsed on such copy of citation the date of delivery.
CL 169 vs
Sheriff's Fee\$4.00 Sheriff Account
Sheriff Account No.
To certify which witness my hand officially.
To certify which witness my hand officially. T. O. Lang
Sheriff of Travis County, Texas
Sheriff Account No. To certify which witness my hand officially. T. O. Lang Sheriff of Travis County, Texas Files By Polar & W. Planty
Sheriff Account No. To certify which witness my hand officially. T. O. Lang Sheriff of Travis County, Texas

THE STATE OF TEXAS	
To I. K. Farley Austin Iake Estates at Aztac S Austin, Texas	t.
6571 Bayou Glen #15, uston,	
Defendant, in the hereinafter styled and numbered	i cause:
You are hereby commanded to appear efore the Travis County, Texas, to be held at the sourthouse	126th District Court of of said County in the City of Austin, Travis County,
T was, by filing a written answer to the retition of	plaintiff at or before 10 o'clock a. m. of the Monday of service hereof, a copy of which accompanies this
175,131, styled	
Austin Lake Estates Recrestion C	lub, Inc., and J.W. Moore , Plaintiff ,
vs. Robert S. Gilliam, et al	, Defendant ,
filed in said court on the 27th day of . Augus	t , 19 69.
If this citation is not served within 90 days after	er date of its issuance, it shall be returned unserved.
WITNESS, O. T. MARTIN, JR., Clerk of the I	District Courts of Travis County, Texas. aid Court at office in the City of Austin, this the
goth day of August ,1	
g'th day of August , 1	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Payer Paccuds Deputy
	S RETURN
	nty of Travis , at 3:30 o'clock P .M.
	, by delivering to the within named
a true copy of this citation together with the accom-	each, in person, apanying copy of the petition, having first attached such dorsed on such copy of citation the date of delivery.
Sheriff's Fee	\$4.00 Sheriff Account
	No
to certify which witness my hand officially.	T, O, Lang
	Sheriff of Trayls County, Texas
FILED	By albut Dongler Deputy.
Der 3 9 as MISS	For Clerk's Use

NOTED

Return recorded . A

THE STATE OF TEXAS		
To Charles C. Petterson In Austin Lake Estates at Oak Crest Drive		
Austin, Travis Co. nty, Texa	16	
Defendant , in the hereinafter style nd numbere	ed cause:	
You are hereby commanded to appear before the Travis County, Texas, to be held at the courthouse		
Texas, by filing a written answer to the petition of next after the expiration of 20 days after the date citation, in cause number		
175,131, styled		
Austin Lake Estates Recreation (Club, Inc., and J.W. M	Moore , Plaintiff ,
vs. Robert S. Gilliam, et al	************************************	, Defendant,
filed in said court on the275h day of Augus	st , 19 69.	
If this citation is not served within 30 days after	er date of its issuance, it sha	ll be returned unserved.
WITNESS, O. T. MARTIN, JR., Clerk of the I	District Courts of Travis Count aid Court at office in the City	ty, Texas. of Austin, this the
E ath day of August	19 69	
	O. T. MART	
	Clerk of the District Courts	
	By Jacy Pour Deput	nas
	'S RETURN .	
Came to hand on the _28 _ day of . August		3
Executed at Austin , within he Cou		
on the 6 day of September , 19.69	, by delivering to the within i	named
Charles C. Pettersen.	***************************************	*****************************
a true copy of this citation together with the accom-		
, Sheriff's Fee	34.00	Sheriff Account
		No
To certify which witness my hand chicially.	T. O. Lang	
	Sheriff of Travis	
103		County, Texas
FILED	By albut Do	Deputy.
Oct 3 9 or AM PAGS	TO STATE OF THE ST	For Clerk's Use
QT. Martin green		Taxed

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Return recorded

THE STATE OF TEXAS	
To Marlene Anglin	
Rt. 8 Box 221F, Austin Lake Estates	
Austin, Travis Coung, Texas	
Defendant, in the hereinafter styles and numbered cause:	
You are hereby commanded to aprear before the 126th District Court Travis County, Texas, to be held at the courthouse of said County in the City of Austin, Travis Court	of aty,
Texas, by filing a written answer to the petition of plaintiff at or before 10 o'clock a, m. of the Monnext after the expiration of 20 days after the date of service hereof, a copy of which accompanies to citation, in cause number	day
175,131, styled	
Austin Lake Estates her eation Club, Inc., and J.W. Moore , Plaintiff	,
vs. Robert S. Gilliam, et al., Defendant.	,
filed in said court on the 27th day of August 19 69.	
If this citation is not served within 90 days after date of its issuance, it shall be returned unserv	ved.
WITNESS, O. T. MARTIN, JR., Clerk of the District Courts of Travis County, Texas. Issued and given under my hand and seal of said Court at office in the City of Austin, this the	
27th day of August , 1969	
O. T. MARTIN, JR. Clerk of the District Courts of Travis County. Texas By Day Dounds Deputy OFFICER'S RETURN .	
OFFICER'S RETURN .	
Came to hand on the 28 day c' August , 19 69 , at 10:27 o'clock A	
Executed at Austin , with a the County of Travis , at 3:15 o'clock P on the 6 day of September , 1969 , by delivering to the within named	
Marlene Anglin.	
each, in pers	
a true copy of this citation together with the accompanying copy of the petition, having first attached st copy of such petition to such copy of citation and indorsed on such copy of citation the date of delivery.	ueh
, Sheriff's Fee	
No.	-
To gottify which witness was been distalled	_
To certify which witness my hand officially.	
The state of the s	
Sheriff of Trevis County, Ter	xas
Depu 1 9 01 AN 1969 Alla Bengal Depu	ity.
O.T. Wintings CLERK DIE ICT COURTS Taxed Taxed	-
Return recorded	

THE STATE OF TEXAS To John Rose	
Rt. 8 Box 222, Austin Lake Esta	
Austin, Travis County, Texas	
Defendant , in the hereinafter styled : numbered	
You are hereby commanded to appear before the	
You are hereby commanded to applar perfore the fravis County, Texas, to be held at the courthouse of	f said County in the City of Austin, Travis County,
Texas, by filing a written answer to the printion of plant after the expiration of 20 days after the date of ration, in cause number	aintiff at or before 10 o'clock a.m. of the Monday f service hereof, a copy of which accompanies this
175,131 , styled	
Austin Take Estates Recrettion Cl	ub, Inc., and J.W. Moore , Plaintiff
vs. Robert S. Gilliam, et al.	
filed in said court on the 27th day of August	
	date of its issuance, it shall be returned unserved
WITNESS, O. T. MARTIN, JR., Cleak of the Dissued and given under my hand and seal of sai	id Court at office in the City of Austin, this the
19 day of August , 19	69.
a day of August 19	O. T. MARTIN, JR.
	Clerk of the District Courts of Travis County, Texas
2	By Page Pounds
OF FICER'S	S RETURN .
Came to hand on the _28 day of August	, 19 69 , at 10:29 o'clock A N
Executed at Austin with the Coun	ty of, at, at, o'clock _A, N
on the 5 day of September , 19.69,	by delivering to the within named
John Rose.	
	each, in person
a true copy of this citation together with the accomposition of such petition to such copy of citation and independent of the such copy of citation and c	panying copy of the petition, having first attached suc orsed on such copy of citation the date of delivery.
Sheriff's Fee	\$4.00 Sheriff Account
	No
To certify which witness my hant officially.	T. O. Lang
	Sheriff of Travis County, Texa
PILIED	Sheriff of County, Texas
7 L. M 1000	By J. Liffingvell Deput
Oct 3 3 01 M 1969	For Clerk's Use
OK Montagnous	Taxed

121 Lake Ridge	1
Austin, Travis C nty, Texas	
Defendant, in the hereinafter styled and number	ed cause:
	ne 126th District Court of said County in the City of Austin, Travis Cour
Texas, by filing a written answer to the petition of next after the expiration of 20 days after the date citation, in cause number	plaintiff at or before 10 o'clock a. m. of the Mone of service hereof, a copy of which accompanies t
175,131, styled	
Austin Lake Estates creation	Club, Inc., and J.W. Moore Plaintiff
Robert S. Gilliam, et al	
file in said court on the 27th hy of Augu	
9 1 1 1 1 1 1 1 1 1 1 1 1 1	, ***
Tf this citation is not served wishin 90 days aft	ter date of its issuance, it shall be returned unserv
WITNESS, O. T. MARTIN, JR., Clerk of the	District Courts of Travis County, Texas. said Court at office in the City of Austin, this the
27th day of August	
, and the state of	
11/1/1/1	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas
	By Jay Garreds
	Deputy
	VS RETURN .
Executed at Austin , w. nin the Cou	nst , 1969 , at 10:33 o'clock A anty of Trevis , at 10:10 o'clock A
Executed at Austin, w. hin the Cou	anty of Trevis , at 10:10 o'clock A , by delivering to the within named
Executed at Austin , w. hin the Cou on the 5 day of September , 1969 Dillard L. Vickers.	anty of Travis , at 10:33 o'clock A o'clock A , by delivering to the within named
Executed at Austin , w. hin the Cou on the 5 day of September , 1969 Dillerd L. Vickers.	anty of Trevis , at 10:33 o'clock A
Executed at Austin , whin the Coulon the 5 day of September , 1969 Dillard L. Vickers. a true copy of this citation together with the according to the company of the citation together with the according to the citation together with the coulons to the citation together with the citat	anty of Trevis , at 10:33 o'clock A noty of Trevis , at 10:10 o'clock A noty of delivering to the within named
Executed at Austin , w. hin the Country on the 5 day of September , 1969. Dillard L. Vickers. a true copy of this citation together with the accompany of such petition to such copy of citation and in	anty of Trevis , at 10:13 o'clock A noty of Trevis , at 10:10 o'clock A noty of the within named each, in permananting copy of the petition, having first attached such copy of citation the date of delivery.
Executed at Austin , whin the Country on the 5 day of September , 1969 Dillard L. Vickers.	nty of Trevis , at 10:13 o'clock A , by delivering to the within named each, in permpanying copy of the petition, having first attached s dorsed on such copy of citation the date of delivery.
Executed at Austin , w. hin the Country on the 5 day of September , 1969. Dillard L. Vickers. a true copy of this citation together with the accompany of such petition to such copy of citation and in	each, in permapanying copy of the petition, having first attached substantial dorsed on such copy of citation the date of delivery.
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Executed at Austin , w. hin the Country on the 5 day of September , 1969. Dillard L. Vickers. a true copy of this citation together with the accompany of such petition to such copy of citation and in	each, in permapanying copy of the petition, having first attached s dorsed on such copy of citation the date of delivery. \$4.00 Sheriff Account
Executed at Austin , whin the Coulon the 5 day of September , 1969 Dillard L. Vickers. a true copy of this citation together with the accordopy of such petition to such copy of citation and in Sheriff's Fcc	nty of Trevis , at 10:33 o'clock A o
Executed at Austin , whin the Coulon the 5 day of September , 1969 Dillard L. Vickers. a true copy of this citation together with the accordopy of such petition to such copy of citation and in Sheriff's Fcc	nty of Trevis , at 10:33 o'clock A nty of Trevis , at 10:10 o'clock A nty o'clock A nty of Trevis , at 10:10 o'clock A nt
Executed at Austin , we him the Country on the 5 day of September , 1969. Dillard L. Vickers. a true copy of this citation together with the accordacy of such petition to such copy of citation and in . Sheriff's Fee	anty of Trevis , at 10:33 o'clock A
Executed at Austin , we him the Country on the 5 day of September , 1969. Dillard L. Vickers. a true copy of this citation together with the accordacy of such petition to such copy of citation and in Sheriff's Fee	nty of Trevis , at 10:33 o'clock A nty of Trevis , at 10:10 o'clock A nty of Colock A nty of Coloc
Executed at Austin , we him the Country on the 5 day of September , 1969 Dillard L. Vickers. a true copy of this citation together with the accordacy of such petition to such copy of citation and in Sheriff's Fee	st , 1969 , at 10:33 o'clock A anty of Trevis , at 10:10 o'clock A , by delivering to the within named
on the 5 day of September, 1969 Dillard L. Vickers. a true copy of this citation together with the accordance copy of such petition to such copy of citation and in Sheriff's Fee	nty of Trevis , at 10:33 o'clock A o

THE STATE OF TEXAS	
To Vivian Worden	
Rt. 8, Box 221H, Au tin Lake Es	tates
Austin, Travis County, Texas	
Defendant, in the herelaafter style t and numbered	d cause:
You are hereby commanded to . car before the Travis County, Texas, to be held at the courthouse of	126th District Court of of said County in the City of Austin, Travis County,
Texas, by filing a written answer to the petition of a next after the expiration of 20 days after the date citation, in cause number	plaintiff at or before 10 o'clock a. m. of the Monday of service hereof, a copy of which accompanies this
175,131, styled	
Austin Lake Estates Retreation C	lub, Inc., and J.W. Moore , Plaintiff ,
vs. Robert S. Gilliam, et al	, Defendant ,
ided in said court on the 27th day . Augus	t , 19 69.
If this citation is not served within '00 days after	or date of its issuance, it shall be returned unserved.
WITNESS, O. T. MARTIN, JR., Cle & of the L Issued and given under my hand and ser! of se	District Courts of Travis County, Texas. aid Court at office in the City of Austin, this the
August , 1	9.69.
TRAVIS COUNTY	O. T. MARTIN, JR. Clerk of the District Courts of Travia County, Texas By Deputy
OFFICER'	'S RETURN .
Came to hand on the 28_ day of Augu	at , 1969 , at 10127 o'clock A M.
	nty of Travis , at 10:42 o'clock A . M.
	, by delivering to the within named
a true copy of this citation together with the accom- copy of such petition to such copy of citation and inc	ipanying copy of the petition, having first attached such
, Sheriff's Fee	\$4.00 Sheriff Account
	No
To certify which witness my hand officially.	T. O. Long
1	Sheriff of County, Texas
FILES	By W. D. Gilbert Deputy.
Oct 3 9 00 M (369	For Clerk's Use
or mat a	PATEN

NOTED

THE STATE OF TEXAS	
To Robert S. Gilliam	
Rt. 8 Box 261, Aztec St.	
Austin Lake Estates, Travis	County, Texas
Defendant, in the hereinafter styled and umbe	red cause:
You are hereby commanded to appear fore to Travis County, Texas, to be held at the conditions	the 126th District Court of e of said County in the City of Austin, Travis County,
Texas, by filing a written answer to the position of next after the expiration of 20 days after the dat citation, in cause number	of plaintiff at or before 10 o'clock a. m. of the Monday to of service hereof, a copy of which accompanies this
175,131, styled	
Austin Lake Estates Recrettion	Club, Inc., and J.W. Moore , Plaintiff
vs. Robert S. Gilliam, et al	, Defendant ,
filed in said court on the 27th day ofugr	1st , 19 69.
	ter date of its issuance, it shall be returned unserved.
VITNESS, O. T. MARTIN, JE., Clerk of the Issued and given under my hand and sal of	District Courts of Travis County, Texas. aid Court at office in the City of Austin, this the
27th day of August	19.69
	O. T. MARTIN, JR.
	Clerk of the District Courts of Travis County, Texas
2	By Daye Sounds Deputy
1	
	R'S RETURN
Came to hand on the _ 20 day of _ As sau	at , 1969 , at 10:30 o'clock A .M.
Executed at Austin , within the Con	unty of Travia , at 10:55 o'clock A M.
on the5 day of September1969	, by delivering to the within named
Rebert S. Gilliam.	
	each, in person,
a true copy of this citation together with the acco copy of such petition to such copy of citation and in	mpanying copy of the petition, having first attached such adorsed on such copy of citation the date of delivery.
Sheriff's Fee	\$4.00
	Sheriff Account
	No
To certify which witness my hand ot vially.	T. O. Lang
	Sheriff of Travia
FILED	1111 000
Oct 9 8 at Cit 13:5	By Deputy. For Clerk's Use
OT Martins curn	
DISTRICT CLUR'S	Taxed Return reco

NOTED

NO 175, 131

AUSTIN LAKE ESTATAS RECREATION CLUB, INC. AND J. W. MOORE

VS.

ROBERT S. GILLIAM, CHARLES C. PETTERSON, DILLARD F. VICKERS, EMMETTE. FRY, I.K. FARLEY, VIVIAN WERDEN, JOHN ROSE AND MARLENE ANGLIN. TRAVIS COUNTY, TEXAS.

IN THE 126th JUDICIAL DISTRICT COURT OF

To the Clerk of the 126th Judicial District Court of Travis County, Texas:

Austin Lake Estates Recreation Club, Inc., Plaintiff in the above entitled and numbered cause, to ires to take the oral deposition of Robert S. Gilliam, Charles C. Petterson, Billard F. Vickers, Emmett R. Fry, I.K. Farley, Vivian Werden, John Rose and Marlene Anglin, each of whom resides in Travis County, Texas, at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A.D. 1969, at 9:00 O'clock A.M., and hereby makes application that, you issue a commission to take such depositions.

Respectfully Submitted:

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

NOTED

FILED CEC 2 10 24 AM 1969 O.T. Maiting CLERK

SAM BASS ATTORNEY-AT-LAW 102 WEST 1ST STREET PREMPC IT, TEXAS

THE STATE OF TEXAS

To the Clerk of the District Court, J dge or Clerk of the County Court, or any Official District Court Re-

*To any Clerk of a Court of Record having a Soul; any Notary Public, or any Commissioner of Deeds, duly appointed under the laws

Travis

porter, or any Notary Public in and for the County of ______ State of Texas—Greeting:

THE RESERVE OF THE PARTY OF THE

of Texas, for the State of Texas, within a 1 for the County of State of	
*To any notary public or any minister, commi- uer or charge d'affaires of the United	
consular agent of the United States residing in said country.	ent, vice-commercial agent, deputy consul or
*To Any Commissioned Officer in the Armed Forces of the United States of America, in	n the Auxiliaries thereto, or to any Commis-
sioned Officer in the Armed Force Reserve of the United States of America, or an	
You, or either of you, are hereby authoused to immediately issue and cause ries C. Patterson. Pillard F. MURKERSON STOCKET	s, Emmett R.Fry, I.K.Fu
(State Name of Witness) and Marlene Anglin	200
vian Werden, John Rosa / , a Subpoena ALEXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	the affine of fam !
and Robert E. L. Looney a 1802 Weetgate Bldg.	, at the dilice of the i
n the City of Auntin, Travit County, Texas, being blication to take the oral deposition of the 2016 e named witness. Said witness showe designated time and place for taking 1017 oral deposition, the following deangible things, to wit:	ng the time and place set out in the ap- hall bring with aim and produce at the esignated books, papers, documents and
	in Nan
othing but the truth; that you reduce the tell only lowriting or typewriting, our personal supervision, or that it be done by deponent or deponent or deponents, in your persons; and after it has been reduced to write. 3. That you shall not sustain objections of any of the testimony taken or effected by the parties to this suit, or their attoristy, to any of the testimony taken or externeys. 4. When the testimony is transcribed, the eposition shall be submitted to ead to or by him, unless such examination and reading are waived by the witness rabstance which the witness desires to make hall be entered upon the deposition by the witness for making them. The deposition shall be signed by the witnessign it and state on the record the fact of the valver or of the illness or absence or sign, together with the reasons, if any, given therefor. 5. That you certify, under your hand are sell of office, that said answers y said witness. 6. That you seal up in an envelope the answers to taken, together with the commission, and write your name across the sell. 7. That you endorse on the envelope the tames of the parties to this suit, a es. 8. That you direct the package to the "Cork of the District Courts of Tray of the parties in mail for transmission, and the position is suit by main you shall certify on the envelope transposited same in mail for transmission.	that as herein provided: If record has had ten days' notice as not stiffy to the truth, the whole truth, an or that it be done by some person unde our presence, and by no other person or tibed by the deponent or deponents. It will be done by some person or tibed by the deponent or deponents. It will be done by some person or tibed by the deponent or deponents. It will be done by some person or tibed by the deponent or deponents. It will be and by the vitness or the the witness for examination and shall be so and by the parties. Any changes in for ion by you with a statement of the refuse sees, unless the parties by stipulation waits of the witness or the fact of the refuse of the witness or the fact of the refuse were sworn to and subscribed before you annexed Interrogatories, if any, and the and the name(s) of said witness or witne wis County, Austin, Texas." The enclosing said deposition that you st office in which the same is so deposite that it must not be out of ais possessite
of a suit now pending in the 125 th District Court of Travia Austin Lake Estates 3 20 creation Club, Inc.	s County, in said State of Texas, wherei
	Defendant
nd numbered 175,131 , the docket of said Cours.	CONTRACT NO.
Herein Fail Not, but make due return of this crit as the law directs.	2nd December
Witness my hand and soal of office, at Austin Texas, this	
	O. T. MARTIN JR.
Clerk of the I	District Courts, Tavis County, Texas
Mus	Younds.

NUMBER175, 131

AUSTIN LAKE ESTATES RECREATION CLUB, INC. AND J. W. MOORE

VS.

ROBERT S. GILLIAM, CHAPLES C. PETTERSON, DILLARD F. VICKERS EMMETT R. FRY, I. FARLEY, FIVIAN WORDEN, JOH ROSE AND MARLENE ANGLIN.

IN THE 126th JUDICIAL

DISTRICT COURT OF

TRAVIS COUNT Y,

TEXAS.

to vivian worden. Defendant in the above cause, or <u>Douglass D</u>
Hearne
, her attorney of record:

You will take notice that after the expiration of Ten (10) days after the service hereof, by authority and means of a commission heretofore issued by the Clerk of such Court, to-wit: ca the Use day of December, A.D. 1989, the oral deposition of Vivian Worken, who resides in Travis County, Texas, will be taken, to be used as testimony to the trial of such cause, and that such deposition will be so taken at the office of Sam Bass and Robert E.L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A.D. 1969, sx 3:30 o'clock A.M..

/S/ Sam Bass Sam Bass, Attorney for Austa Lake Estates Recreation Club, Inc.

A copy of the within lettice of intention to take the oral deposition of Vivian Worden was on the 4th day of December, A.D. 1969, by me, the undersigned attorney for the Plaintiff, a person compettent to testify and to make this return, duly served by delivering to Douglass D. Hearne the attorney of record of Vivian Worden, by certified mail, to hislast known address, that is Capital National Bank Building, Austin, Texas

/S/ Sam Bass

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

THE STATE OF TEXAS : COUNTY OF BRAZORIA

Before me, a Notary Put ic in and for Brazoria County, Texas, on this day personally appeared Sam Rass, to me well known to be a credibile person and qualified in all respects to make this affidavit, who being by me duly sworn, upon oath says: That he has read theforegoing notice of intention to take the cral deposition of Vivian Worden designed to be used in the cause of Austin Lake Estates Recreation Chib, Inc., and J. M. Moore, VS. Robert W. Gilliam, Charles C. Pwtterson, Dillard F. Vickers, Emmett R. Fry, I. K. Farley, Vivian Worden, John Rose and Marlene Anglin, Number 175, 131, in the 126th Judicial District Court of Travis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect to a and correct.

/S/ Sam Bass Sam Bass

Subscribed and sworn to hefore me, by the said Sam Bass, this the 4th day of December, A.D. 1989, to certify which witness my hand and seal of office.

Notary Public in and for Brazoria County.

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O.T. Western Courts

NOTED

THE REPORT OF

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and the state of the Audion to the Secretary

CORNER DE TRANSPOSICA

Helpse troy a notice of all and the case of a county, there, on this say on our woolly appeared that a case of a present to be a county of process and counties to all competes to quarter that a final process of a county of

but serious and every to before me, by the authors, the thest the fact.

FILED

Dec 5 9 02 AM 1969

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NUMBER 175, 131

AUSTIN LAKE ESTATES RECREATION CLUB, INC. AND J. W. MOORE

VS.

ROBERT S. GILLIAM, CHARLES C. PETTERSON, DILLARD F. VICKERS, EMMETT R. FRY, I. K. FARLEY, VIVIAN WORDEN, JOHN ROSE AND MARLENE ANGLIN.

IN THE 126th JUDICIAL

DISTRICT COURT OF

TRAVIS COUNTY.

TEXAS.

TO JOHN ROSE, Defendam A the above cause, or Douglass D. Hearne , his Attorney of Record:

You will take notice that after the expiration of Ten (10) days after the service hereof, by authority and means of a commission heretofore issued by the Clark of such Court, to-wit: on the -E- day of December, A. D. 1989, the oral deposition of John Rose, was resides in Travis County, Texas, will be taken, to be used as testimony at the trial of such cause, and that such deposition will be so taken at the office of harn Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Ametin, Travis County, Texas, on the 15th day of December, A.D. 1969, at 8:00 o'clock A.M..

/S/ Sam Bass

Sam Bass, Attorney for Austin Lake Estates Recreation Club, inc.

A copy of the within notice of intention to take the oral deposition of John Rose was on the 4th day of December, A.D. 1969, by me, the undersigned attorney for the Plaintiff, a person compentent to testify and to make this return, duly served by delivering to Douglass D. Hearne the Attorney of record of John Rose, by certified mill, to his last known address, that is Capital National Bank Building, Aus in, Texas,

/S/ Sam Bass
Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

THE STATE OF TEXAS ! COUNTY OF BRAZORIAL

Before me, a Notary Public in and for Brazoria County, Texas, on this day personally appeared Sam Hasa, to me well known to be a credibile person and qualified in all respects to make this affidavit, who being by meduly sworn, upon oath says: That he has read the foregoing notice of intention to take the oral deoposition of John Rose designed to be used in the cause of Austin Lake Estates Recreation Club, Inc, and J W. Moore, VS. Robert S. Gilliam, Charles C. Petterson, Dillard F. Vickers, Emmett R. Fry, I. F. Farley, Vivian Worden, John Rose and Marlene Ang 'n, Number 175, 131, in the 126th Judicial District Court of Travis County, Te as, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statement s therein is in every respect true and correct.

/S/ Sam Bass

Sam Bass

Subscribed and sworn to before me, by the said Sam Bass, this the 4th day of December, A.D. 1959, to certify which witness my hand and seal of office.

) /S/ Lula J. Bass

del MA Wolary Billic in and for Brazoria County,

Texas.

(SEAL)

Diani anstru

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NUMBER 175, 131

AUSTIN LAKE ESTATES RECREATION CLUB, INC. and J. W. MOORE

VS.

ROBERT W. GILLIAM, CHARLES C.
PETTERSON, DILLA F. VICKERS,
EMMETT R. FRY, I. FARLEY,
VIVIAN WORDEN, JOHN ROSE and
MARLENE ANGLIN.

IN THE 126th JUDICIAL

DISTRICT COURT OF

TRAVIS COUNTY,

TEXAS

TO MARLENE ANGLIN, DEFEN	DANT in the above cause, or Douglass D.
Hearne	, her attorney of record:
Von will take notice that Aften the	evaluation of Ten (10) days after the service

You will take notice that after the expiration of Ten (10) days after the service hereof, by authority are means of a commission heretofore issued by the Clerk of such Court, to-wit: cr the Zaday of December, A.D. 1969, the oral deposition of Marlene Anglin, who resides in Travis County, Texas, will be taken, to be used as testimony at the trial of such cause, and that such deposition will be so taken at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A.I. 1909, at 9:00 O'clock A.M..

/S/ Sam Bass

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

A copy of the within notice of intention to take the oral deposition of Marlene Anglin was on the 4th day of December, A.D. 1969, by me, the undersigned Attorney for the Plantif, a person competent to testify and to make this return, duly served by delivered to Douglass D. Hearne the Attorney of record of four triene Anglin, by certified mail, to his last known address, that is Capital National Bank Building, Austin, Texas

/S/ Sam Bass

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

THE STATE OF TEXAS | COUNTY OF BRAZORVA!

Before me, a Notary Fablic in and for Brazoria County, Texas, on this day personally appeared Sain Bass, to me well known to be a credible person and qualified in all respects to make this affidavit, who being by me duly sworm, upon oath says: That he has read the foregoing notice of intention to take the oral deposition of Martine Anglin designed to be used in the cause of Austin Lake Estates Recreation Chai, Inc. and J. W. Moore, VS. Robert S. Gilliam, Charles C. Petterson, Dillard F. Vickers, Emmett R. Fry, I. K. Farley, Vivian Worden, John Rose and Marler Anglin, Number 175, 131, in the 126th Judicial District Court of Travis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect true and correct.

/S/ Sam Bass

Sam Bass

Subscribed and sworn to before me, by the said Sam Bass, this the 4th day of December, A.D. 1969, to certify which witness my hand and seal of office.

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Notary Public within and for Brazoria County,

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NUMBER 175, 131

AUSTIN LAKE ESTATES RECREATION CLUB, INC. AND J. W. MOORE

VS.

ROBERT S. GILLIAM CHARLES C. PETTERSON, DILL DF. VICKERS, EMMETT R. FRY, K. FARLEY, VIVIAN WORDER, JOHN ROSE AND MARLENE ANGLIN.

IN THE 126th JUDICIAL

DISTRICT COURT

OF

TRAVIS COUNTY.

TEXAS.

TO DILLARD F. VICLERS, Defendant in the above cause, or Douglass

, his Attorney of Record: D. Hearne

You will take notice that after the expiration of Ten (10) days after the serivce hereof, by an exity and means of a commission heretofore issued by the Clerk of such Court, to-wit: on the Ltd day of December, A. D. 1963, the oral deposition of Dillard F. Vickers, who resides in Travis County, Texas, will be taken, to be used as testimony at the trail of such cause, and that such deposition will be so taken at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A.D. 1969, at 9:00 O'clock A.M..

> S/ Sam Bass Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

A copy of the within actice of intention to take the oral deposition of Diliard F. Vickers was on the 4th day of December, A.D. 1969, by me, the undersigned attorney for the Plain 1, a person competent to testify and to make this return, duly served b delivering to Douglass D. Hearne the attorney of record of Lillard F. Vickers, by certified mail, to his last known address, that is Capital National Bank Building, Austin, Texas

> Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

THE STATE OF TEXAS ' COUNTY OF PRAZOR A

BEFORE ME, a Notaly Public within and for Brazoria County, Texas, on this day personally appeared Sam Bass, to me well known to be a credibile person and qualified in all respects to make this affidavit, who being by me duly sworn, upon oath says: That has read the foregoing notice of intention to take the oral deposition of Dil and F. Vickers designed to be used in the cause of Austin Lake Estates Recrestion Club, Inc. and J. W. Moore, VS. Robert S. Gilliam, Charles C. Pettersa , Dillard F. Vickers, Emmett R. Fry, I. K. Farley, Vivian Worden, John Rose and Marlene Anglin, Number 176, 131, in the 126th Judicial District Court of Travis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect true and correct.

> /S/ Sam Bass FILED Sam Bass

Subscribed and swo to to refore me, by the said Sam Bass, this the 4th day of December, A. D. 1887, to certify which witnessmy hand and set of office.

O. I. Mergander Steen and ATHOUGH TO

NOTED

/S/ Lula J. Bass

Notary Public in and for Brazoria County, Texas.

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NUMBER 175, 131

AUSTIN LAKE ESTATIS RECREATION CLUB, INC. AND J. W. MOORE

VS.

ROBERT S. GILLIAM, CHARLES C. PETTERSON, DILLAR F. VICKERS, EMMETT R. FRY, I. L. FARLEY, VIVIAN WORDEN, JOHN ROSE AND MARLENE ANGLIN.

IN THE 126th JUDICIAL

DISTRICT COURT OF

TRAVIS COUNTY.

TEXAS.

TO EMMETT R. FRY, Lefendant in the above cause, or Douglass D.

, his Attorney of Record: Hearne

You will take notice that after the expiration of Ten (10) days after the service hereof, by authority and neans of a commission hereofore issued by the Clerk of such Court, to-wit: or the day of December, A. D. 1969, the oral deposition of Emmett R. Fry. who resides in Travis County, Texas, will be taken, to be used as testimony at the trial of such cause, and that such deposition will be 30 taken at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A.D. 1969, at 9:00 O'clock A.M..

> /S/ Sam Bass Sam Bass, Attorney for Austh Lake Estates Recreation Club, Inc.

A copy of the within notice of intention to take the oral deposition of Emmett R. Fry was on the 4th day of December, A.D. 1969, by me, the undersigned attorney for the Flaintiff a person competent to testify and to make this return, duly served by deliveri: to Douglass D. Hearne the Attorne of record of Emmott R. fry, by certified mail, to his last known address, that the Attorney is Capital National Bank Building, Austin, Texas

/S/ Sam Bass

Sam Bass, Attorney for Sustin Lake Estates Recreation Club, Inc.

THE STATE OF TEXAS COUNTY OF BRAZORIA

Before me, a Notary Public in and for Brazoria County, Texas, on this day personally appeared Sar Bass, to me well known to be a credibile person and qualified in all respects to make this affidavit, who being by me duly sworn, upon oath says: That he has read the foregoing notice of intention to take the oral deposition of Emm at R. Fry designed to be used in the cause of Austin Lake Estates Recreation Club, Inc. and J. W. Moore, VS Robert S. Gilliam, Charles C. Petterson, Lillard F. Vickers, Emmett R. Fry, I. K. Farley, Vivian Worden, John 1 ore and Marlene Anglin, Number 175, 131, in the 126th Judicial District Court of Travis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect true and correct.

/S/ Sam Bass Sam Bass

Subscribed and sworn to before me by the said Sam Bass, this the 4th day December, A.D. 1949, to certify which witness my hand and seal of office.

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Motary Public in and for Brazoria County. Texas.

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NUMBER 175, 131

AUSTIN LAKE ESTATES KECREATION
CLUB, INC. AND J. W. MOORE

VS.

DOSTRICT COURT OF
ROBERT S. GILLIAM, CLARLES C.
PETTERSON, DILLARD F. VICKERS,
EMMETT R. FRY, I. K. ARLEY,
VIVIAN WORDEN, JOHN JOSE AND

TO I.K. FARLEY, Defendent in the above cause, or Douglass D.

Hearne his Attorney of Record:

You will take notice that lifter the expiration of Ten (10) days after the service hereof, by authority and means of a commission heretofore issued by the Clerk of such Court, to-wit: on the Zw day of December, A. D. 1989, the oral deposition of I. K. Farley, who resides in Travis County, Texas, will be taken, to be used as testimony with the trial of such cause, and that such deposition will be so taken at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A. D. 1969, at 9:00 O'clock A. M..

Sam Bass, Attorney for Austin Lake Estates
Recreation Club, Inc.

TEXAS.

A copy of the within notice of intention to take the oral deposition of I. K. Farley was on the 4th day of December, A.D. 1969, by me, the undersigned attorney for the Plaintiff, a person competent to testify and to make this affidavit and return, duly served by delivering a Douglass D. Hearne the attorney of record of I. K. Farley by certified mail, to his last known address, that is Capital National Bank Builling. Austin. Texas

/S/ Sam Bass Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc.

THE STATE OF TEXAS)
COUNTY OF BRA ZORIA

MARLENE ANGLIN.

Before me, a Notary Public in and for Brazoria County, Texas, on this day personally appeared Sam Eless, to me well known to be a credibile person and qualiffed in all respects to make this affidavit, who being by me duly sworn, upon oath says: That he has read the foregoing notice of intention to take the oral deposition of I. K. Farley designed to be used in the cause of Austin Lake Estates Recreation Club, Inc. and J. W. Moore, VS. Robert S. Gilliam, Charles C. Petterson, Dillard F. Villiers, Emmett R. Fry, I. K. Farley, Vivian Worden, John Rose and Marlene A glin, Number 175, 131, in the 126th Judicial District Court of Travis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect true and correct.

/S/ Sam Bass Sam Bass

Subscribed and sworn to before me, by the said Sam Bass, this the day of December, A.D. 1969, to destify which witness myland and seal of office.

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AUSTIN LAKE ESTATES RECREATION CLUB, INC. AND J. W. MOOBE

VS.

ROBERT S. GILLIAM, CHARLES C. PETTERSON, DILI ARD F. VICKERS, EMMETT R. FRY, K. FARLY, VIVIAN WORDEN, OHN ROSE AND MARLENE ANGLIN IN THE 126th JUDICIAL

DISTRICT COURT OF TRAVIS COUNTY,

TEXAS.

TO CHARLES C. FETTERSON, Defendant in the above cause, or <u>Douglass</u>

D. Hearne , his Attorney of Record:

You will take notice that after the expiration of Ten (10) days after the serivce hereof, by authority and means of a commission heretofore issued by the Clerk of such purt, to-wit: on the May day of December, A.D. 1969, the Oral Deposition of Charles C. Petterson, who resides in Travis County, Texas, will be take 1, to be used as testimony at the trial of such cause, and that such desposition will be so taken at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A. D. 1969, at 9:00 O'clock A. M..

/S/ Sam Bass

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc..

A copy of the within rotice of intention to take the oral deposition of Charles C. Petterson was on the 4th day of December, A.D. 1989, by me, the undersigned attorney for the Plaintiff, a person competent to testify and to make this return, dult served by delivering to Douglass D. Hearne the attorney of record of Charles C. Petterson, by certified mail, to his last known address, it at is __Capital National Bank Building, Austin, Texas

/S/ Sam Bass

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc..

THE STATE OF TEXAS | COUNTY OF BRAZORIA

Before me, a Notar, Public within and for Brazoria County. Texas, on this day personally appeared Sam Bass, to me well known to be a credibile person and qualified in all respects to make this affidavit, who being by me duly sworn, upon oath says: That he has read the foregoing notice of intention to take the oral deposition of Charles C. Petterson designed to be used in the cause of Austin Lake states Recreation Club, Inc. and J. W. Moore, vs. Robert S. Gilliam, Ch Ires C. Petterson, Dillard F. Vickers, Emmett R. Fry, I. K. Farley, Vivian Worden, John Rose and Marlene Anglin, Number 175, 131, in the 125th Judicial District Court of Travis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect true and correct.

/S/ Sam Bass

Subscribed and sworm to lefore me, by the said Sam Bass, this the 4th day of December, A.D. 1984 of Sam Bass, this the 4th day

/S/ Lulu B. Bass

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Notary Public within and for Brazoria County.
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AUSTIN LAKE ESTATES
RECREATION CLUB, INC.
AND J. W. MOORE

VS.

ROBERT S. GILLIAM, CHARLES]
C. PETTERSON, DILLARD F.]
VICKERS, EMMETT R. F.]
I. K. FARLEY, VIVIAN W. RDEN,]
JOHN ROSE AND MARLENE ANGLIN.]

IN THE 126th JUDICIAL
DISTRICT COURT
OF
TRAVIS COUNTY,
TEXAS.

TO ROBERT S. GILLIAM, DEFENDANT IN THE ABOVE CAUSE, OR

You will take notice that after the expiration of Ten (10) days after the service hereof, by authorit; and means of a commission heretofore issued by the Clerk of such court, to,-wit: on the Total day of December, A. D. 1969, the Oral Deposition of Robert S. Gilliam, who resides in Travis County, Texas, will be taken, to be used as testimony at the trial of such cause, and that such deposition will be so taken at the office of Sam Bass and Robert E. L. Looney at 1802 Westgate Building within the City of Austin, Travis County, Texas, on the 15th day of December, A. D. 1969, at 9:00 o'clock A. M..

151 JAM BASS

Sam Bass, Attorney for Austin Lake Estates Recreation Club, inc.

A copy of the within notic of intention to take the oral deposition of Robert S. Gilliam was on the undersigned attorney for the Plaintiff, a person competent to testify and to make this return, duly served by delivering to Agricles J. Herrich the attorney of record of Fobert S. Gilliam, by certified mail, to his last known address, that is Copy has particular Bank Building Austral Bank Building

151 SALL BASS

Sam Bass, Attorney for Austin Lake Estates Recreation Club, Inc..

THE STATE OF TEXAS COUNTY OF BRAZORIA

BEFORE ME, A Not my Public in and for Brazoria County, Texas, on this day personally appraised Sam Bass, to me well known to be a credibile person and qualified in ill respects to make this affidavit, who being by me duly sworn, upon onth mays: That he has read the foregoing Notice of Intention to take the Orai Deposition of Robert S. Gilliam designed to be used in the casas of Austin Lake Estates Recreation Club, Inc., and J. W. Moore, vs. Robert S. Gilliam, Charles C. Petterson, Dillard F. Vickers, Emmett IR. Fry, I. K. Farley, Vivian Worden, John Rose and Marlene Anglin, Number 175, 138, In the 126th Judicial District Court of Eravis County, Texas, and knows the contents thereof, and that he is an attorney for the Plaintiff and that such notice and statements therein is in every respect true and correct.

Subscribed and Swron to befare me, by the said Sam Bass, this the day of December, A. D. 1839, to certify which witness my hand and seal of office.

Notary Public within and for Brasoria County,
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SAM BASS

Att meyeats Law 202 WEST IST STREET FREE-DRT, TEXAS

P. O. BOX 962

December 4, 1969

PHONE: BELMONT 3-5241

Hon. Douglass D. Key ne Law Office of Malone Black & Hearne Capital National Bank building Austin, Texas 78767

Dear Sir:

Please find enclosed notice of intention to take deposition in Cause No. 175131, styled Austin Lake Estates Recreation Club, Inc. vs. Robert S. Gilliam, et al.

Respectfully yours,

Sam Bass

SB:jm Enc.

certified mail re urn 1 quested No. 189233 NO. 175,131

AUSTIN LAKE ESTATES RECLATION CLUB, INC., ET AL

IN THE 126TH JUDICIAL

VS.

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL

TRAVIS COUNTY, TEXAS

MOTION BY DEFENDANTS FOR LEAVE
TO FILE THIRD PARTY CROSS-ACTION

TO THE HONORABLE JAMES R. MEYERS, JUDGE OF SAID COURT:

Now come Robert S. 311.iam, Charles C. Petterson, Dillard L. Vickers, Emmett R. Zry, I. K. Farley, Vivian Worden, John Rose, and Marlene Anglin, defendants in the above styled and numbered cause, and respectfully m ve the Court for leave to file a cross-action, in this cause, against Ila B. Maberry, J. W. Moore, and Wroe Owens, pursuant to R:le 38, T.R.C.P., and in support of such Motion would respectfully show unto the Court the following:

1.

The above said named fendants intend to file the aforesaid cross-action in each of their individual capacities, and as members of a class representin; and constituting the minority share-holders of the plaintiff corporation, Austin Lake Estates Recreation Club, Inc.

2.

These defendants, here nafter referred to as cross-plaintiffs, all own stock in the plaintiff corporation, Austin Lake Estates

Recreation Club, Inc., and are all property owners of lots in

Austin Lake Estates, Sections 1, 2 and 3, subdivisions in Travis

County, Texas.

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TRANS COUNTY, TRAS

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The said IIa B. Maberry, J. W. Moore and Wroe Owens, are shareholders in the plaintiff corporation. These cross-plaintiffs would show that the exact amount of stock claimed to be owned by Maberry, Moore and Owens, is anknown to them, but the said cross-defendants have represented themselves as owning the majority of shares in the plaintiff corporation. The said J. W. Moore is the presently acting president of the plaintiff corporation.

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cross-plaintiffs would show that virtually all of the stock in plaintiff corporation claimed to be owned by the cross-defendants was obtained by them for little, or no, consideration.

As a result of the transfer to these cross-defendants of the shares of stock in the plaintiff corporation which they presently claim to own, the control and direction of the plaintiff corporation has been in the exclusive hands of the cross-defendants.

5.

By virtue of cross-defendants illegal and unlawful ownership of stock in the plaintiff corporation, the corporation has been mismanaged and manipulated to the detriment of these cross-defendants and all others who own stock in said corporation.

6.

By their third party cross-action, these cross-plaintiffs intend to seek the cancel ation of the shares of stock presently held by cross-defendants and to remove the said J. W. Moore as president of said corporation through valid and lawful action of the shareholders.

WHEREFORE, premises considered, cross-plaintiffs pray that, upon notice to the plaintiffs, this Court grant them leave to

file a third party cross action against Ila B. Maberry, J. W. Moore, and Wroe Owens. ir order to obtain and seek the relief aforesaid, and for such their relief as these movants may show themselves justly entitled.

Respectfully submitted,

MALONEY, BLACK & HEARNE 612 Capital National Bank Bldg. Austin, Texas 78701

Attorneys for Defendants and Cross-Plaintiffs

long R. Meger

ORDER

Hearing is set on the foregoing Motion before this Court at $\frac{2:00}{2}$ o'clock $\frac{p}{2}$. M. on the $\frac{8}{2}$ day of January, 1970.

Signed this 12th day of December, 1969.

CERT. FICATE OF SERVICE

A true and correct copy of the foregoing Motion, and Order setting a hearing thereon, has this day been mailed to Mr. Sam Bass, attorney of record for plaintiffs, at P. O. Box 962, Free-port, Texas 77541, certified U. S. Mail, return receipt requested, No. 478452.

Douglass D. Hearne

NO. 175,131

AUSTIN LAKE ESTATE RECLEATION CLUB, INC., ET AL

IN THE 126TH JUDICIAL

vs.

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL

TRAVIS COUNTY, TEXAS

CROSS-PETITION

TO THE HONORABLE JAMES R. EYERS, JUDGE OF SAID COURT:

Now come Robert S. Gilliam, Charles C. Petterson, Dillard L. Vickers, Emmett R. Fry, J. J. Farley, Vivian Worden, John Rose, and Marlene Anglin, indiv.dually, and as representatives of a class representing the minority shareholders in the corporation known as Austin Lake Estates Recreation Club, Inc., and with leave of court first having been had and obtained, file this, their Cross-Action, and would show unto the Court the following:

1.

All of the cross-plaintiffs reside in Travis County, Texas.

The cross-defendants re Ila B. Maberry, J. W. Moore and wife,

Hazel Moore, Wroe Owens, and Austin Lake Estates Recreation Club,

Inc.

The cross-defendant, Ila B. Maberry resides in Travis County,

Texas, where she may be located for service of process at 1806 Lake

Shore Drive, Austin, Texas.

The cross-defendants J. W. Moore and wife, Hazel Moore, reside in Travis County, Texas, where they may be located for service of process at 709 Patterson Drive, Austin, Texas, or at Lakeview Inn, 3800 Lake Austin Bivd., Austin, Texas.

The cross-defendant, Wroe Owens, resides in Austin, Travis
County, Texas, where he may be located for service of process at
2517 Pecos Street.



The cross-defendant, Austin Lake Estates Recreation Club, Inc., is a domestic corporation, with its principal domicile and place of business in Tracks County, Texas, and upon whom service of process may be had by serving its president, J. W Moore, who may be located at 709 Patterson Drive, Austin, Texas, or at Lakeview Inn, 3800 Lake Austin, Blvd., Austin, Texas.

Each of the cross-plaintiffs owns stock in the corporation,
Austin Lake Estates Recreation Club, Inc., and are all property
owners of lots in Austin take Estates, Sections One (1), Two (2),
and Three (3) Subdivisions in Travis County, Texas, or in Lakeridge
Subdivision in Travis County, Texas. This cross-action is brought
by them, individually, and as members of a class representing and
constituting the minority shareholders of the corporation, Austin
Lake Estates Recreation Club, Inc.

3.

At the present time, the cross-defendants, Maberry, J. W. Moore and Hazel Moore and Owens, claim to own individually, or in trust for others, certain shales of the capital stock of the corporation, Austin Lake Estates Recreation Club, Inc., the exact amount of such stock claimed to be owned by said cross-defendants, in either capacity, being unknown to the cross-plaintiffs. Cross-plaintiffs allege, however, that certain shares of the stock presently held and owned by the cross-defendants have been illegally issued by the corporation, Austin Lake Estates Recreation Club, Inc., in that they were issued contrary to the Article of Incorporation and By-Laws of said corporation, and were issued or no, or, in the alternative, inadequate, consideration as a matter of law.

4.

By virtue of the alleged ownership by the cross-defendants,
Maberry, J. W. and Hazel Noore, and Owens, of the capital stock in

Austin Lake Estates Recrimtion Club, Inc., they claim, and are attempting to assert, a rajority ownership of the stock in said corporation, and have, for some time prior to the filing of this cross-action, controlled, manipulated, and otherwise directed the operations and affairs of said corporation to the prejudice of the rights of these cross-plaintiffs, and of the minority shareholders of said corporation.

5.

Heretofore, on November 10, 1948 Charles A. Duffy and wife, Edna Duffy, were the owners of Lots Nos. Four (4) and Fourteen (14), of Cebar Ranch, Lakeview Acres a subdivision in Travis County, Texas, as shown by the Plat thereof of record in Book 5, Page 43, of the Plat Records of Travis County, Texas. On that date, by instrument of record in Vol me 943, Page 115, of the Deed Records of Travis County, Texas, the said Charles A. Duffy and Edna Duffy, dedicated and impressed the aforesaid two lots with a perpetual easement of ingress and egress to the lakefront of Lake Austin.

Reference is hereby made to the aforesaid Deed of Dedication and it is incorporated herein or all purposes.

At the time of the aforesaid dedication, the two lots aforesaid were accepted and used by the other property owners in said subdivision, as means of ingress and egress to the waters of Lake Austin, and Lot No. Four (3) has thereafter been so used. There has never been a revocation of the aforesaid Dedication, nor has the same been abandoned or vacated in any way.

6.

On or about December 15, 1958, Austin Lake Estates, Inc., a

Texas corporation, by instrument of record in Volume 1992, Page 49,

of the Deed Records of Travis County, Texas, rededicated and granted

unto the owners of lots in Austin Lake Estates Section 1, a subdivision in Travis County Texas, according to the map or plat thereof of record in Book 9. Page 34, of the Plat Records of Travis County, Texas, a perpetual eas sent to use that portion of the aforesaid Lot No. Four (4), Cebe Ranch, Lakeview Acres, fronting on Lake Austin and extending back from the lake to a point fifty feet for use as a picnic and park grounds, swimming and for launching and landing boats, and as an easement of ingress and egress over existing roads and other roads in and over said lot for the purpose of going to and from the said designated property for use as a picnic and park grounds, swimming, and launching area. At that time, said property was accepted and used by the owners of lots in Section 1 of Austin Lake Estates, and has thereafter been so used. Said Dedication has never been revoked, or otherwise abandoned.

The aforesaid referenced Deed of Dedication as above pled, is incorporated herein, and adopted hereby, for all purposes.

7.

on or about October 21, 1959, Austin Lake Estates, Inc., by instrument of record in Volume 2105, Page 66, of the Deed Records of Travis County, Texas, conveyed unto the cross-defendant, Austin Lake Estates Recreation lub, Inc., Lot No. Four (4) in Cebar Ranch, Lakeview Acres, a subdivision of Travis County, Texas, according to the map or plat thereof of record in Book 5, Page 43 of the Plat Records of Travis County, Mexas. Said conveyance was made expressly subject to all of the rights and privileges of the owners of lots in Austin Lake Estates, Sections One (1), Two (2), and Three (3) Subdivision in Travis County, Texas, as well as to the aforesaid easements theretofore granted and dedicated by the said Charles A. Duffy and wife, Edna Duffy, and Austin Lake Estates, Inc.

These cross-plain. iffs, and other members of the class which they represent, have to d and enjoyed the aforesaid Lot No. Four, as a means of ingress and egress between their respective lots in Austin Lake Estate and the waters of Lake Austin. Heretofore, prior to June 23, 1969, the cross-defendants, Maberry, J. W. and Hazer Moore and Owens, threatened to convey, or otherwise dispose of, the aforesaid Lot No. Four, to third parties under deeds of conveyance and other encumbrances which were intended to violate the easement rights of these cross-plaintiffs, and the other members of the class which they represent, in and to said lot. This threatened action was intended to be carried out through manipulation and control assertel over the cross-defendant corporation, Austin Lake Estates Recreation Club, Inc. On June 23, 1969, ty and through a due and proper resolution of the majority of the Board of Directors of said cross-defendant corporation, a resolution v s passed authorizing said corporation by and through its then vic -- president, Robert S. Gilliam, one of the cross-plaintiffs herein, to convey the westernmost 303 feet of said Lot Four to the cross-plaintiffs, Fry, Petterson, Vickers and Farley as Trustees for all of the lot owners in Austin Lake Estates, Sections One (1), Two (2), and Three (3), as well as for all present and future owners of low out of the original 862.16 acre tract adjoining said subdivision A copy of said Resolution is of record in Volume 3700, Page 1544, of the Deed Records of Travis County, Texas, and reference is hereto made for all purposes. Pursuant to the aforesaid Resolution, Austin Lake Estates Recreation Club, Inc., by and through its duly authorized vicepresident, Robert S. Gilliam, on June 23, 1969, quitclaimed the -5westernmost 303 feet of Lot Four, Cebar Ranch, Lakeview Acres, a subdivision in Travis County, Texas, according to the map or plat thereof of record in Book 5, Page 43, of the Plat Records of Travis County, Texas, to the aforesaid Fry, Petterson, Vickers and Farley, as Trustees.

10.

Cross-plaintiffs would further show that it is the common intent of the Articles of Incorporation and By-Laws of the cross-defendant, Austin Lake listates Recreation Club, Inc., that the voting of shares therein shall be limited to one vote per stock-holding family unit, are spective of the number of shares claimed to be owned by each los owner, but that such intent and purpose has been violated heretofore by the cross-defendants, Maberry, J. W. and Hazel Moore and Owens, to the detriment and prejudice of these cross-plaintiffs and the other members of the class which they represent herein.

WHEREFORE, premises considered, cross-plaintiffs pray that the cross-defendants, and a ch of them, be cited to appear herein, and that upon hearing hereof, the aforesaid Lot No. Four (4) of Cebar Ranch, Lakeview Acres, according to the map or plat thereof of record in Book 5, Page 43, of the Plat Records of Travis County, Texas, be declared permanently and perpetually impressed with an easement for ingress and egress by the lot owners of Austin Lake Estates, Sections One 1), Two (2), and Three (3), according to the map or plat there is of record in Book 9, Page 34, of the Plat Records of Travis County, Texas, as well as for all present and future owners of lots subdivided out of the original 862.16 acre tract adjoining said Experiorision; that the shares of stock illegally

and unlawfully issued without adequate consideration from the cross-defendant, Austin Lake Estates Recreation Club, Inc., to the cross-defendants, IIa B. Maberry, J. W. and Hazel Moore and Wroe Owens, be cancelled and held void with respect to said corporation and with respect to the other shareholders of said corporation; that the said J. W. Moore and IIa B. Maberry be removed as officers and directors of said corporation; that the Articles of Incorporation and By-Laws of said cross-defendant corporation be construed and adjudicated by this Court limiting the vote of the capital stock thereof to one vote per stock-holding family unit in said subdivisions; and for such other relief, at law and in equity, general and special, to which these cross-plaintiffs may show themselves justify entitled.

MALONEY, BLACK & HEARNE 612 Capital National Bank Bldg. Austin, Texas 78701

Jacque 1. Hear

Attorneys for Cross-Plaintiffs

THE STATE OF TEXAS		
To Wroe Owens		
2517 Pecos Street - Pe	monte Belg	
Austin, Texas		
Defendant, in the hereinafter styled and nur ber	ed cause:	
ou are hereby commanded to appear before the Travis County, Texas, to be held at the courf house	of said County in the City of	
Texas, by filing a written answer to the petition of next after the expiration of 20 days after the date citation in cause number	plaintiff at or before 10 o'clo of service hereof, a copy of	ck 2. m. of the Monday which ac ompanies this
175,131 , styled		
Austin Lake Estate Recreation	Club, Inc., et al	Plaintiff,
vs. Robert S. Gilliam, etal		
		, Detendant,
filed in said court on the 25thday of Feb	ruary 19 70.	
If this citation is not served within 90 days aft	or data of its issuance it shall	he returned unserved
WITNESS, O. T. MARTIN, JR., Clerk i the	District Courts of Travis Count,	y, Texas.
25th day of February		of Austin, this the
day or		
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		each, in person,
a true copy of this citation together with the accor	npanying copy of the petition, he	aving first attached such
copy of such petition to such copy of citation and in	dorsed on such copy of citation	the date of delivery.
Sheriff's Fee	\$4.00	
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To certify which witness my hand officially.	***************************************	***************************************
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	Sheriff of TRAVIS	County, Texas
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TRAVIS COUNTY, TEXAS		Return recorded
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	CITATION	
THE STATE OF TEXAS		
To Austin Lake Estates Regs	eation Club, Inc., by servi	ng J.W. Moore, Pre
709 Patterson Drive, or	Lakeview Inn, 3800 Lake Au	etin Blvd.
XXXXXXXXXXXXXXX Austin,		
Defendant , in the hereinafter styled and	nurabered cause:	
You are hereby commanded to appear	efore the 126t	District Court of
T avis County, Texas, to be held at the co	urthouse of said County in the City of	of Austin, Travis County.
Taxas, by filing a written answer to the penext after the expiration of 20 days after citation, in cause number	the date of service hereof, a copy of	lock a. m. of the Mon lay which accompanies this
175,131 , styled		
Austin Lake Estate Recon	ation Club, INc., et al	, Plaintiff
vs. Robert S. Gilliam, et #1		, Defendant,
filed in said court on the 25th day e.		
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25th day of February		
	O. T. MART	rin, Jr.
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	and indorsed on such copy of citation	the date of delivery.
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THE STATE OF TEXAS		
To Hazel Moore		
1806 Lake Shore Drive		
Austin, Texas		1
Defendant, in the hereinafter styled and num	nbered cause	•
You are hereby commanded to appear before		Court of
Texas, by filing a written answer of the petition	n of plaintiff at or before 10 o'clock a. m. of the date of service hereof, a copy of which accompanies	
175,131 , styled		
Austin Lake Estate Rec. sati	on Club, Inc., et al	
vs. Robert S. Gilliam, et 1.	, Flam	
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	after date of its issuance, it shall be returned un	nserved.
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THE STATE OF TEXAS		
To J.W. Moore		
709 Patterson Drive, c Lak	ewiew Inn, 3800 Lake A	ustin Road
Austin, Texas		
Defendant, in the hereinafter styled and num	bered cause:	
You are hereby commanded to appear before Travis County, Texas, to be held at the courted		District Court of of Austin, Travis County,
Texas, by filing a written answer of the petition next after the expiration of 20 days after the ecitation, in cause number		
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Austin Lake Estate Rec. pati	on Club, Inc., et al	Plaintiff,
vs. Robert S. Gilliam, et al.		, Defendant ,
filed in said court on the 25thay . Fe		
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To Ila B. Maberby		
1806 Lake Shore Drive		
Austin, Texas		
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itation, in cause number 175,131 , styled		1. 10
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s. Robert S. Gilliam, et al		, Defendant ,
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9	O. T. MART	IN. JR.
₽	Clerk of the District Courts	of Travis County, Texas
9	By an Use	you
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To certify which witness my hand officially	y. T. O. LANG Sheriff of TRAVIS By J-HH C C.	Sheriff Account No. County, Texas

MO. 175,131

AUSTIN LAKE ESTATE RECREATION CLUB, INC. ET AL

VS.

ROBERT S. GILIAM, ET AL

IN THE 126TH JUDICIAL

DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

ORIGINAL ANSWER OF ILA 3. MALERRY, CROSS DEFENDANT

TO SAID HONORABLE COURT:

Comes now Ila B. Maberry, defendant herein, and files this, her original answer, to the Cross-Petition of Cross-Plaintiffs, on file herein, and in support of said answer, this cross desendant would respectfully show, to wit;

1.

Ils B. Maberry denies ouch and every, all and singular, the allegations contained in Cross-Plaintiff's Cross-Petition, and demands strict proof thereof.

Wherefore, Premises considered, Ils B. Maberry prays that upon final hearing hereof, that the relief south in Cross-Plantiff's Cross-Petition be in all things denied; and for such other relief, at law and in equity, general and special, to which Ils B. Malerry may show herself justly entitled.

Law Offices of Bass & Looney Westgate Building

Austin, Texas 78701 Phone: 472-2367

Robert Everett L. Looney Attorneys for Ila B. Maberry

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CONTRICT COURTS

No. 175, 131

AUSTIN LAKE ESTATES RECREATION CLUB, INC. ET AL

IN THE 126TH JUDICIAL

VS.

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL.

TRAVIS COUNTY, TEXAS

ORIGINAL ANSWER OF AUSTIN LAKE ESTATES RECREATION CLUB, INC., CROSS DEFENDANT

TO SAID HONORABLE COUP ':

Comes now Austin Lake B. tates Recreation Club, Inc., et. al., defendant herein, by and through its President, J.W. Moore, and files this, its original answer, to the Cross-Petition (i Cross-Plaintiffs, on file herein, and in support of said answer, this cross delendant would respectfully show, to wit;

This Cross-defendant is a Texas Corporation. Its President is J. W. Moore, who is authorized to act for and in behalf of said corporation.

Austin Lake Estates Recreation Club, Inc., denies each and every, all and singular, the allegations contained in Cross-Plaintiff's Cross-Petition, and demands strict proof thereof.

Wherefore, Premises considered, Austin Lake Estates Recreation Club, Inc., prays that upon final hearing hereof, that the relief sought in Cross-Plantiff's Cross-Petition be in all things denied; and for such other relief, at law and in equity, general and special, to which this Cross-defendant may show itself justly entitled.

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Q.T. Mostern growers. DISTRICT COURTS

Law Offices of Bass & Looney Westgate Building

Austin, Texas 78701 Phone: 472-2367

By takent Everet I. Some Robert Everett L. Looney Attorneys for Austin Lake Estates

Recreation Club, Inc.

AUSTIN LAKE ESTATE RECREATION CLUB, INC. ET AL

IN THE 126TH JUDICIAL

VS.

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL

TRAVIS COUNTY, TEXAS

ORIGINAL ANSWER OF J.W. MJORE, CROSS DEFENDANT

TO SAID HONORABLE COURT:

Comes now J.W. Moore, defendant herein, and files this, his original answer, to the Gross-Petitic of Cross-Plaintiffs, on file herein, and in support of said answer, this cross defendant would respectfully show, to wit;

1.

J.W. Moore denies each and every, all and singular, the allegations contained in Cross-Plaintiff's Cross-Petition, and demands strict proof thereof.

Wherefore, Premises considered, J.W. Moore prays that upon final hearing hereof, that the relief sought in Cross-Plantiff's Cross-Petition be in all things denied; and for such other relief, at law and in equity, general and special, to which J.W. Moore may show himself justly entitled.

Law Offices of Bass & Looney Westgate Building Austin, Texas 78701 Phone: 472-2367

Robert Everett L. Looney Attorneys for J.W. Moore

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AUSTIN LAKE ESTATE RECREATIO CLUB, INC. ET AL

IN THE 126TH JUDICIAL

VS.

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL

TRAVIS COUNTY, TEXAS

ORIGINAL ANSWER OF HAZEL POTRE, CROSS DEFENDANT

TO SAID HONORABLE COURT:

Comes now Hazel Moore, of fendant herein, and files this, her original answer, to the Cross-Petition of Cross-Plaintiffs, on file herein, and in support of said answer, this cross defendant would respectfully show, to wit;

Hazel Moore denies each and every, all and singular, the allegations contained in Cross-Plaintiff's Cross-Petition, and demands strict proof thereof.

Wherefore, Premises considered, Hazel Moore prays that upon final hearing hereof, that the relief sought in Cross-Plantiff's Cross-Petition be in all things denied; and fo such other relief, at law and in equity, general and special, to which Hazel Moore may show herself justly entitled.

> Law Offices of Bass & Looney Westgate Building

Austin Texas 78701

best Emeret I Loone hy best Sweet L. Looney

Attorneys for Hazel Moore

FILED MAR 23 8 54 AM 1970

AUSTIN LAKE ESTATE RECREATION CLUB, INC. ET AL

VS.

ROBERT S. GILLIAM, ET AL

IN THE 126TH JUDICIAL

DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

ORIGINAL ANSWER OF ILA P, MABERRY, CROSS DEFENDANT

TO SAID HONORABLE COURT:

Comes now Ila B. Maberry, defendant herein, and files this, her original answer, to the Cross-Petition of Cross-Plaintiffs, on file herein, and in support of said answer, this cross defend at would respectfully show, to wit;

Ila B. Maberry denies each and every, all and singular, the allegations contained in Cross-Plaintiff's Cross-Patition, and demands strict proof thereof.

Wherefore, Premises considered, Ila B. Maberry prays that upon final hearing hereof, that the relief sought in Cross-Plantiff's Cross-Petition be in all things denied; and for such other relief, at law and in equity, general and special, to which Ila B. Maberry may show hersel 'justly entitled.

Law Offices of Bass & Looney

Westgate Building Austin, Texas 78701 Phone: 472-2367

Robert Everett L. Looney

Attorneys for Ila B. Maberry

FILED MAR 23 & 54 AM 1570 O.T. Marity Value

NO. 175, 131

AUSTIN LAKE ESTATES IN THE 126TH JUDICIAL RECREATION CLUB, INC. I DISTRICT COURT OF VS.

ROBERT S. GILLIAM, ET AL TRAVIS COUNTY, TEXAS

ORIGINAL AND 'ER OF CROSS-DEFENDANT WROE OWENS

TO THE HONORABLE JULIGE OF SAID COURT:

NOW COMES Wroe Owens, Cross-Defendant in the above entitled and numbered cause, and in answer to the Cross-Petition heretofore filed herein would show unto the Court as follows:

I.

This Cross-Defendant admits the allegations contained in Paragraphs 1 and 2 of such Cross-Petition.

И.

This Cross-Der ident admits that he owns stock of
Austin Lake Estates Recreation Club, Inc. but specifically denies
that this Cross-Defendant owns any stock that has been illegally
issued by the corporation or is sued for inadequate consideration
as a matter of law.

III.

This Cross-Definition and specifically denies the allegations contained in Paragraphs 4: nd 5 of such Cross-Petition.

IV.

This Cross-Defendant admits the allegations contained in Paragraphs 6 and 7 of such Cross-Petition and specifically refers to the instruments themselves for the recitation of the rights and privileges contained therein.

DOTEL

v.

This Cross-De indant specifically admits the allegations contained in Paragraph 8 of such Cross-Petition.

VI.

This Cross-Defendant specifically denies the first nine (9) lines of Paragraph 9 of Cross-Petition and would show the Court that he has no knowledge of the facts plead in the remainder of such paragraph, he not being ar officer, director or having benefit of knowledge as to the act has so alleged.

VII.

This Cross-Defendant would show the Court that not being an officer or director of the corporation, now or at any time in the past, he is not familiar with the provisions of the By-Laws as to voting rights and specifically denies that he has heretofore violated any such intent or proposal as he has committed no act except in furtherance of the perpetuation of the Club and facilities for the use and benefit of the owners or reperty in the vicinity in accord with the dedicated rights of such parties.

VIII.

This Cross-Defendant would show the Court that he does not contest the prayer of Cross-Plaintiffs save and except for that portion of the prayer concerning stock illegally issued and this Cross-Defendant does not concern such part of Cross-Plaintiffs prayer after proof of the illegal and unlawful issuance of such stock.

WHEREFORE, premises considered, Cross-Defendant prays that Cross-Flaintiifs take nothing by their suit and that they

go hence with their costs without day.

Respectfully submitted,

LAW OFFICES OF WROE OWENS

y Roe Oher

1206 Perry Brooks Building Austin, Texas 78701

MAR 23 II OI AM 1970

No. 175,131

Austin Lake Estate	IN THE 126th	DISTRICT
vs.	COURT OF	
Gilliam	TRAVIS COUNTY, TEXAS	
	ORDER FOR JURY	
It appearing to	the Court that on this the	7th
day of July	. 1. 19 70 , the Dfd.	
herein has demanded a ju	ry in the above numbered and	entitled
cause, and it further a	opearing that the statutory	fee of
\$5.00 has been paid;		
IT IS THEKEFORE	ORDERED BY THE COURT, that	the above
numbered and entitled of	se be placed upon the Jury	Docket of
this Court.		
	James R. Mes	P

JUL 7 1 12 P1 370

0.7 A PAGE 388

AXED

No. 175,131

Austin Lake Estates Recre ion Glub, Inc., et al	In the 126th District Court
vs.	of
Robert S. Gilliam, et al	Travis County, Texas
ORDER	SETTING
On this the /4 day of	July , 19 70, came on to
be heard the motion of Defendants	in the above cause to set cause
1. 마이크 (1) 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	on the 16th
day of November , 19 .0 , at _	
appearing to the court that said moti	
	t the above cause be, and it
is hereby set for Jur Trial	
day of November , 15 70, at	
	Jone 1. Meg en
cc: Mr. Douglass D. Hea ne Stayton, Malonsy, Black, Rearne & Capital National Bank Building Austin, Texas	Babb

Mr. Sam Bass P. O. Box 962 Freeport, Texas 77541

FILED

JUL 14 3 36 PM 1970

O.T. Morthy St CLERK
DISTRICT COURTS
TRAVES COURTY, TEXAS

NOTED

VOL 518 PAGE 501

POST-

TAXED

Nc. 175,131

AUSTIN LAKE ESTATES RECREATI N CLUB, INC., ET AL

VS.

IN THE 126TH JUDICIAL

DISTRICT COURT OF

ROBERT S. GILLIAM, ET AL

TRAVIS COUNTY, TEXAS

MOTION FOR ORDER TO PRODUCE DOCUMENTS

TO THE HONORABLE JUDGE OF SAID COURT:

Now come Robert S. Gill'am, Charles C. Petterson, Dillard L. Vickers, Emmett R. Fry, I. R. Farley, Vivian Worden, John Rose, and Marlene Anglin, defendants and cross-plaintiffs in the above styled and numbered cause, and respectfully move the Court to order Austin Lake Estates Recreation Club, Inc., one of the plaintiffs and cross-defendants in this cause, to produce and permit the inspection and copying or photographing, on behalf of movants, of the following designated documents, papers, photographs, records, or things, which are not privileged and which constitute or contain evidence material to the mai are involved in this action, and which are things in said cross-defendants' custody or control and enumerated as follows:

- 1. All stock stubs, ledgers, books, and records of shareholders, and all other statements, records, data, or memoranda relating, in any way, to the issuance, ownership, cancellation, and
 re-issuance of any and all orporate stock authorized and issued by
 Austin Lake Estates Recreation Club, Inc., from its inception to
 the present date.
- All proxies and all records, data or memoranda thereof,which were represented and voted at the June, 1969 Shareholders'

NOTED

Meeting of Austin Lake Estates Recreation Club, Inc.

Movants ask the Court to specify a time, place and manner of making the inspection and king the copies and photographs desired, under such terms and conditions as are just, and further request the Court to set this Motion for hearing on the 8th day of October, 1970, and that movants have all relief contemplated by Rule 167, Texas Rules of Civil Procedure.

Respectfully submitted,

STAYTON, MALONEY, BLACK, HEARNE & BABB 612 Capital National Bank Bldg. Austin, Texas 78701

Attornys for Defendants and Cross-Plaintiffs

CERTIFICATE OF SERVICE

A true and correct copy of the foregoing Motion to Produce was served upon the Plaintiffs and Cross-Defendants by mailing a copy thereof to their att neys of record, Bass & Looney, P. O. Box 962, Freeport, Texas 77541, by Certified U. S. Mail, Return Receipt No. 756028, on this 18th day of September, 1970.

Douglass D. Hearne

FILED SEP 18 3 23 PH 1970

O.T. WALL TO CLERK

10. 175,131

Austin Lake Estates Recreation Club,

VS.

cc: Mr. Douglass D. Hearne

Mr. Sam Bass Bass & Looney P. O. Box 962 Freeport, Texas 77541

Austin, Texas

Inc., et al

In the 126thDistrict Court

of

Robert S. Gilliam, et al	Travis County, Texas
On this the 25 th day of Se	SETTING Optember , 19 70, came on to
be heard the motion ofDefendants	in the above cause to set cause
for Motion to Produce Decuments	on the 8th
day of <u>October</u> , 19 70 , at	2:00 O'clock P. M., it
appearing to the court that said motion	on should be granted;
It is therefore ORDIRED that	the above cause be, and it
is hereby set for Motion to Produce I	ocuments on the 8th
day of October , 19 73, at	2:00 O'clock P . M.
	James Megas

FILE 0 SEP 25 3 20 PM 1970

Stayton, Maloney, Black, Hearne & Babb Capital National Bank Building

DISTRICT COURTS VO. 532 PAGE 102

VIAXEDNOTED

POUTED

No. 175,131

Austin Lake Estates Recreation Club, Inc., et al	In the 120th District Court
vs.	of
Robert S. Gilliam, et al	Travis County, Texas
ORDER SE	TTING
On this the #7' day of	December , 1970, came on to
be heard the motion of pefindan: i	n the above cause to set cause
for Jury Trial	on the 25th
day of January , 1971 , at	
appearing to the court that said motion	should be granted;
It is therefore (ADERED that	the above cause be, and it
is hereby set for	on the 25th
day of January , 1971, at 9	
	Janus L. Meger
cc: Mr. Douglass D. Hearne Stayton, Maloney, Black, Hearne	& Babb

Capital National Bank Building Austin, Texas

Mr. Sam Bass Bass & Looney P. O. Box 962 Freeport, Texas 775

FILED

DEC 11 10 57 AM 1973

O.T. Marting ourk

TRAVES COUNTY FEMAS LVA. 540 PAGE 481

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STEL

TAXED

NO. 175,131

Club, Inc. and J. W. Moc.ca	In the 126th District Court
vs.	of
Robert S. Gilliam, Charles C. Petterson, Dillard L. Viguere, Emmett R. Fry, I.K. Farley, Vivian Worden, John Rose and Marlene Anglin	Travis County, Texas
ORDER S	SETTING
On this the 5th tay of 1	March , 1971 , came on to
be heard the motion of	
forJury Trial	on the 20th
day of September , 1971 , at _	
appearing to the court that said motion	on should be granted;
It is therefore CRDERED that	the above cause be, and it
is hereby set for	on the 20th
day of September , 1971 , at	9:00 O'clock A. M.
	Jone N. Meges

cc: Mr. Douglass D. Hearne Stayton, Maloney, Bluck, Kearne & Babb Capital National Bank Building Austin, Texas

> Mr. Sam Bass Bass & Looney P. O. Box 962 Freeport, Texas 77541

> > 1942 5 1 0 PH 1971

TAXEDOTED

2 PUSTED

VOL 551 PAGE 282

No. 175,131

AUSTIN LAKE ESTATES RECRUATION CUIB, INC., AND J.W. MOORE In the 126th District Court

VS.

of

ROBERT S. GILLIAM, CHARLES C. PETTERSON, ET AL

Travis County, Texas

On this the Zind day of Sep	tember, 1971, came on to
be heard the motion ofPls_milff	in the above cause to set cause
forJury Trial	-,
and it appearing to the court that said motion should	be granted;
It is therefore OR)ERED that the abo	
on the 6th day of Decimber	19 77, at 9:00 O'clock A.M. Jones A. Meges

CC: Mr. Douglass D. Hearne Stayton, Maloney, Black Hearne & Babb Capital National Bank Bidg. Austin, Texas 78701

Mr. Sam Bass Bass & Looney P.O. Box 962 Freeport, Texas 7/541

NOTED

FILED SEP 22 | 21 PM 197)

TAXED

NO. 175,131

AUSTIN LAKE ESTATES IN THE 126th RECREATION CLUE, INC. AND J. W. MOORE, PLAINTIFFS VS JUDICIAL DISTRICT COURT R. S. GILLIAM, CHARLES C. PETERSON, DILLARD L. VICKERS, EMMETT R. FRY, I. K. FARLEY, VIVIAN OF WORDERN, JOHN ROSE, AND MARLENE ANGLIN, DEFENDANTS TRAVIS COUNTY, TEXAS

In support of the motion of AUSTIN LAKE ESTATES RECREATION CLUE, IN., and ILA B. MABERRY for summary judgment in the abo e entitled cause, the undersigned affiant makes this affidavit and thereby on states the following:

I am over twenty-one (21) years of age, am of sound mind, have never been convicted of any crime or offense and have personal knowledge of every statement herein made and am fully convert to testily to the matter stated herein:

on or alcut the 25 day of Sww6, A.D.

1969, Robert S. Gilliam, without authority, assumed the chair as presiding officer of a meeting of the Board of Directors of JBM Austin Lake Estates Recreation Club, Inc., from January Meeting and proceeded to call for a vote upon a resolution, a copy of which is attached lereto and marked "Exhibit A" and adjourned the meeting of the board of Directors.

SAM BASS
ATTORNEY-AT-LAW
202 WEST 1ST STREET
FREEPORT, TRIAS

Thereafter, to-wit, on the same day and date at N: xo o'clock p.m., at a place other than the regular meeting place of the Board of irectors of Austin Lake Estates Recreation Club, Inc., and thout written notice as required by the by-laws of Austin Lake Estates Recreation Club, Inc., a copy of said by-laws being attached hereto and marked "Exhibit B."

That thereafter to-wit, on or about the 245 day of June . A. D. 1969, Robert S. Gilliam, proported to execute and deliver for and on behalf of, and as the act and deed of, Austin Lake M tates Recreation Club, Inc., a deed to

> The westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acras A subdivision in Travis County, Texas, according to the map or plat thereof of record in Flat Book 5, Page 43, of the Plat Records of Tr. vis County, Texas, together with all improverents thereon situated.

to Charles C. Peterson, Dillard Vickers, Emmett R. Fry, and I. K. Farley, as Trustees pursuant to a resolution adopted at the meeting of the Board of Directors called without authority and not pursuant to the by-laws of Austin Lake Estates Recreation Club, Inc.

Thereafter on the 30% day of June A. D. 1964, at the regular annual meeting of the authorities of Austin Lake Estate: Recreation Club, Inc., a resolution, a copy of which is attached hereto and marked "Exhibit C," was duly passed and adopted revoking the alleged trust heretofore described.

Ila B. MABERRY

SWORN TO ANI SUBSCRIBED BEFORE ME by ILA B. MABERRY the said affiant on this the 5 day of Madawhek A. D. 1971.

> Public in and for Travis County, Texas

SBM

Special called meeting of ALTRC Board of Directors was called to order by Mr. J. W. Moore, President. Members present were: Mr. Moore, Mr. Rose, Mr. dilliam, Mrs. Torden, Mrs. Maberry and Miss Anglin. In the absence of Mrs. Davis, Miss Anglin was elected to take the minutes.

The floor was given to Mrs. Torden who gave a history of the area and the formation of the club. She stated that the original developer built the boat docks, boat launch rump, swimming pool and developed the picuic grounds for the use of all coperty owners. The developers then formed ALTRO and gave to the Club, he kanch house tract with the old ranch house to be used as a club house of a dighborhood meeting place. The developers publications and recorded intruments gave all property owners the right to the facilities built for their use and enjoyment. ALTRO decided they needed to have their club house located on Lot 4 in order to better manage these improvements which the developer had built. ALTRO petitioned the developers for title to Lot 4 in order to build a new club house on Lot 4. The developer gave title to Lot 4 to ALTRO with the express provision that it was conveyed subject to all rights and privileges of the owners of lots in the area. By accepting the deed to lot 4, ALTRO agreed to protect the rights and privileges granted to the users thereof.

Mrs. orden then stated that the club today is far removed from its original intent and scheme of a neighborhood club. The pointed out that 120' of the property was to be sold and into the present lessee was given the privilege of fencing in the remainder of lot 4 and that the lessee had stated that he intended to keep the property locked at all times when the club was not open. The sale of 120' of the lot and fencing in of the remainder of the lot would deprive the property owners of their recorded rights and privileges. It was for this reason that Mrs. Orden then moved for the acceptance of the following resolution:

Thereas, the authority to convey the aforesaid property should be vested in some officer or officers of the Corporation with full authority to so act:

Therefore, be it resolved by the Directors of this corporation that the Vice-President of this Corporation, Robert S. Gilliam, be, and he is hereby, fully authorized on behalf of and in the name of this Corporation, to transfe and convey, by fuitclaim feed, he westernmost 303 feet of Lot 4, CeBar Rarch Lakeview acres, a sub-division of Travis County, Texas, according to the map or plat thereof of record in Pl. Book 5, Page 43, of the Plat Records of Travis County, Texas, to Famett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley as Trustees for all lot owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and all future purchasers of lots in those said subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the original 862.16 acre tract adjoining said Subdivisions."

Miss Anglin then asked questions in the resolution. Mr. Gilliam explained that this would perpetuate the Land for the people so that it could not be

Ex Pubit A

-2- (Minutes continued of Special called meeting, June 23, 1969)

sold off in piecemeal fashion is was the Ranch House Tract.

Miss Anglin then second the motion to adopt the resolution.

Mr. Moore asked Mr. Rose for his opinion. Mr. Pose stated that it was his opinior that this was a good thing to do and that he was in favor of the resolution.

Mr. Rose seconded the resol .ion.

186

Mr. Moore declined to put the motion to a vote until he obtains legal advise as to whether the motion is legal or illegal, by a competent attorney.

Mr. Gilliam then read Article III, Paragraph 6 of the By-Laws which states, "In the absence of the president or in the event of his inability or refusal to act, the vice-president (or in the event there be more than one vice-president, the vice presidents in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice-president shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors."

According to Mrs. Worden the proposed resolution was made under legal advice.

According to Mrs. Maberry, who also states that she consulted an attorney about what could be discussed in a meeting called by the vice-president five days prior to a general annual stock holders meeting...."that, only regular business could be discussed, no amendments could be proposed, for example, no changes in the articles of corporation can be proposed or discussed and no amendments ...in fact, no changes in the articles of the corporation can be discussed in such a meeting, in fact, very few subjects can be discussed".

Mr. Gilliam stated that it was his opinion that a legal motion had been made and seconded before a quorum of the duly elected board members of the corporation and that the falure to call for a vote in this instance, constitutes a refusal to act and on this premise only, acting under the provisions of Article III, Paragraph 6 of the By-Laws of this corporation, he proposed to act in place of the president and call for a vote on the resolution proposed by Mrs. Torden and seconded by Miss Anglin and Mr. Rose. In accordance with this belief he will now call for a vote without further discussion.

Those voting age were Mr. Ro :, Mrs. Morden and Miss Anglin. Those voting may were Mrs. Maderry and Mr. Moore.

Mrs. Maberry pointed out that the stock holders of ALTRC have superior powers to the board which the stockholders have elected. Therefore, Mrs. Maberry said that it is out of order, the board, by assuming powers which it does not have and which are vested in the members of the stockholders of the corporation.

Mrs. Worden stated, that the stockholders wrote and approved the By-Laws and that we have acted in accordance with the By-Laws in proposing and adopting the resolution.

-3- (Minutes continued of Special called meeting, June 23, 1969)

Mr. dilliam made the statement that the By-Laws of this corporation provide that the business a d affairs of the corporation shall be managed by a board of directors and the action of a quorum of such board of directors is legally binding upon the corporation.

Ers. Maberry states that Mr. Gilliam's statement that the president failed to act is his own opinion, which is indempetative in comparison with the president's decision to wait for legal advice and competence of legal authority in such a grave matter.

Mr. Moore stated that he agreed with the above statement made by Mrs. Maberry.

Mr. Gilliam takes exception to the preceeding remarks regarding incompetency.

Mrs. Morden moved we adjourned. Mr. Gilliam seconded the motion. Motion carried. Meeting adjourned.

Resptfully submitted,

Acting Secretary

A. I. E. R. C. INC.
BOARD OF DIRECTORS
JUNE 23, 1969

A special meeting of the Board of Directors of A. L. E. R. C. Inc. was called by John Ross, Marlene Anglin, Vivian Worden, and Robert Gilliam to act upon a resolution presented by Mrs. Vivian Worden.

This meeting was called to neet at the residence of Robert S. Gilliam
Austin Lake Estates at 8:50 p.m. on the evening of Monday June 23, 1969

The meeting was called to order by the Vice-President, Robert S.

Gilliam, who stated that the meeting was called for the purpose of final action upon a resolution which had previously been made by Mrs. Worden during the prior special meeting called for 7:00 p.m. the same day. Mr. Gilliam pointed out that a vote on this resolution at the previous meeting was not called by the president, Mr. J. W. Moor and in as much as the absequent action by Mr. Gilliam and other board members had been challenged, it was felt expedient and necessary to call this special meeting.

Mr. Gilliam asked if there were a motion to be placed before this special meeting, and Mrs. Worden placed the following resolution before the board:

(See attached cory of resolution.)

Discussion was called or, and in the absence of further discussion a vote on the resolut on was called for.

Ex limit B

p.2 Special Called Meeting 8:50 p.m. June 23, 1969

The resolution was made by Mrs. Worden was seconded by John Rose.

Mr. Gilliam called for a vote on the resolution and those voting for the resolution were Mrs. Worden, Mr. Rose, and Miss Anglin. Motion carried.

Mr. Gilliam, although no having a vote, fully endorsed the action of this quorum in approving the resolution of Mrs. Worden, which perpetuates the ownership of this lake front property by all of the land holders named in the resolution.

Mrs. Worden moved adjournment, motion seconded by Mr. Rose. Motion carried unanimously. Mertin adjourned.

Respectfully submitted.

Marlene Anglin, Acting Secretary Whereas it is for the best interest of this corporation that the westernmost 303 fee of Lot 4. Ce Bar Ranch, Lakeview Acres, he set aside, conveyed to, and held in trust for the owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and for all future purchasers of lots in those said Sublivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the ori inal 862.16 acre tract adjoining said. Subdivisions; and

WHEREAS, the authority to convey the aforesaid property should be vested in some officer or officers of the Corporation with full authority to so act:

THEREFORE, be it resolved by the Directors of this corporation that the Vice-President of this Corporation, Robert S. Gilliam, be, and he is hereby, fully authorized on behalf of and in the name of this Corporation, to transfer and convey, by Quitclaim Deed, the westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Travis County, Texas, according to the map or plat

thereof of record in P. It Book 5, Page 43, of the Plat Records of Travis County, Texas, to Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley as Trustees for all lot owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and all future purchasers of lots in those said subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the original 862.16 acre tract idjoining said Subdivisions.

Charles and Achieve

RESOLVED, that the shall colders of Austin Lake Intates Recreation Club, Inc.
repudiate the action taken by a board of directors at a special meeting held on
June 23,1969, which purported to convey over 300 feet of the corporation's property
to certain chareholders of the corporation to be held in trust by them for the benefit
of property owners in Austin Lake Estates, and/that the incoming boardsof directors
steps are
take whatever antisaxis necessary to prevent such purported action from clouding the
corporation's title to its property.

Resolution passed by a note of 179 to 98.

J. W. Moore President

State of the grandent of secretary

Filed in the Co Clarb's Office

Trotarizes

exailed C

THE STATE OF TEXAS X

[18-1287

JUN 24-69#d= 6402 + 2.50 QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS: That the Grantor, Austin

Lake Estates Recreation Club, Inc., a corporation duly incorporated
and created and doing business under the laws of the State of Texas,
acting by and through its duly authorized Wice-President, Robert S.
Gilliam, of the County of Travis, State of Texas, for and in consideration of ten dollars (\$10.00) and other valuable consideration,
to said Corporation paid in hand by Emmett R. Fry, Charles C.
Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, the receipt of all of which is nereby acknowledged, have QUITCLAIMED,
and by these presents do QUITCLAIM unto the said Emmett R. Fry,
Charles C. Petterson, Dillard L. Vickers, and I. K. Farley,
Trustees, all of its right, title, interest, claim and demand in
and to that certain rell and personal property situated in Travis
County, Texas, and degribed as follows:

The westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Travis County, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Flat Records of Travia County, Texas, together with all improvements thereon situated.

with all and singular said Corporation's right, title, interest, estate, claim and demand in and to the hereditements and appurtenances thereto belo ging or in any wise pertaining; to have and to hold the above re eased rights, titles, interests, claims and demands, to the said Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, their heirs and assigns forever, so that neither said Corporation nor its successors and

assigns shall have any right or title to or interest in such property, premises or appartenances, or any part thereof, at any time hereafter.

EXECUTED this the 23rd day of June, 1969.

8-1288

AUSTIN LAKE ESTATES RECREATION CLUB, INC.

Its Vice-President

THE STATE OF TEXAS X
COUNTY OF TRAVIS X

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Robert S. Gilliam, who, being by me first duly sworn, declared that he is the Vice-President of Austin Lake Estates Recreation Club, Inc., that he signed the foregoing instrument as Vice-President of said Corporation, and as the act and deed of said Corporation, and that said instrument was executed for the purposes and consideration therein expressed.

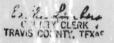
of June, A.D. 1969.

INOTARY SEAL!

Notary Public in and for Travis County, Texas

of '

FILED JUN 24 9 14 4M '69



STATE OF TEAMS

COUNTY OF TRAVES

I hereby cartify that this instrument one FILET on the
data and at the time stamped hereon by me; and was the
RECORDED, in the Yolume and Page of the named RECORDS
of Traves County, Towas, as Size med herson by me, on

JUN 25 1969



Emilie Limberg COUNTY CLERK TRAVAS COUNTY, TEXAS

3700 1543

MI S EMILIE LIMBERG, COUNTY CLERK

TRAVIS COUNTY, TEXAS.

EXHIBIT "B"

THE STATE OF TEXAS COUNTY OF TRAVIS

J. B. M. M. M. 2 day of August, 1969, BE IT REMEM_ RED, that on the /2 that we, each and all of us, J. W. MOORE, MARY DAVIES, BRUCE PARMELEY, and ILA . MABERRY in ou official capacities as officers and directors of Austin Lake Estates Recreation Club, Inc., acting for and in behalf of Austin Lake Estates Recreation Clut, Inc., and acting as the Board of Directors of; said corporation, at a regular meeting of said Board of Directors, held at its regular meeting place at the regular time took the following action, to-wit: Upon the meeting being called order, Mary Davies was recognized by the President, J. W. Moore, and The, the said Mary Davies, made a motion and resolution, concerning a certain parcel of land and water frontage owned by Austin Lake Estates Recreation Club, Inc., said parcel of land and water frontage being the same as that described in a purported quit claim deed executed by Robert Gilliam, purporting to quitclaim all the right, title and interest of Austin Lake Estates Recreation Club, Inc., over to four purported trustees, they being Carles C. Petterson, Dillard Vickers, Emmett Fry and J. K. Farley, said surported quitclaim deed being dated the 23 day of June, 1969, and filed of record in the Travis County Deed Records in Hw M Volume 3700 at page 1542, said tract and parcel of land being situated in Travis County, Texas, and being described in said purported quitclaim deed as follows, to-wit:

The westeremost 3 feet of Lot 4, CeBar Ranch, Lakeview Acres a subdivision in Travis Co .ty, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated, Attached hereto as Exhibit "A" and made a part hereof for all purposes is certified copy of said purported quitclaim deed.

Said Resolution and motion as made by the said Mary Davies, as seconded by Bruce Parmeley and as carrie by unanimous vote, was, and is, to-wit:

WHEREAS, or se 23rd day of June, 1969, certain members of the Board of Directors of Austin Lake Estates Recreation Club, Inc., purporting to act as the board of directors of said corporation, voted to execute a quit claim deed to a portion of the land and waterfront owned by the said Austin Lake Estates Recreation Club, Inc., and purported to create a trust and to name four trustees, and purported to quit claim all right, title, and interest of the said Austin Lake Estates Recreation Club, Inc., in and to said parcel of land and waterfront, and to quit claim aid property to said purported trustees, said purported trustees being Chairles C. Petterson, Dillard Vickers, Emmett Fry, and I. K. Farley; and

WHEREAS, Rober, Gilliam, the then Vice President of said Board

9.8. Not Directors, purporting to be acting for Austin Lake Estates Recreation Club,

Inc., did execute said purported quit claim deed to said purported trustees and

.M: thereafter cause said purported deed to be filed of record in the Deed Records
of the Travis County, Texas, Clerk's office; and

WHEREAS, the land and waterfront area herein referred to is described in that same certain purported quit claim deed which is filed of record in the Volume 3700 at page 1542 in the Deed Records of Travis County, Texas, in the County Clerk's office; and

WHEREAS, it is recognized, understood and agreed to by the majority of the now legally constitute. Board of Directors of said Austin Lake Estates
Recreation Club, Inc., that all such action as heretofore described was unauthorised,
illegal, void ab initio and a nullicy, insofar as legally or in anywise transferring
title to said land and waterfrom from and out of Austin Lake Estates Recreation
Club, Inc.; and

WHEREAS, however, it is recognized by the majority of the now legally constituted Board of Directors of said corporation, that such action though it was unauthorized, illegal, vois and a nullity, nevertheless might be considered as casting a cloud on the Austi Lake Estates Recreation Club, Inc.'s. title to said land and waterfront area

NOW THEREFORE, Be it Resolved by this now legally constituted floard of Directors of said corporation, although specifically not recognizing the validity of the creation of the purported trust, the purported trustees, and the purported quitclaim deed heretofore referred to, does, in order to forever quiet title

to said land and waterfront ares in Austin Lake Estates Recreation Club. Inc., hereby declare said purported trust, said purported trustees, and said purported quitclaim deed to be void ab initio, a nullity, unauthorized and illegal; and to further effecturie said declaration of this Board of Directors, we, all and each of us as well as the Board of Directors as an entity, do he reby, under the authority of the Texas Trust Act, the laws of the State of Texas, the Texas Corporation Act, the by-laws of Austin Lake Estates Recreation Club, Inc., and by vote of the stockholders, revoke, cancel, rescind, annul, and void said purported trust, said purported authority and existence of said purported trustees, and said purported quitclair; deed, and we do so now, and we further do so now for then, when said unauthorized, void and illegal action took place, and said resolution is ordered entered into the minutes of this meeting and declared the official act and deed of this Board of Directors acting for and in behalf of Austin Lake Estates Recreation Club, Inc., and in its best interests and for the protection and preservation of the assets. And we, all and each of us as well as this Board of Directors as an entity, authorize and direct Mr. J. W. Moore, President of the Board to execute for the corporation and this Board of Directors a written instrument outlining these proceedings and reflecting and declaring this to be our official act, resolut on and deed and to execute same in such a manner and condition that it can be a will be filed of record in the Deed Records of Travis County, Texas.

NOW, THEREFORE, we, each and all of us acting in our official capacities as officers and directors of Austin Lake Estates Recreation Club, Inc., and J. W. Moore, President, acting for said corporation, do hereby execute this ratification and affirman a of the foregoing motion and resolution as carried by unanimous vote at our regular meeting held on the 11th say of August, 1969, and we do hereby ratify and lirm the same.

WITNESS OUR HANDS at Austin, Texas, on this the 12 day of August, 1969.

Davis Secretary and

Ha B. Malerry, Director

Bruce Parmeley, Director

AUSTIN LAKE ESTATES RECREATION CLUB.

By J. W. Moore, President

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

BEFORE ME, the undersigned authority, on this the day of August, 1969, there personally appeared before me J. W. Moore, who after being duly sworn by me, die under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas corporation, that he is also the President of said corporation and as such is authorized and empowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as President of said Corporation and as a member of the said Board of Directors, and he acknowledged to me the said deed of the Board of Directors thereof, and he acknowledged to me that he sid so far the purposes and consideration therein expressed and he further stated that he did not wish to retract same.

J. W. Moore

SWORN TO AND SUBSCRIBED TO and acknowledged before me by the said J. W. Moore on this the /2 day of August, 1969, to certify which, witness my hand and seal of office on this the /2 day of August, 1969.

Notary Public in and for Travis County, Texas THE STATE OF TEXAS
COUNTY OF TRAVIS: -

DEFORE ME, the undersigned authority, on this the day of August, 1969, there personally appeared before me, Mary Davies, who after being duly sworn by me, old under her oath depose and say that she is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, that she is also the Secretary of said Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as Secretary of said Corporation and as a member of the Board of Directors, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she acknowledged to me that the did so for the purposes and consideration therein expressed, and she further reated that she did not wish to retract same.

Mary Davies

SWORN TO. UBSCRIBED TO AND ACKNOWLEDGED before me, by the said Mary Davies on this the '2d day of August, 1960, to certify which witness my hand and seal of office on this the 12d day of August, 1969.

the same is a Makery or tide too

Notary Public, Travis County, Texas

THE STATE OF TEXAS
COUNTY OF TRAVIS: -

BEFORE ME, the undersigned authority, on this the _____day of August, 1969, there personally appeared before me, Bruce Parmeley, who after being duly sworn by me, did under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, and as such is authorized and empowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as a member of the sa'd Board of Directors of said corporation, and he acknowledged to me that he signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and he acknowledged to me that he did so for the purposes and consideration therein expressed and he further stated that he did not wish to retract same.

Bruce Parmeley

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED BEFORE ME by the said Bruce Parmeley on his the 12 day of August, 1969; to certify which, witness my hand and seal of office on this the 12 day of August, 1969.

Notary Public in and for Travis County,

Texas.

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

BEFORE ME, the undersigned authority, on this the 12 day of August, 1969, there personally appeared before me ILAB. MAEERRY, who after being duly sworn by me, did under her oath depose and say that she is a member of the Board of Directors of Justin Lake Estates Recreation Club, Inc., a Texas Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as a member of the Board of Directors of said corporation, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she acknowledged to me that she did so for the purposes and consideration therein expressed, and she further stated that she did not wish to retract same.

Ila B. Maberry

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED BEFORE ME by the said Ile B. Maberry on this the day of August, 1968; to certify which, witness my hand and seal of office on this the day of August, 1969.

Notary Public in and for Travis
County, Texas.

AUSTIN AKE ESTATES RECREATION CLUB, INC. BY-LAWS

(Adopted at a pecial Meeting of the Shareholders on December 18, 1966)

ARTICLE I. Meetings of Shareholders

- 1. All meetings of shereholders shall be held at Austin Lake Estates Recreation Club, Inc. in the City of Austin Lake Estates, State of Texas;
- 2. An annual meet r j of shareholders shall be held at 2 o'clock P. M. on the last Saturday in June of a ch year if such day is not a legal holiday in said state; if such day falls on a legal holiday in said state, then such annual meeting shall be held at the same time on the next succeeding secular day which is not a legal holiday in said state.
- 3. Special meetings of the shareholders may be called by the president, the board of directors, the holders of not less than one-tenth of all the shares entitled to vote at the meeting so called. No question may be voted upon at a special meeting of the shareholders unless the notice of such meeting states that one of the purposes of such meeting will be to act upon such question or such meeting is attended by all of the shareholders entitled to vote upon such question and all of the shareholders vote that such question may then be voted upon at such meeting.
- 4. Written or prime i notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than 10 nor more than 50 days before the date of the meeting, either personally or by mail, by or at the direction of the president, the secretary or the officer or person or persons calling the meeting, to each shareholder a record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the sharehold if at his address as it appears on the stock transfer books of the corporation, with stage thereon prepaid.
- 5. (a) For the purpose of determining shareholders entitled to notice of any meeting of shareholders of any adjournment thereof, the board of directors may by resolution provide that the stock transfer books shall be closed for a period, to be stated in such resolution, not to exceed 10 days.
- (b) If the board of directors do not provide for the closing of the stock transfer books, relative to a particular meeting, then and in such event the record time and date for the determination of shareholders entitled to notice of and to vote at such meeting shall be the close of business on the 10th day immediately preceding such meeting.
- 6. The officer of gent having charge of the corporation's stock transfer books shall make, at least to lays before each meeting of shareholders, a complete list of the shareholders entitled to vote at such meeting or any adjournment thereof. Such list shall be arranged in a phabetical order, with the address of and the number of shares held by each, which list, for a period of ten days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the

ating. The original stock transfer boots shall be primafacle evidence as to who the shareholders entitled to exar the such list or transfer books and to vote at any meeting of shareholders. 7. The holders of a major ty of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. The vote of the holders of a majority of the chares entitled to vote and thus represented at a meeting at which a quorum is pre nt shall be the act of the shareholders' meeting, unless the vote of a greater number is required by law. 8. (a) Each outstanding share shall be entitled to one vote on each matter submitted to a vote of a meeting of shareholders. (b) Treasury shares, shares of stock owned by another corporation the majority of the voting stock of which is owned or controlled by this corporation, and shares of stock held by this corporation in a fiduciary capacity shall not be voted, directly or indirectly, at any menting and shall not be counted in determining the total number of oustanding shares at any given time. (c) A shareholder may note either in person or by proxy executed in writing by the shareholder or by his duly authorized attorney in fact. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and in ac event shall it remain irrevocable for a period of more than eleven (11) months (d) At each election for directors every shareholder entitled at such election shall have the right to vote, ir person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, or unle s expressly prohibited by the articles of incorporation to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Any shareholder who intends to cumulate his votes as herein authorized shall give written notice of such intention to the secretary of the corporation on or before the day preceding the election at which such shareholder intends to cumulate his votes. (e) Shares standing in the name of another corporation, domestic or foreign, may be voted by such officer, a part, or proxy as the by-laws of such corporation may authorize or, in the absence of such authorization, as the board of directors of such corporation may determ. e. (f) Shares held by an administrator, executor, guardian or conservator may be voted by him so long as such shares forming part of an estate are in the possession and forming a part of the estate being served by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by ham without a transfer of such shares into his name as trustee. (g) Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into . Is name if authority so to do be contained in an appropriate order of the court by witch such receiver was appointed. (h) A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee, and thereafter the pledgee shall be entitled to vote the shares so transferred. 9. Voting on any question or in any election may be by voice vote or show of hands unless the presiding officer shall order or any shareholder shall demand that voting be by written ballot. -2-

- 10. To the extent applicable, Robert's Rules of Order shall govern the conduct of and procedure at all shareholders' meetings.
- 11. Any action required to be or which may be taken at a meeting of the shareholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof and then delivered to the secretary of the corporation for inclusion in the minute book of the corporation.

ARTICLE II. Directors

- 1. The business and affairs of the corporation shall be managed by a board of directors.
- 2. The number of directors of the corporation shall be seven (7). The number of directors may be increased or decreased from time to time by amendment to these by-laws, but no decrease shall have the effect of shortening the term of any incumbent director.
- 3. In order to be a darector, a person must have the following qualifications: He or she must be a stock plder in the corporation and either own property in, or be a resident of, Austin Lake Ditates area.
- 4. At the first annual neeting of shareholders and at each annual meeting thereafter the shareholders shall ale a directors to hold office until the next succeeding annual meeting.
- 5. Unless removed in accordance with these by-laws, each director shall hold office for the term for which he is elected and until his successor shall have been elected and qualified.
- 6. Any director may e removed from his position as director, with cause, at any special meeting of shareholders if notice of intention to act upon the question of removing such director shall have been stated as one of the purposes for the calling of such meeting; provided, however, that if such director was elected by cumulative voting, the vacancy created by his removal shall be filled by the vote of the shareholders whose cumulative vote elected him.
- 7. A particular directorship shall be considered to be vacant upon the happening of any one of the following events:
 - (1) Death of the p son holding such directorship.
 - (2) Resignation of the person holding such directorship.
- (3) Refusal of a person elected to a directorship to manifest his assent to serve.
- (4) Removal of a director at a special shareholders' meeting as provided in section 6 of this Article of these by-laws.
- 8. Subject to the provisions of Article II, Section 6 hereof, any vacancy of courring in the board of directors hall be filled at the next meeting of the board of directors following the occurrence such vacancy. Such vacancy shall be filled by the affirmative vote of a majority of the remaining directors though less than a quorum. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in such directorship.
- 9. In the event of the creation of one or more new directorships by amendment of these by-lay-s, then any directorship to be filled by reason of such an

increase in the number of directors shall be filled by election at an annual meeting of the shareholders or a special t seting of the shareholders called for that purpose. 10. A majority of the number of directors shall constitute a quorum for the transaction of business . The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors unless otherwise specifically required by w or these by-laws. 11. A regular meeting of the board of directors shall be held without other notice than this by-law immediately after and at the same place as the annual meeting of shareholders. The board of directors may provide, by resolution, the time and place for the holding of additional regular meetings without other notice than such resolution. 12. Special meetings of the board of directors may be called by or at the request of the president or any two directors. Notice of the call of a special meeting shall be in writing and delivered for transmission to each of the directors not later than during the third day immediate / preceding the day for which such meeting is called. Notice of any special meeting may be waived in writing signed by the person or persons entitled to such netice; such waiver may be executed at any time before or after the time herein specified for the giving of such notice but not later than the time specified in such notice for the holding of such special meeting. Attendance of a director at a special neeting shall constitute a waiver of notice of such special meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business or the meeting is not lawfully called or convened. 13. Unless otherwise specifically provided in these by-laws, all meetings of the board of directors shall be reld at such times and at such places as may be specified by the Board. 14. Neither the business proposed to be transacted, nor the purpose of any regular or special meeting of 'he board of directors need be specified in the notice or waiver of notice of such meeting. ARTICLE III. Officers 1. The officers of the porporation shall be a president, vice-president, a treasurer, and a secretary. Officers must be stockholders and either own property in, or be a resident of, Austin Lak Estates area. 2. The officers of the corporation shall be elected annually by the board of directors at the first meeting of the board of directors held after each annual meeting of shareholders or as soon hereafter as conveniently as vacancies may be filled or new offices filled at any meeting of the board of directors. Each officer shall hold office until his successir shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner herein provided. 3. Any officer or agent or member of the executive committee elected or appointed by the board of airectors may be removed by the board of directors whenever in its judgment the best inter its of the corporation would be served thereby, but such removal shall be without rejudice to the contract rights, if any, of the person so removed. 4. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term. 5. The president shall be the principal executive officer of the corporation and shall in general supervisis and control all of the business and affairs of the corporation. He shall preside at all meetings of the shareholders and of the board

& STANSFORM THE of directors. He shall sign, while the secretary or an assistant secretary, certificates for shares of the corporation, any deeds, mortgages, bonds, contracts, or other instruments which the boar' of directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors to som ther officer or agent of the corporation, or shall be required by law to be otherwi signed or executed; and in general he shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time. 6. In the absence of the president or in the event of his inability or refusal to act, the vice-president (or in the event there be more than one vicepresident, the vice presidents in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president Any vice-president shall perform such other duties as from time to time may be issigned to him by the president or by the board of directors. 7. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his dities in such sum and with such surety or sureties as the board of directors shall determine. He shall: (a) have charge and custody of and be responsible for all finds and securities of the corporation, receive and give receipts for moneys due and jayable to the corporation from any source whatsoever; and deposit all such moneys in the name of the corporation in such banks. trust companies or other depositaries as shall be selected by the board of directors; (b) in general perform all the duties incident to the office of treasurer and such other duties as from time to time way be assigned to him by the board of directors. 8. The secretary shall: (a) keep the minutes of the shareholders' and of the board of directors' meetings in one or more books provided for that purpose; (b) see that all notices are fully given in accordance with the provisions of these by-laws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all certificates for shares prior to the issue thereof and to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these by-laws (d) keep a register of the post-office address of each shareholder; (3) sign with to president certificates for shares of the corporation, the issue of which shall be been authorized by resolution of the board of directors; (f) have general charge of the stock transfer books of the corporation; (g) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him by the president or by the board of directors. IRTICLE IV. Contracts, Loans, Checks and Deposits 1. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract of execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confir ad to specific instances. 2. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be suited in its name unless authorized by a resolution of the board of directors. such authority may be general or confined to specific instances. 3. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors. 4. All funds of the corporation not otherwise employed shall be deposited from time to time to the cridit of the corporation in such blanks, trust companies, or other depositaries as the board of directors may select.

ARTICLE V. Certificates for 5 ares and Their Transfer.

- 1. Certificates presenting shares of the corporation shall be in such form as may be determined by the board of directors. Such certificates shall be signed by the president or a vice-president and by the secretary or an assistant secretary and shall be sealed with the seal of the corporation. All certificates for shares shall be consecutively rumbered or otherwise identified. The name of the person to whom the shares represented thereby are issued, with the number of shares and date of issue, shall be entered on the books of the corporation. All certificates surrendered to the corporation for transfer shall be cancelled and no new certificate shall be issued until the former certificate for a like number of shares shall have been surrendered and cancelled, except that in case of a lost, destroyed, or mutilated certificate a new one may be its red therefor upon such terms and indemnity to the corporation as the board of directors may prescribe.
- 2. Transfers of shares of the corporation shall be made only on the books of the corporation by the holder of record thereof or by his legal representative, who shall furnish proper avidence of authority to transfer, or by his attorney thereunto authorized by power of actors ey duly executed and filed with the secretary of the corporation, and on surreider for cancellation of the certificate for such shares. The person in whose name shares stand on the books of the corporation shall be deemed the owner thereof for all purposes as regards the corporation.

ARTICLE VI. Fiscal Year

The fiscal year of the corporation shall begin on the first day of July in each year and end on the 30th day of June the following year.

ARTICLE VII. Seal

The board of directors shall provide a corporate seal which shall be in the form of a circle and shall move inscribed thereon the name of the corporation.

ARTICLE VIII. Amendment of by-la 5.

These by-laws may be mended by the vote of the holders of a majority of the shares at any annual meeting of the shareholders or, if notice of a proposal to amend these by-laws and the respect in which proposed to be amended is given in any call of a special meeting of shareholders, at such special meeting.

NO. 175,131

AUSTIN LAKE ESTATES IN THE 126th RECREATION CLUB INC. AND J. W. MOORE, PLAINTIFFS VS JUDICIAL DISTRICT COURT R. S. GILLIAM, CHARLES C. PETERSON, DILLARD L. VICKERS, EMMETT R. FRY, OF I. K. FARLEY, VIVIAN WORDERN, JOHN ROSE, AND MARLENE ANGLIN, TRAVIS COUNTY, TEXAS DEFENDANTS

RECREATION CLUB, TNC., and J. W. MOORE for summary judgment in the above entitled cause, the undersigned affiant makes this affidavit and thereby on states the following:

I am over twenty-one (21) years of age, am of sound mind, have never been convicted of any crime or offense and have personal knowled a of every statement herein made and am fully to testify to the matter stated herein:

On or about the **Z3^M** day of **Jun/t**, A. D. 19**67**, Robert S. Cilliam, without authority, assumed the chair as presiding officer of a meeting of the Board of Directors of Austin Lake Estates Recreation Club, Inc., from your affiant and proceeded to call for a vote upon a resolution, a copy of which is attached hereto and marked "Exhibit A" and acjourned the meeting of the Board of Directors.

SAM BASS
ATTORNET-AT-LAW
BOD WEST 187 STREET

NOTED

TAXED

A. W. W.

Thereafter, to-wit, on the same day and date at 9:50 o'clock p.m. at a place other than the regular meeting place of the Board of Firectors of Austin Lake Estates Recreation Club, Inc., and thout written notice as required by the by-laws of Austin Lake Estates Recreation Club, Inc., a copy of said by-laws being attached hereto and marked "Exhibit B."

That thereafter to-wit, on or about the 24 , A. D. 19 69 , Robert S. Gilliam, proported of JUNG to execute and deliver for and on behalf of, and as the act and deed of, Austin Lake is lates Recreation Club, Inc., a deed to

> The westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres A subdivision in Travis County, Texas, according to the map or plat thereof of record in 1da Book 5, Page 43, of the Plat Records of "ravis County, Texas, together with all improvements thereon situated.

to Charles C. Peterson, Dillard Vickers, Emmett R. Fry, and I. K. Farley, as Trustees pursuant to a resolution adopted at the meeting of the Board of Directors called without authority and not pursuant to the by-laws of Austin Lake Estates Recreation Club, Inc.

Thereafter on the 30th day of Junt A. D. 1969, at the r gular annual meeting of the authorities of Austin Lake Estates Recreation Club, Inc., a resolution, a copy of which is attached hereto and marked "Exhibit C," was duly passed and adopted revoking the alleged trust heretofore described.

SWORN TO AND LUBSCRIBED BEFORE ME by J. W. MOORE the said affiant on this the 5 day of November A. D. 1971.

Travis County, Texas

J'w. m.

Special called meeting of *LTRC Board of Directors was called to order by Mr. J. W. Moore, President. Members present were: Mr. Moore, Mr. Rose, Mr. Gilliam, Mrs. Torden, Mrs. Maberry and Miss Anglin. In the absence of Mrs. Davis, Miss Anglin was elected to take the minutes.

The floor was given to Nrs. Orden who gave a history of the area and the formation of the club. She stated that the original developer built the host docks, boat launch ramp swimming pool and developed the picnic grounds for the use of all property owners. The developers then formed ALFRC and gave to the Club, the kanch house tract with the old ranch house to be used as a club house to ineighborhood meeting place. The developers publications and recorded instruments gave all property owners the right to the facilities built for their use and enjoyment. ALFRC decided they needed to have their club house located on Lot 4 in order to better manage these improvements which the developer had built. ALFRC petitioned the developers for title to Lot 4 in order to build a new club house on Lot 4. The developer gave title to lot 4 to ALFRC with the express provision that the was conveyed subject to all rights and privileges of the owners of loss in the area. By accepting the deed to lot 4, ALFRC agreed to protect the rights and privileges granted to the users thereof.

Mrs. orden then stated that the club today is far removed from its original intent and scheme of a neighb rhood club. She pointed out that 120' of the property was to be sold and that the present lessee was given the privilege of fencing in the remainder of lot 4 and that the lessee had stated that he intended to keep the property locked at all times when the club was not open. The sale of 120' of the lot and fencing in of the remainder of the lot would deprive the property owners of their recorded rights and privileges. It was for this reason that Mrs. Forden then moved for the acceptance of the following resolution:

hereas, the authority to convey the aforesaid property should be vested in some officer or officers of the Corporation with full authority to so act

Therefore, be it resolved by the Directors of this corporation that the Vice-President of this Corporation, Robert S. Gilliam, be, and he is hereby, fully authorized on behalf of and in the name of this Corporation, to transfer and convey, by fuitclaim Deed, the westernmost 303 feet of Lot 4, CeBar Rarch Lakeview Acres, a sub-division in Travis County, Texas, according to the map or plat thereof of record in that Book 5, Page 43, of the Plat Records of Travis County, Texas, to Transfer to R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley at Trastees for all lot owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and all future purchasers of lots in those said subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the original 862.16 acre tract adjoining said Subdivisions."

Miss Anglin then asked question; on the resolution. Mr. Gilliam explained that this would perpetuate the land for the people so that it could not be

Explained A

-2- (Minutes continued of Special called meeting, June 23, 1969)

sold off in piecemeal fashion as was the Ranch House Tract.

Miss Anglin then second the motion to adopt the resolution.

Mr. Moore asked Mr. Rose for his opinion. Mr. Pose stated that it was his opinion that this was a good thing to do and that he was in favor of the resolution.

Mr. Rose seconded the resolution.

Mr. Noore declined to put the motion to a vote until he obtains legal advise as to whether the motion is legal or illegal, by a competent attorney.

Mr. Gilliam then read Article III, Paragraph 6 of the By-Laws which states, "In the absence of the president or in the event of his inability or refusal to act, the vice-president (or in the event there be more than one vice-president, the vice presidents in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice-president shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors."

According to Mrs. Worden the proposed resolution was made under legal advice.

According to Mrs. Maberry, who also states that she consulted an attorney about what could be discussed in a meeting called by the vice-president five days prior to a general annual stock holders meeting.... That, only regular business could be discussed, no amendments could be proposed, for example, no changes in the articles of corporation can be proposed or discussed and no amendments ...in fact, no changes in the articles of the corporation can be discussed in such a meeting, in fact, very few subjects can be discussed.

Mr. Gillian stated that it was his opinion that a legal motion had been made and seconded before a morum of the duly elected board members of the corporation and that the failure to call for a vote in this instance, constitutes a refusal to act and on this premise only, acting under the provisions of Article III, Faragraph 6 of the By-Laws of this corporation, he proposed to act in place of the president and call for a vote on the resolution proposed by Mrs. orden and seconded by Miss Anglin and Mr. Rose. In accordance with this belief he will now call for a vote without further discussion.

Those voting age were Mr. Role, Mrs. Worden and Miss Anglin. Those voting may were Mrs. Materry and Mr. Moore.

Mrs. Maberry pointed out that the stock holders of ALTRC have superior powers to the board which the stockholders have elected. Therefore, Mrs. Maberry said that it is out of order, the board, by assuming powers which it does not have and which are vested in the members of the stockholders of the corporation.

Mrs. Worden stated, that the stockholders wrote and approved the By-Laws and that we have acted in accordance with the By-Laws in proposing and adopting the resolution.

-3- (Minutes continued of Special called meeting, June 23, 1969)

Mr. Gilliam made the statement that the By-Lavs of this corporation provide that the business are affairs of the corporation shall be managed by a board of directors and the action of a quorum of such board of directors is legally binding upon the corporation.

Ers. Maberry states that Mr. Cilliam's statement that the president failed to act is his own opinion, which is indempeted? In comparison with the president's decision to wait for legal advice and competence of legal authority in such a grave matter.

Mr. Moore stated that he agreed with the above statement made by Mrs. Maberry.

Mr. Gilliam takes exception to the preceeding remarks regarding incompetency.

Mrs. Corden moved we adjourn. Mr. Gilliam seconded the motion. Motion carried. Meeting adjourned.

Resptfully submitted,

Acting Secretary

SPICIAL CALLED MEETING A. L. E. R. C. INC. BOARD OF DIRECTORS JULE 23, 1969

A special meeting of the Board of Directors of A. L. T. R. C. Inc. was called by John Ro e, Marlene Anglin, Vivian Worden, and Robert Gilliam to act upon a resolution presented by Mrs. Vivian Worden.

This meeting was called to meet at the residence of Robert S. Gilliam Austin Lake Estates at 8::0 p.m. on the evening of Monday June 23, 1969

The meeting was called to order by the Vice-President, Robert S.

Gilliam, who stated that the meeting was called for the purpose of final action upor a resolution which had previously been made by Mrs. Worden during the prior special meeting called for 7:00 p.m. the same day. Mr. Gilliam pointed out that a vote on this resolution at the previous meeting was not called by the president, Mr. J. W. Moor and in as much as the subsequent action by Mr. Gilliam and other board members had be challenged, it was felt expedient and necessary to call this special meeting.

, Mr. Gilliam asked if there were a motion to be placed before this special meeting, and Mrs. Worden placed the following resolution before the board:

(See attached copy of resolution.)

Discussion was calle for, and in the absence of further discussion, a vote on the resolution was called for.

p.2 Special Called Meeting 8:50 p.m. June 23, 1969

The resolution was made by Mrs. Worden was seconded by John Rose.

Mr. Gilliam called for a vote on the resolution and those voting for the resolution were Mrs. Worden, Mr. Rose, and Mits Anglin. Motion carried.

Mr. Gilliam, although not having a vote, fully endorsed the action of this quorum in approving the resolution of Mrs. Worden, which perpetuates the ownership of this lake front property by all of the land holders named in the resolution.

Mrs. Worden moved adjournment, motion seconded by Mr. Rose. Motion corried unanimously. Meetin adjourned.

Respectfully submitted.

Marlene Anglin, Acting Secretary Whereas it is for the est interest of this corporation that the westernmost 303 feet of Lot 4. Ce Bar Ranch, Lakeview Acres, be set aside, conveyed to, and held in trust for the owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and for all future purchasers of lots in those said Subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the origin 1 862.16 acre tract adjoining said Subdivisions; and

WHEREAS, the authority to convey the aforesaid property should be vested in some officer of officers of the Corporation with full authority to so act:

THEREFORE, be it resolved by the Directors of this corporation that the Vice-President of this Corporation, Robert S. Gilliam, be, and he is hereby, fully authorized on behalf of and in the name of this Corporation, to transfer and convey, by Quitclaim Deed, the westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Travis County, % xas, according to the map or plat

thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, to Emmett R. Fry, Charles C. Fetterson, Dillard L. Vickers, and f. K. Farley as Trustees for all lot owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and all future purchasers of lots in those said subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the original 862.16 acre tract adjoining said Subdivisions.

RESOLVED, that the shareholders of Austin Lake Estates Recreation Club, Inc., repudinte the action taken by he board of directors at a special meeting held on June 23,1969, which purported a convey over 300 feet of the corporation's property to certain shareholders of the corporation to be held in trust by them for the benefit of property owners in Austin Lake Estates, and/that the incoming boardsof directors atems are take whatever assistant necessary to prevent such purported action from clouding the corporation's title to its property.

Resolution passed of a note of 179 to 98

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THE STATE OF TEXAS X
COUNTY OF TRAVIS X

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Lake Estates Recreation 1 ub, Inc., a corporation duly incorporated and created and doing business under the laws of the State of Texas, acting by and through its duly authorized Wice-President, Robert S. Gilliam, of the County of Travis, State of Texas, for and in consideration of ten dollars (\$10.00) and other valuable consideration, to said Corporation paid in hand by Emmett R. Fry, Charles C. Petterson, Dillard L. Vi kers, and I. K. Farley, Trustees, the receipt of all of which is hereby acknowledged, have QUITCLAIMED, and by these presents do QUITCLAIM unto the said Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, all of its right, title, interest, claim and demand in and to that certain real and personal property situated in Travis County, Texas, and described as follows:

The westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Travis County, Texas, according to the map or plat thereof of record in Flat Book 5, Page 43, of the Flat Records of Travis County, Texas, together with all improvements thereon situated.

with all and singular said Corporation's right, title, interest, estate, claim and demand in and to the hereditaments and appurtenances thereto belongin or in any wise pertaining; to have and to hold the above released rights, titles, interests, claims and demands, to the said Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, their heirs and assigns forever, so that neither said Corporation nor its successors and

assigns shall have an eight or title to or interest in such property, premises or appurtenances, or any part thereof, at any time hereafter.

EXECUTED this the 23rd day of June, 1969.

AUSTIN LAKE ESTATES RECREATION CLUB, INC.

THE STATE OF TEXAS COUNTY OF TRAVIS

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Robert S. Gilliam, who, being by me first duly sworn, declared that he is the Vice-President of Fartin Lake Estates Recreation Club, Inc., that he signed the foregoing instrument as Vice-President of said Corporation, and as the act and deed of said Corporation, and that said instrument was executed for the purposes and consideration therein expressed.

GIVEN UNDER M. HANL AND SEAL OF OFFICE on this the 24 day of June, A.D. 1969.

INOTARY SEAL!

Notary Public in and for Travis County, Texas

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JUN 25 1969



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THE STATE OF TEXAS, ##
COUNTY OF TRAVIS.

I, MISS EMILIE LIMBERG, COUNTY CLERK, TRAVIS COUNTY, TEXAS,
DO HEREBY CERTIFY that the above and foregoing is a true and
correct copy of • Quitclate Bead
FROM Austin Lake detects for theters (1).0, Inc.
TO Benet: S. Fry. Cherles C. Petterses, Dillord L. Vichers, and S. E. Perley, R.
as the same appears of record in VOLUME, PAGE(S)
of the RECORDS OF
TRAVIS COUNTY, TEXAS.
GIVEN UNDER MY HAND AND SEAL OF OFFICE AT AUSTIN, TEXAS, THIS
THE 16th DAY OF
MYSS EMILIE LIMBERG, COUNTY CLERK
TRAVIS COUNTY, TEXAS.
BY LANGE Lee DEPUTY.

XHIRT "B"

THE STATE OF TEXAS COUNTY OF TRAVIS

BE IT REMEMBERED, that on the /2 that we, each and all of us, J. W. MOORE, MARY DAVIES, BRUCE PARMELEY. and ILA . MABERRY in our official capacities as officers and directors of Austin Lake Estates Recreation Clab, Inc., acting for and in behalf of Austin Lake Ustates Recreation Club, Inc. and acting as the Board of Directors of . said corporation, at a regular meeting of said Board of Directors, held at its regular meeting place at the regular time took the following action, to-wit: Upon the meeting being called to order, Mary Davies was recognized by the President, J. W. Moore, and she, the said Mary Davies, made a motion and resolution, concerning a certain parcel of land and water frontage owned by Austin Lake Estates Recreation Club, Inc., said parcel of land and water frontage being the same as that coscribed in a purported quit claim deed executed by Robert Gilliam, pursorting to quitclaim all the right, title and interest of Austin Lake Estates Recreation Club, Inc., over to four purported trustees, they being Charles C. Petterson, Dillard Vickers, Emmett Fry and J. K. Farley, said purported quitclaim deed being dated the day of June, 1969, and filed of resord in the Travis County Deed Records in Volume 3700 at page 1542, said to et and parcel of land being situated in Travis County, Texas, and being tescribed in said purported quitclaim deed as follows, to-wit:

The westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres a subdivision in Travis County, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated, Attached hereto as Exhibit and made a part hereof for all purposes is certified copy of said purported quitclaim deed.

Said Resolution and motion as made by the said Mary Davies, as seconded by Bruce Parmeley and as cauried by unanimous vote, was, and is, to-wit:

WHEREAS, on the 73rd day of June, 1969, certain members of the Board of Directors of Austin Lake Estates Recreation Club, Inc., purporting to act as the board of directors of said corporation, voted to execute a quit claim deed to a portion of the land and waterfront owned by the said Austin Lake Estates Recreation Club, It.c., and purported to create a trust and to name four trustees, and purported to quit claim all right, title, and interest of the said Austin Lake Estates Recreation Club, Inc., in and to said parcel of land and waterfront, and to quit claim said property to said purported trustees, said purported trustees being Charles C. Petterson, Dillard Vickers, Emmett Fry,

DESIGNED OF "EDIAS

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and I. K. Farley; and

WHEREAS, Robert Gilliam, the then Vice President of said Board 9.8. Mof Directors, purporting to be acting for Austin Lake Estates Recreation Club, Inc., did execute said purported quit claim deed to said purported trustees and 1. M. thereafter cause said purported deed to be filed of record in the Deed Records of the Travis County, Texas, Clark's office; and

WHEREAS, the faild and waterfront area herein referred to is described in that same certain purported quit claim deed which is filed of record in the Volume 3700 at page 1542 in the Deed Records of Travis County. Texas, in the County Clerks office; and

WHEREAS it is to cognized, understood and agreed to by the majority of the now legally constitute. Board of Directors of said Austin Lake Estates. Recreation Club, Inc., that all such action as heretofore described was unauthorised, illegal, void ab initio and a nullity, insofar as legally or in anywise transferring title to said land and waterfront from and out of Austin Lake Estates Recreation Club, Inc.; and

WHEREAS, however, it is recognized by the majority of the now legally constituted Board of Directo is of said corporation, that such action though it was unauthorized, illegal, void and a nullity, nevertheless might be considered as casting a cloud on the Austi Lake Estates Recreation Club, Inc. s. title to said land and waterfront area.

NOW THEREFO IF. Be it Resolved by this now legally constituted
Board of Directors of said corporation, although specifically not recognizing
the validity of the creation of the purported trust, thepurported trustees, and the
purported quitclaim deed heresofo 's referred to, does, in order to forever quiet title

to said land and water roo area in Austin Lake Estates Recreation Club, Inc., hereby declare said purp sid trust, said purported trustees, and said purported quitclaim deed to by void ab initio, a nullity, unauthorized and illegal; and to further effectuate end declaration of this Board of Directors, we, all and each of us as well as the Hoard of Directors as an entity, do hereby, under the authority of the Texas Trust Act, the laws of the State of Texas, the Texas Corporation Act, the by-laws of Austin Lake Estates Recreation Club, Inc., and by vote of the stockholders, revoke, cancel, rescind, annul, and void said purported trust, said purported authority and existence of said purported trustees. and said purported quitclui. deed, and we do so now, and we further do so now for then, when said unauthorized, void and illegal action took place, and said resolution is ordered entired into the minutes of this meeting and declared the official act and deed of this board of Directors acting for and in behalf of Austin Lake Estates Recreation Club, Inc., and in its best interests and for the protection and preservation of its assets. And we, all and each of us as well as this Board of Directors as an entity, authorize and direct Mr. J. W. Moore, President of the Board to execu e for the corporation and this Board of Directors a written instrument outlining these proceedings and reflecting and declaring this to be our official act, resolution and deed and to execute same in such a manner and condition that it can be and will be filed of record in the Deed Records of Travis County, Texas.

NOW, THERITORE, we, each and all of us acting in our official capacities as officers and correctors of Austin Lake Estates Recreation Club, Inc., and J. W. Moore, President, acting for said corporation, do hereby execute this ratification and affirmence of the foregoing motion and resolution as carried by unanimous vote at our regular meeting held on the 11th say of August, 1989, and we do hereby ratify and affirm the same.

WITNESS OUI. HANDS at Austin, Texas, on this the 12 day of August, 1969.

J. W. Moore, President and

Marie Davie, Secretary and

Director m D

Ha B. Malerry, Director

Bruce Parmeleo, Director

AUSTIN LAKE ESTATES RECREATION CLUB.

INC.

By J. W. Moore, President

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

DEFORE MU, the undersigned authority, on this the day of August, 1969, there per sonally appeared before me J. W. Moore, who after being duly sworn by me, d 4 under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas corporation, that he is als, the President of said corporation and as such is authorized and empowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as President of said Corporation and as a member of the said Board of Directors, and he acknowledged to me that he signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and he acknowledged to me that a did so far the purposes and consideration therein expressed and he further s and that he did not wish to retract same.

J. W. Moore

SWORN TO AND SUBSCRIBED TO and acknowledged before me by the said J. W. Moore on this the /2 day of August, 1969, to certify which, witness my hand and seal of office on this the /2 day of August, 1969.

Notary Public in and for Travis County, Texas THE STATE OF TEXAS
COUNTY OF TRAVIS: -

BEFORE ME, the undersigned authority, on this the day of August, 1969, there personally appeared before me, Mary Davies, who after being duly sworn by me did under her oath depose and say that she is a member of the Board of Directors of Austin Lake Estates Recreation Club, Isc., a Texas Corporation, that she is also the Secretary of said Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as Secretary of said Corporation and at a member of the Board of Directors, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she acknowledged to me that she did no for the purposes and consideration therein expressed, and she further stard that she did not wish to retract same.

Mary Davies

SWORN TO, SU SCRIBED TO AND ACKNOWLEDGED before me, by the said Mary Davies on this the 12th day of August, 1969, to certify which witness my hand and seal of effice on this the 12th day of August, 1969.

the opinion. Makerry on the the

Notary Public, Travis County, Texas

THE STATE OF TEXAS
COUNTY OF TRAVIS: -

August, 1969, there personally appeared before me, Bruce Parmeley, who after being duly sworn by me, did under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, and as such is authorized and empowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as a member of the said Board of Directors of said corporation, and he acknowledged to me that he signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and he acknowledged to me that he did so for the purposes and consideration therein expressad and he further stated that he did not wish to retract same.

Bruce Parmeley

SWORN TO, SUFSCIED TO AND ACKNOWLEDGED BEFORE ME by the said Bruce Parmeley on this the 12 day of August, 1969; to certify which, witness my hand and seal of office on this the 12 day of August, 1969.

Notary Public in and for Travis County.

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

BEFORE ME, the undersigned authority, on this the 12 day of August, 1969, there personnly appeared before me ILA B. MABERRY, who after being duly sworn by me, did us or her oath depose and say that she is a member of the Board of Directors of Aux.in Lake Estates Recreation Club, Inc., a Texas Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as a member of the Board of Directors of said corporation, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she acknowledged to me that she did so for the purposes and consideration therein expressed, and she further stated that she did not wish to retract same.

Ila B. Maberry

SWORN TO, SUESCRIBED TO AND ACKNOWLEDGED BEFORE ME by the said Ile B. Maberry on this the 2 day of August, 1968; to certify which, witness my hand and seal of office on this the 2 day of August, 1969.

Notary Public in and for Travis
County, Texas.

AUSTIN LAND ESTATES RECREATION CLUB, INC. BY-LAWS

(Adopted at a S sial Meeting of the Shareholders on December 18, 1966)

ARTICLE I. Meetings of Shareholders

- 1. All meetings of stare holders shall be held at Austin Lake Estates Recreation Club, Inc. in the City of Austin Lake Estates, State of Texas;
- 2. An annual meeting of shareholders shall be held at 2 o'clock P. M. on the last Saturday in June of each year if such day is not a legal holiday in said state; if such day falls on a legal holiday in said state, then such annual meeting shall be held at the same time on the next succeeding secular day which is not a legal holiday in said state.
- 3. Special meetings of the shareholders may be called by the president, the board of directors, the holders of not less than one-tenth of all the shares entitled to vote at the meeting so called. No question may be voted upon at a special meeting of the shareholders unless the notice of such meeting states that one of the purposes of such meeting will be to act upon such question or such meeting is attended by all of the shareholders entitled to vote upon such question and all of the shareholders vote that such question may then be voted upon at such meeting.
- 4. Written or printed notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than 10 nor more than 50 days before the date of the meeting, either personally or by mail, by or at the direction of the president, the secretary or the officer or person or persons calling the meeting, to each shareholder of record entitled to vote at such meeting. If mailed, such notice shall be deemed to 1 a delivered when deposited in the United States mail addressed to the shareholder at his address as it appears on the stock transfer books of the corporation, with stage thereon prepaid.
- 5. (a) For the purpose of determining shareholders entitled to notice of any meeting of shareholders of any adjournment thereof, the board of directors may by resolution provide that the stock transfer books shall be closed for a period, to be stated in such resolution, not to exceed 10 days.
- (b) If the board of directors do not provide for the closing of the stock transfer books, relative to a particular meeting, then and in such event the record time and date for the defermination of shareholders entitled to notice of and to vote at such meeting shall be the close of business on the 10th day immediately preceding such meeting.
- 6. The officer or gent having charge of the corporation's stock transfer books shall make, at least to days before each meeting of shareholders, a complete list of the shareholders entitled to vote at such meeting or any adjournment thereof. Such list shall be arranged in alphabetical order, with the address of and the number of shares held by each, which list, for a period of ten days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the

The original stock trunsfer looks shall be primafacie evidence as to who tre the shareholders entitled to exemine such list or transfer books and to vote at any meeting of shareholders. 7. The holders of a major ty of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. The vote of the holders of a majority of the shares entitled to vote and thus represented at a meeting at which a quorum is present shall be the act of the shareholders' meeting, unless the vote of a greater a mber is required by law. re shall be entitled to one vote or each 8. (a) Each outstanding : matter submitted to a vote of a meeting of shareholders. (b) Treasury shares, shares of stock owned by another corporation the majority of the voting stock of which is owned or controlled by this corporation, and shares of stock held by this corporation in a fiduciary capacity shall not be wote d, directly or indirectly, at any meeting and shall not be counted in determining the total number of oustanding shares at any given time. (c) A shareholder may vote either in person or by proxy executed in writing by the shareholder or by his duly authorized attorney in fact. No proxy shall be valid after eleven (11) months om the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and in 'w event shall it remain irrevocable for a period of more than eleven (11) month; (d) At each election for cirectors every shareholder entitled at such election shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, or unless expressly prohibited by the articles of incorporation to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Any shareholder who intends to cumulate h.s votes as herein authorized shall give written notice of such intention to the secretary of the corporation on or before the day preceding the election at which such shareholder intends to cumulate his votes. (e) Shares standing in the name of another corporation, domestic or foreign, may be voted by such officer, agent, or proxy as the by-laws of such corporation may authorize or, in the absence of such authorization, as the board of directors of such corporation may deterr ine. (f) Shares held by an ininistrator, executor, guardian or conservator may be voted by him so long as s ch shares forming part of an estate are in the possession and forming a part of the esta e being served by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, aither in person or by proxy, but no trustee shall be entitled to vote shares held by him without a transfer of such shares into his name as trustee. (g) Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his name if authority so to do be contained in an appropriate order of the dourt by which such receiver was appointed. (h) A shareholder who, s shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pleages, and thereafter the pledgee shall be entitle 1 to vote the shares so transferred. 9. Voting on any question or in any election may be by voice vote or show of hands unless the presiding officer shall order or any shareholder shall demand that voting be by written ballot. . 2 --

10. To the extent applicable, Robert's Rules of Order shall govern the conduct of and procedure at all she cholders' meetings.

11. Any action required to be or which may be taken at a meeting of the shareholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereough the delivered to the secretary of the corporation for inclusion in the mirute pook of the corporation.

ARTICLE II. Directors

- The business and affairs of the corporation shall be managed by a loard of directors.
- 2. The number of directors of the corporation shall be seven (7). The number of directors may be increased or decreased from time to time by ameridment to these by-laws, but no decrease shall have the effect of shortening the term of any incumbent director.
- 3. In order to be a director, a person must have the following qualifications: He or she must be a stockholder in the corporation and either own property in, or be a resident of, Austin Lake Estates area.
- 4. At the first annual meeting of shareholders and at each annual meeting thereafter the shareholders shall elect directors to hold office until the next succeeding annual meeting.
- 5. Unless removed in accordance with these by-laws, each director shall hold office for the term for which he is elected and until his successor shall have been elected and qualified.
- 6. Any director may be removed from his position as director, with cause, at any special meeting of shareholders if notice of intention to act upon the question of removing such director shall have been stated as one of the purposes for the calling of such meeting; provided, however, that if such director was elected by cumulative voting, the vacancy created by his removal shall be filled by the vote of the shareholders whose cumulative vote elected him.
- 7. A particular director sip shall be considered to be vacant upon the sappening of any one of the following events:
 - (1) Death of the person holding such directorship.
 - (2) Resignation of the person holding such directorship.
- (3) Refusal of a person elected to a directorship to manifest his assent to serve.
- (4) Removal of a director at a special shareholders' meeting as provided in section 6 of this Article of these by-laws.
- 8. Subject to the proposons of Article II, Section 6 hereof, any vacancy occurring in the board of descrees shall be filled at the next meeting of the board of directors following the occurrence of such vacancy. Such vacancy shall be filled by the affirmative vote of a majority of the remaining directors though less than a quorum. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in such directorship.
- 9. In the event of the creation of one or more new directorships by amendment of these by-laws, then any directorship to be filled by reason of such an

increase in the number of directors shall be filled by election at an annual meeting of the shareholders or a special meeting of the shareholders called for that purpose.

- 10. A majority of the number of directors shall constitute a quorum for the transaction of business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors unless otherwise specifically required by law on these by-laws.
- 11. A regular meeting of the board of directors shall be held without other notice than this by-law immediately after and at the same place as the annual meeting of shareholders. The board of directors may provide, by resolution, the time and place for the holding of additional regular meetings without other notice than such resolution.
- 12. Special meetings of the board of directors may be called by or at the request of the president or any two directors. Notice of the call of a special meeting shall be in writing and delivered for transmission to each of the directors not later than during the third day immediately proceeding the day for which such meeting is called. Notice of any special meeting in y be waived in writing signed by the person or persons entitled to such notice; such waiver may be executed at any time before or after the time herein specified for the giving of such notice but not later than the time specified in such notice for the holding of such special meeting.

 Attendance of a director at a special meeting shall constitute a waiver of notice of such special meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business or the meeting is not lawfully called or convened.
- 13. Unless otherwise specifically provided in these by-laws, all meetings of the board of directors shall be held it such times and at such places as may be specified by the Board.
- 14. Neither the business proposed to be transacted, nor the purpose of any regular or special meeting of the heard of directors need be specified in the notice or waiver of notice of such meeting.

ARTICLE III. Officers

- 1. The officers of the corporation shall be a president, vice-president, a treasurer, and a secretary. Officers sust be stockholders and either own property in or be a resident of, Austin Like E. stee area.
- 2. The officers of the corporation shall be elected annually by the board of directors at the first meeting of the board of directors held after each annual meeting of shareholders or as soon thereafter as conveniently as vacancies may be filled or new offices filled at any meeting of the board of directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until his shall resign or shall have been removed in the manner herein provided.
- 3. Any office or agent or member of the executive committee elected or appointed by the board of directors in y be removed by the board of directors whenever in its judgment the best interest of the corporation would be served thereby, but such removal shall be without perjudice to the contract rights, if any, of the person so removed.
- 4. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.
- 5. The president shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the shareholders and of the board

of directors. He shall sign, with the secretary or an assistant secretary, certificates for shares of the corporation, any ceeds, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general he shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors from time to time.

6. In the absence of the resident or in the event of his inability or refusal to act, the vice-president (or in the event there be more than one vice-

- refusal to act, the vice-president (or in the event there be more than one vice-president, the vice presidents in the older designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall ave all the powers of and be subject to all the restrictions upon the president. Any vice-president shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors.
- 7. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his dution in such sum and with such surety or sureties as the board of directors shall determine. He shall: (a) have charge and custody of and be responsible for all funds are securities of the corporation, receive and give receipts for moneys due and payable to the corporation from any source what-soever; and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositaring as shall be selected by the board of directors; (b) in general perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the board of directors.
- 8. The secretary shall: (a) keep the minutes of the shareholders' and of the board of directors' meetings in one or more books provided for that purpose; (b) see that all notices are fully given in accordance with the provisions of these by-laws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all certificates for shares prior to the issue thereof and to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these by-laws; (d) keep a register of the post-office address of each shareholder; (3) sign with the president certificates for shares of the corporation, the issue of which shall have been authorized by resolution of the board of directors; (f) have general charge of the stock transfer books of the corporation; (g) in general perform all duries incident to the office of secretary and such other duties as from time to time may be resigned to him by the president or by the board of directors.

ARTICLE IV. Contracts, Loans, Checks and Deposits

- 1. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.
- 2. No loans shall be untracted on behalf of the corporation and no nvidences of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances.
- 3. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness shued in the name of the corporation, shall be signed by such officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors.
 - 4. All funds of the corporation not otherwise employed shall be deposited

time to the credit of the norporation in such blanks, trust companies, or other depositaries as the board of cirecto's may select. ARTICLE V. Certificates for Shares and Their Transfer. 1. Certificates representing shares of the corporation shall be in such form as may be determined by the board of directors. Such certificates shall be signed by the president or a vice-president and by the secretary or an assistant secretary and shall be scaled with the seal of the corporation. All certificates for shares shall be consecutively numbe: or otherwise identified. The name of the person to whom the shares represents thereby are issued, with the number of shares and date of issue, shall be entered on the books of the corporation. All certificates surrendered to the corporation for transfer shall be cancelled and no new certificate shall be issued until the former certificate for a like number of shares shall have been surrendered and cancelled, excep, that in case of a lost, destroyed, or mutilated certificate a new one may be issued therefor upon such terms and indemnity to the co poration as the board of directors may prescribe. 2. Transfers of shares of the corporation shall be made only on the books of the corporation by the holder of record thereof or by his legal representative, who shall furnish proper evidence of authority to transfer, or by his attorney theteunto authorized by power of attorney duly executed and filed with the secretary of the corporation, and on surrender for cancellation of the certificate for such shares. The person in whose name shares stand on the books of the corporation shall be deemed the owner thereof for all purposes as regards the corporation. ARTICLE VI. Fiscal Year The fiscal year of the corporation shall begin on the first day of July in each year and end on the 30th day of June the following year. ARTICLE VII. Seal The board of directors shall provide a corporate seal which shall be in the form of a circle and shall have ascribed thereon the name of the corporation. ARTICLE VIII. Amendment of by-laws. These by-laws may be amended by the vote of the holders of a majority of the shares at any annual meeting of the shareholders or, if notice of a proposal to amend these by-laws and the respect in which proposed to be amended is given in any call of a special meeting of shar nolders, at such special meeting. .. 6 -

NO. 175,131

AUSTIN LAKE ESTATES IN THE 126th RECREATION CLUB, INC. AND J. W. MOORE, PLAINTIFFS VS JUDICIAL DISTRICT COURT R. S. GILLIAM, CHARLES C.) PETERSON, DILLARD L. VICKERS, EMMETT R. FRY, I. K. FARLEY, VIV. AN OF WORDERN, JOHN ROS', AND MARLENE ANGLIN, DEFENDANTS TRAVIS COUNTY, TEXAS

In support of the motion of AUSTIN LAKE ESTATES

RECREATION CLUB, I.C., and MARY DAVIES for summary judgment
in the above entitled cause, the undersigned affiant makes
this affidavit and thereby on order states the following:

I am over twenty-one (21) years of age, am of sound mind, have never seen convicted of any crime or offense and have personal knowledge of every statement herein made and am fully to test by to the matter stated herein:

On or wout the 2.3 day of June , A. D.

1969, Robert S. Gilliam, without authority, assumed the chair as presiding officer of a meeting of the Board of Directors of Austin Lake Estates Recreation Club, Inc., from your Languest and proceeded to call for a vote upon a resolution, a copy of which is attached hereto and marked "Exhibit A" and adjourned the meeting of the Board of Directors.

NOTED TAXED

SAM BASS
ATTORNEY-AT-LAW
202 WEST 1ST STREET
PREEDO T. TEXAS

Thereafter, to-wit, on the same day and date at 8:50 o'clock .m., at a place other than the regular meeting place of the Boar of Directors of Austin Lake Estates Recreation Club, Inc., and without written notice as required by the by-laws of Austin Lake Estates Recreation Club, Inc., a copy of said by-laws being attached hereto and marked "Exhibit B."

That thereafter to-wit, on or about the 243 day of Allut , A. D. 1969 , Robert S. Gilliam, proported to execute and del ver for and on behalf of, and as the act and deed of, Austin Lake Estates Recreation Club, Inc., a deed to

> The westernmost 303 feet of Lot 4, CeBar Ranch, Lakevi w Acres A subdivision in Travis County, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated.

D to Charles C. Peterson, Dillard Vickers, Emmett R. Fry, and I. K. Farley, as drustees pursuant to a resolution adopted at the meeting of the Board of Directors called without authority and not pursuant to the by-laws of Austin Lake Estates Recreation Club, Inc.

Thereafter on the 308 day of June A. D. 19 69, at e regular annual meeting of the authorities of Austin Lake Estates Recreation Club, Inc., a resolution, a copy of which is attached hereto and marked "Exhibit C," was duly passed and adopted revoking the alleged trust heretofore described. DAVIES Davies

SWORN TO AND SUBSCRIBED BEFORE ME by MARY DAVIES the said affiant on is the 5th day of November A. D. 1971

> Notary Public in and Travis County, Texas

Special called meeting of ALCRC Board of Directors was called to order by Mr. J. W. Moore, President. Members present were: Mr. Moore, Mr. Rose, Mr. Gilliam, Mrs. Torden, Mrs. Maberry and Miss Anglin. In the absence of Mrs. Davis, Miss Anglin was elected to take the minutes.

The floor was given to Prs. Indem who gave a history of the area and the formation of the club. She stated that the original developer built the boat docks, boat launch ramp, swimming pool and developed the picnic grounds for the use of all property owners. The developers then formed ALFRC and gave to the Club, the Banch house tract with the old ranch house to be used as a club house and neighborhood meeting place. The developers publications and recorded instements gave all property owners the right to the facilities built for the reas and enjoyment. ALFRC decided they needed to have their club house located on Lot 4 in order to better manage these improvements which the developer had built. ALFRC petitioned the developers for title to Lot 4 in order to build a new club house on Lot 4. The developer gave title to Lot 4 to ALFRC with the express provision that it was conveyed subject to all rights and privileges of the owners of lots in the area. By accepting the deed to lot 4, ALFRC agreed to protect the rights and privileges granted to the users thereof.

Mrs. orden then stated that the club today is far removed from its original intent and scheme of a neighborhood club. She pointed out that 120' of the property was to be sold and that the present lessee was given the privilege of fencing in the remainder of 1 t 4 and that the lessee had stated that he intended to keep the property 1t ked at all times when the club was not open. The sale of 120' of the lot and fencing in of the remainder of the lot would deprive the property owners of their recorded rights and privileges. It was for this reason that Mrs. Orden then moved for the acceptance of the following resolution:

whereas it is for the best interest of this corporation that the westernmost 303 feet of Lot 4, Ce Bar Ranch, Lakeview Acres, be set aside, conveyed to, and held in trust for the owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and for all future purchasers of lots in those said Subdivisions, and for all future purchasers of lots heretofore, or hereafter subdivided out of the original gukrafragagagarak 862.16 acres tract adjoining said Subdivisions; and

hereas, the authority to convey the aforesaid property should be vested in some officer or officers of the Corporation with full authority to so act;

Therefore, be it resolved by the Directors of this corporation that the Vice-President of this Corporation, Robert S. Gilliam, be, and he is hereby, fully authorized on behalf of and in the name of this Corporation, to transfe and convey, by 'uitclaim Deed, the westernmost 303 feet of Lot 4, CeBar Rarch Lakeview Acres, a sub-division in Travis County, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, to Therett I Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley as Trus sees for all lot owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and all future purchasers of lots in those said subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the original 862.16 acre tract adjoining said Subdivisions."

Miss Anglin then asked questions on the resolution. Mr. Gilliam explained that this would perpetuate the land for the people so that it could not be

-2- (Minutes continued of Special called meeting, June 23, 1969)

sold off in piecemeal fashion as was the Ranch House Tract.

Miss Anglin then second the motion to adopt the resolution.

Mr. Moore asked Mr. Rose for his opinion. Mr. Pose stated that it was his opinion that this was a good thing to do and that he was in favor of the resolution.

Mr. Rose seconded the resolution.

Mr. Moore declined to put the motion to a vote until he obtains legal advise as to whether the motion is legal or illegal, by a competent attorney.

Er. Gilliam then read Article III, Paragraph 6 of the By-Laws which states, "In the absence of the president or in the event of his inability or refusal to act, the vice-president (or in the event there be more than one vice-president, the vice presidents in the order designated, or in the absence of any designation, then in the order of their election) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice-president shall perform such other duties as from time to time may be assigned to him by the president or by the board of directors."

According to Mrs. Worden the proposed resolution was made under legal advice.

According to Mrs. Maberry, who also states that she consulted an attorney about what could be discussed in a meeting called by the vice-president five days prior to a general annual stock holders meeting.... that, only regular business could be discussed, no amendments could be proposed, for example, no changes in the articles of corporation can be proposed or discussed and no amendments ... in fact, no changes in the articles of the corporation can be discussed in such a meeting, in fact, very few subjects can be discussed.

Mr. Gilliam stated that it was his opinion that a legal motion had been made and seconded before a quorum of the duly elected board members of the corporation and that the failure to call for a vote in this instance, constitutes a refusal to act and on this premise only, acting under the provisions of Article III, Pare graph 6 of the By-Laws of this corporation, he proposed to act in place of the president and call for a vote on the resolution proposed by Mrs. Ford in and seconded by Miss Anglin and Mr. Rose. In accordance with this belief: will now call for a vote without further discussion.

Those voting age were Mr. Mose, Mrs. Worden and Miss Anglin. Those voting nay were Mrs. Maberry and Mr. Moore.

Mrs. Maberry pointed out that the stock holders of ALTRC have superior povers to the board which the stockholders have elected. Therefore, Mrs. Majerry said that it is out of order, the board, by assuming powers which it does not have and which are rested in the members of the stockholders of the corporation.

Mrs. Morden stated, that the stockholders wrote and approved the By-Laws and that we have acted in accordance with the By-Laws in proposing and adopting the resolution.

Efficient A

-3- (Minutes continued of Sp cial called meeting, June 23, 1969)

Mr. Gilliam made the statement that the By-Lavs of this corporation provide that the business and affairs of the corporation shall be managed by a board of directors and the action of a quorum of such board of directors is legally binding upon the corporation.

I'rs. Haberry states that Mr. Billiam's statement that the president failed to act is his own opinion, which is incompetite in comparison with the president's decision to wait for legal advice and competence of legal authority in such a grave matter.

Mr. Moore stated that he agreed with the above statement made by Mrs. Maberry.

Mr. Gilliam takes exception to the preceeding remarks regarding incompetency.

Mrs. Norden moved we adjourn. Mr. Gilliam seconded the motion. Motion carried. Meeting adjourned.

Resptfully submitted,

Marling Unglin

SPECIAL CALLED MEETING

A. E. R. C. INC.

LOAD. OF DIRECTORS

JUNE 23, 1969

A special meeting of the Board of Directors of A. L. E. R. C. Inc. was called by John Rose, Marlene Anglin, Vivian Worden, and Robert . Gilliam to act upon a masolution presented by Mrs. Vivian Worden.

This meeting was called to meet at the residence of Robert S. Gilliam
Austin Lake Estates as 8.50 p.m. on the evening of Monday June 23, 1969

The meeting was called to order by the Vice-President, Robert S.

Gilliam, who stated that the meeting was called for the purpose of final action upon resolution which had previously been made by Mrs. Worden during the prior special meeting called for 7:00 p.m. the same day. Mr. Gilliam pointed out that a vote on this resolution at the previous meeting was not called by the president, Mr. J. W. Moor and in as much as the subsequent action by Mr. Gilliam and other board members had been challenged, it was felt expedient and necessary to call this special meeting.

Mr. Gilliam asked if there were a motion to be placed before this special meeting, and Mrs. Worden placed the following resolution before the board:

(See attached copy of resolution.)

Discussion was called for, and in the absence of further discussion, a vote on the resolution was called for.

2 Special Called Meeting 8:50 p.m. June 23, 1969

The resolution was made by Mrs. Worden was seconded by John Rose.

Mr. Gilliam called for a wate on the resolution and those voting for the resolution were Mr. Worden, Mr. Rose, and Miss Anglin. Motion carried.

Mr. Gilliam, although not laving a vote, fully endorsed the action of this quorum in approving the resolution of Mrs. Worden, which perpetuates the ownership of this lake front property by all of the land holders named in the resolution.

Mrs. Worden moved adjournment, motion seconded by Mr. Rose. Motion carried unanimously. Meetin adjourned.

Respectfully submitted,

Marline lugh

Marlene Anglin, Acting Secretary Whereas it is for the best interest of this corporation that
the westernmost 303 feet of Lot 4, Ce Bar Ranch, Lakeview Acres, be
set aside, conveyed to, and held in trust for the owners of lots
in Austin Lake Estates, Sections One (1), Two (2) and Three (3),
and for all future purchasers of lots in those said Subdivisions,
and for all future purchasers of lots heretofore, or hereafter,
subdivided out of the original 862.16 acre tract adjoining said
Subdivisions; and

WHEREAS, the authority to convey the aforesaid property should be vested in some officer or officers of the Corporation with full authority to so act:

THEREFORE, be it resolved by the Directors of this corporation that the Vice-President of this Corporation, Robert S. Gilliam, be, and he is hereby, fully authorized on behalf of and in the name of this Corporation, to transfer and convey, by Quitclaim Deed, the westernmest 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Travis County, Taxas, according to the map or plat

thereof of record in Flat Book 5, Page 43, of the Plat Records of Travis County, Texas, to Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and T. K. Farley as Trustees for all lot owners of lots in Austin Lake Estates, Sections One (1), Two (2) and Three (3), and all future purchasers of lots in those said subdivisions, and for all future purchasers of lots heretofore, or hereafter, subdivided out of the original 862.16 acre tract adjoining said Subdivisions.

RESOLVED, that the archolders of Austin Lake Estates Recreation Club, Inc.
repudinte the action taken by the board of directors at a special meeting held on
June 23,1969, which purported to convey over 300 feet of the corporation's property
to certain shareholders of the corporation to be held in trust by them for the benefit
direct
of property owners in Austin Lake Estates, and/that the incoming boardsof directors
steps are
take whatever astinavia necessary to prevent such purported action from clouding the
corporation's title to its property.

Resolution passed by a note of 179 to 98.

Grape of the with statement of secretary that Bi making meeting limitary.

Filed in the Co Clark's office.

Ex hilet a

THE STATE OF TEXAS

E 18-1287

NI. 24 09259 6402 * 2.50

KNOW ALL MEM BY THESE PRESENTS: That the Grantor, Austin

Lake Estates Recreation Tlub, Inc., a corporation duly incorporated
and created and doing business under the laws of the State of Texas,
acting by and through its duly authorized Wice-President, Robert S.
Gilliam, of the County of Travis, State of Texas, for and in consideration of ten dollars (\$10.00) and other valuable consideration,
to said Corporation paid in hand by Emmett R. Fry, Charles C.
Petterson, Dillard L. Vickers, and I. K. Farley, Trustees, the receipt of all of which is hereby acknowledged, have QUITCLAIMED,
and by these presents do QUITCLAIM unto the said Emmett R. Fry,
Charles C. Petterson, Dillard L. Vickers, and I. K. Farley,
Trustees, all of its fight, title, interest, claim and demand in
and to that certain reviewed as follows:
County, Texas, and described as follows:

The westernmost 30° feet of Lot 4, CeBar Ranch, Lakeview Acres, a ubdivision in Travis County, Texas, according the map or plat thereof of record in Plat Bo. 65, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated.

with all and singular said Corporation's right, title, interest, estate, claim and demand in and to the hereditements and appurtenances thereto belonging or in any wise pertaining; to have and to hold the above released rights, titles, interests, claims and demands, to the said E rett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Frrley, Trustees, their heirs and assigns forever, so that neither said Corporation nor its successors and

assigns shall have any right or title to or interest in such property, premises or apportunances, or any part thereof, at any time hereafter.

EXECUTED this the 2311 day of June, 1969.

FUETEN LAKE ESTATES RECREATION CLUB, INC.

E Aunt & Gilliam

Its Vice-President

THE STATE OF TEXAS

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Robert S.

Gilliam, who, being by me first duly sworn, declared that he is the Vice-President of Austin Lake Estates Recreation Club, Inc., that he signed the foregoin: instrument as Vice-President of said Corporation, and as the act and deed of said Corporation, and that said instrument was executed for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND REAL OF OFFICE on this the 24 day of June, A.D. 1969.

INOTARY SEAL!

Notary Public in and for Travis County, Texas

STATE OF TIMES

I harsby cartily that this lestrument was FILED on the
date and at the time stamped herion by me; and was del
RECORDED, in the Yolume such Page of the named RECORDS
of Treats County, Town, as Shained hereon by me, on

JUN 25 1969

F.LEU

Jun 24 9 31 AM '69

THAVIS COUNTY, TEXAS

(*)

Emilie din berg

3700 1543

THE STATE OF TEXAS, ##
COUNTY OF TRAVIS.

I, MISS EMILIE L	IMBE , COUNTY CLERK, TRAVIS COUNTY, TEXAS,
DO HEREBY CERTIFY that correct copy of	the above and foregoing is a true and
	no Secretion Club, Inc.
TO Smatt B. Fry, Ch.	erlas d. Pettersea, Dillord L. Vichers, and L. R. Porley,
as the same appears of	rece: in VOLUME, PAGE(S) 1548-1543
of the Doed	RECORDS OF
TRAVIS COUNTY, TEXAS.	
GIVEN UNDER MY HAN	ND AND SEAL OF OFFICE AT AUSTIN, TEXAS, THIS
THE DAY OF	A.D.196 .
	FISS EMILIE LIMBERG, COUNTY CLERK
	TRAVIS COUNTY, TEXAS.
	externe Le DEPUTY.

EXHIBIT "B"

THE STATE OF TEXAS COUNTY OF TRAVIS

BE IT REMENIBL .ED, that on the 12 day of August that we, each and all of us, J. W. MOORE, MARY DAVIES, BRUCE PARMELEY, MABERRY in our official capacities as officers and directors of Austin Lake Estates Recrestion Club, Inc., acting for and in behalf of Austin Lake Estates Recreation Club, Inc., and acting as the Board of Directors of . said corporation, at a regular meeting of said Board of Directors, held at its regular meeting place at the regular time took the following action, to-wit: Upon the meeting being called to order, Mary Davies was recognized by the President, J. W. Moore, and she, the said Mary Davies, made a motion and resolution, concerning a certain percel of land and water frontage owned by Austin Lake Estates Recreation Club, Inc., said parcel of land and water frontage being the same as that described in a purported quit claim deed executed by Robert Gilliam, purporting to quitclaim all the right, title and interest of Austin Lake Estates Recreation Club, Inc., over to four purported trustees, they being Ch rien C. Petterson, Dillard Vickers, Emmett Fry and J. K. Farley, said perported quitclaim deed being dated the day of June, 1969, and filed of record in the Travis County Deed Records in Volume 3700 at page 1542, said tract and parcel of land being situated in Travis County, Texas, and being described in said purported quitclaim deed as follows, to-wit:

The westernmost 3 feet of Lot 4, CeBar Ranch, Lakeview Acres a subdivision in Travia Cou y, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated, Attached hereto as Exhibit "A" and made a part hereof for all purposes is certified copy of said purported quitclaim deed.

Said Resolution and motion as ande by the said Mary Davies, as seconded by Bruce Parmeley and as carries by unanimous vote, was, and is, to-wit:

TO STATE OF TEXAS

WHEREAS, on the 1rd day of June, 1969, certain members of the Board of Directors of Austra Lake Estates Recreation Club, Inc., purporting to act us the board of directors of said corporation, voted to execute a quit claim deed to a portion of the land and waterfront owned by the said Austin Lake Estates Recreation Club, Inc., and purported to create a trust and to name four trustees, and purported to quit claim all right, title, and interest of the said Austin Lake Estates Recreation Club, Inc., in and to said parcel of land and waterfront, and to quit claim said property to said purported trustees, said purported trustees being Charles !. Petterson, Dillard Vickers, Emmett Fry, and 1. K. Farley; and

M.D. WHEREAS, Robert Gilliam, the then Vice President of said Board 9.8. M of Directors, purporting to be acting for Austin Lake Estates Recreation Club, Inc., did execute said purported quit claim deed to said purported trustees and 1. M: thereafter cause said purported deed to be filed of record in the Deed Records of the Travis County, Texas, Clerk's office; and

WHEREAS, the lard and waterfront area herein referred to is described in that same certain purported quit claim deed which is filed of record in the Volume 3700 at page 1542 in the Deed Records of Travis County. Texas, in the County Clerk's office; and

WHEREAS, it is relignized, understood and agreed to by the majority of the now legally constituted loard of Directors of said Austin Lake Estates

Recreation Club, Inc., that all s h action as heretofore described was unauthorized, illegal, void ab initio and a nullity, insofar as legally or in anywise transferring title to said land and waterfront from and out of Austin Lake Estates Recreation

Club, Inc.; and

WHEREAS, however, it is recognized by the majority of the now legally constituted Board of Directors of said corporation, that such action though it
was unauthorized, illegal, void a d a nullity, nevertheless might be considered
as casting a cloud on the Austin Lake Estates Recreation Club, Inc.'s. title to
said land and waterfrom area;

NOW THEREFORE, Be it Resolved by this now legally constituted
Board of Directors of said corporation, although specifically not recognizing
the validity of the cre. Acts of the purported trust, the purported trustees, and the
purported quitclaim deed heretofore referred to, does, in order to forever quiet title

to said land and waterfront area in Austin Lake Estates Recreation Club, Inc., hereby declare said purported trust, said purported trustees, and said purported quitclaim deed to be void ab luitio, a nullity, unauthorized and illegal; and to further effectuate said decharation of this Board of Directors, we, all and each of us as well as the Board of Directors as an entity, do hereby, under the authority of the Texas Trust / ct, the laws of the State of Texas, the Texas Corporation Act, the by-laws of Austin Lake Estates Recreation Club, Inc., and by vote of the stockholders, revoke, cancel, rescind, annul, and void said purported trust, said purported authority and existence of said purported trustees, and said purported quitclaim dee i, and we do so now, and we further do so now for then, when said unauthorized, void and illegal action took place, and said resolution is ordered entered into the minutes of this meeting and declared the official act and deed of this Board of Directors acting for and in behalf of Austin Lake Estates Recreation Clul, In:., and in its best interests and for the protection and preservation of its at acts. And we, all and each of us as well as this Board of Directors as an entity, authorize and direct Mr. J. W. Moore, President of the Board to execute for the corporation and this Board of Directors a written instrument outlining these proceedings and reflecting and declaring this to be our official act, resolution p i deed and to execute same in such a manner and condition that it can be and wi be filed of record in the Deed Records of Travis County, Texas.

NOW, THEREFORE, we, each and all of us acting in our official capacities as officers and directors of Austin Lake Estates Recreation Club, Inc., and J. W. Moore, President, acting for said corporation, do hereby execute this ratification and affirmance of the foregoing motion and resolution as carried by unanimous vote at our regular pleeting held on the 11th say of August, 1969, and we do hereby ratify and affirm he same.

WITNESS OUR HAN is at Austin, Texas, on this the 12 day of August, 1969.

J. W. Moore, President and

Ha B. Molesmy

Biece Banulag

AUSTIN LAKE ESTATES RECREATION CLUB

J. W. Moore, President

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

BEFORE ME, the tracersigned authority, on this the day of August, 1969, there personally appeared before me J. W. Moore, who after being duly sworn by me, did under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas corporation, that he is also the Fresident of said corporation and as such is authorized and impowered to act for said corporation, and he further stated and acknowledged to me under his oath that he signed the foregoing instrument as President of said Corporation and as a member of the said Board of Directors, and he acknowledged to me that he signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and he acknowledged to me that he did so far the purposes and consideration therein expressed and he further stated that he did not wish to retract same.

J. W. Moore

SWORN TO AND SUBSCRIBED TO and acknowledged before me by the said J. W. Moore on this the 1/2 day of August, 1969, to certify which, witness my hand and seal of office on this the 1/2 day of August, 1969.

Notary Public in and for Travis County, Texas THE STATE OF TEXAS COUNTY OF TRAVIS: -

BEFORE ME, the undersigned authority, on this the W day of August, 1969, there personally appeared before me, Mary Davies, who after being duly sworn by me, did under her oath depose and say that she is a member of the Board of Directors of Austin Lake Estates Recreation Club, Lic., a Texas Corporation, that she is also be Secretary of said Corporation, and she further 'er stated and acknowledged to the that she signed the foregoing instrument as Secretary of said Corporation and an a member of the Board of Directors, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she acknowledged to me that she did so for the purposes and consideration therein expressed, and she further started that she did not wish to retract same.

SWORN TO, SU SCRIBED TO AND ACKNOWLEDGED before me, by the said Mary Davies on this the 1200 day of August, 1969, to certify which witness my hand and seal of tilice on this the 12th day of August, 1969.

the matricks in Atsherry on this the retimed my band and seal of office on a

area are thomas as the see

THE STATE OF TEXAS COUNTY OF TRAVIS: -

C. C POR WIT S SO INTY

BEFORE ME, the undersigned authority, on this the August, 1969, there personally appeared before me, Bruce Parmeley, who after being duly sworn by me, did under his oath depose and say that he is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, and as such is authorized and empowered to act for said corporation, and he fur her stated and acknowledged to me under his oath that he signed the foregoing instrument as a member of the said Board of Directors of said corporation, and he acknowledged to me that he signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and he acknowl dged to me that he did so for the purposes and consideration therein expresse i and he further stated that he did not wish to retract same.

Bruce Parmeley

SWORN TO, STESCRIFED TO AND ACKNOWLEDGED BEFORE ME by the said Bruce Parmeley on this the 12 day of August, 1969; to certify which, witness my hand and seal of office on this the 12 day of August, 1969.

Notary Public in and for Travis County,

THE STATE OF TEXAS
COUNTY OF TRAVIS: --

BEFORE ME, the undersigned authority, on this the 12 day of August, 1969, there personally appeared before me ILA B. MABERRY, who after being duly sworn by me, did under her oath depose and say that she is a member of the Board of Directors of Austin Lake Estates Recreation Club, Inc., a Texas Corporation, and she further stated and acknowledged to me that she signed the foregoing instrument as a member of the Board of Directors of said corporation, and she acknowledged to me that she signed said instrument as the act and deed of said corporation and as the act and deed of the Board of Directors thereof, and she acknowledged to me that she did so for the purposes and consideration therein expressed, and she further stated that she did not wish to retract same.

Ha B. Maberry

SWORN TO, SUBSCRIBED TO AND ACKNOWLEDGED BEFORE ME by the said Ila B. Maberry on this the day of August, 1968; to certify which, witness my hand and seal of office on this the day of August, 1969.

Notary Public in and for Travis
County, Texas.

AUSTIN LAK STATES RECREATION CLUB, INC. BY-LAWS (Adopted at a Special Meeting of the Shareholders on Lectuber 18, 1966)

ARTICLE I. Meetings of Shareholder

- 1. All meetings of share olders shall be held at Austin Lake Estates
 Recreation Club, Inc. in the City of stain Lake Estates, State of Texas;
- 2. An annual meeting of shareholders shall be held at 2 o'clock P. M. on the last Saturday in June of each year if such day is not a legal holiday in said state; if such day falls on a legal inlinay in said state, then such annual meeting shall be held at the same time on the next succeeding secular day which is not a legal holiday in said state.
- 3. Special meetings of the shareholders may be called by the president, the board of directors, the holders of not less than one-tenth of all the shares entitled to vote at the meeting so called. No question may be voted upon at a special meeting of the shareholders unless the notice of such meeting states that one of the purposes of such meeting will be to act upon such question or such meeting is attended by all of the shareholders entitled to vote upon such question and all of the shareholders vote that such question may then be voted upon at such meeting.
- 4. Written or printed notice stating the place, day and hour of the meeting, and in case of a special riveting, the purpose or purposes for which the meeting is called, shall be delivered not less than 10 nor more than 50 days before the date of the meeting, either ersonally or by mail, by or at the direction of the president, the secretary or the officer or person or persons calling the meeting, to each shareholder of rever dentitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the shareholder at this address as it appears on the stock transfer books of the corporation, with postage thereon prepaid.
- 5. (a) For the purpose of determining shareholders entitled to notice of any meeting of shareholders of any adjournment thereof, the board of directors may by resolution provide that the took transfer books shall be closed for a period, to be stated in such resolution, no to exceed 10 days.
- (b) If the board of directors do not provide for the closing of the stock transfer books, relative to a particular meeting, then and in such event the record time and date for the determination of shareholders entitled to notice of and to vote at such meeting shall be to close of business on the 10th day immediately preceding such meeting.
- 6. The officer or agent having charge of the corporation's stock transfer books shall make, at least ten days before each meeting of shareholders, a complete list of the shareholders entitled to vote at such meeting or any adjournment thereof. Such list shall be arranged in alphabetical order, with the address of and the number of shares held by each, which list, fir a period of ten days prior to such meeting, shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder at any time during usual business hours. Such list shall also be produced and kept ofen at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of th

meeting. The original stock transfer woks shall be primafacie evidence as to who ere the shareholders entitled to examine such list or transfer books and to vote at any meeting of shareholders. 7. The holders of a major y of the shares entitled to vote, represented in person or by proxy, shall constitut, a quorum at a meeting of shareholders. The vote of the holders of a majority of the shares entitled to vote and thus represented at a meeting at which a quorum is precent shall be the act of the shareholders' meeting, unless the vote of a greater number is required by law. 8. (a) Each outstanding share shall be entitled to one vote on each mat er submitted to a vote of a meeting of shareholders. (b) Treasury shares, mares of stock owned by another corporation the majority of the voting stock of which is owned or controlled by this corporation, and shares of stock held by this corpore ion in a fiduciary capacity shall not be voted, directly or indirectly, at any meeting and shall not be counted in determining the total number of oustanding shares at any given time. (c) A shareholder may tote either in person or by proxy executed in writing by the shareholder or by his dely suthorized attorney in fact. No proxy shall be valid after eleven (11) months from the date of its execution unless otherwise provided in the proxy. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and in no event shall it remain irrevocable for a period of more than eleven (11) months. (d) At each election to directors every shareholder entitled at such election shall have the right to vote, ir parson or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote, or unless expressly prohibited by the articles of incorporation to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Any shareholder who intends to cumulate his votes as herein authorized shall give written notice of such intention to the secretary of the corporation on or before the day preceding the election at which such shareholder intends to cumulate his votes. (e) Shares standing in the name of another corporation, domestic or foreign, may be voted by such officer, agent, or proxy as the by-laws of such corporation may authorize or, in the absence of such authorization, as the board of directors of such corporation may determine. (f) Shares held by an administrator, executor, guardian or conservator may be voted by him so long as such shares forming part of an estate are in the possession and forming a part of the estate being served by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by he a without a transfer of such shares into his name as trustee. (g) Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such

receiver without the transfer thereof into 117 name if authority so to do be contained in an appropriate order of the court by which such receiver was appointed.

(h) A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgbe, and thereafter the pledgee shall be entitled to vote the shares so transferred.

9. Voting on any question or the any election may be by voice vote or show or hands unless the presiding officer that I order or any shareholder shall demand that voting be by written ballot.

10. To the extent applicable, Fobert's Rules of Order shall govern the onduct of and procedure at all shareholders' inpetings. 11. Any action required to be as which may be taken at a meeting of the shareholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof and t an delivered to the secretary of the corporation for inclusion in the minute book of the corporation. ARTICLE II. Directors 1. The business and affairs of the corporation shall be managed by a board of directors. 2. The number of directors of the corporation shall be seven (7). The number of directors may be increased or decreased from time to time by amendment to these by-laws, but no decrease shall have the effect of shortening the term of any incumbent director. 3. In order to be a director, a person must have the following qualifications: He or she must be a stockholder in the corporation and either own property in, or be a resident of, Austin Lake Estates aren. 4. At the first annual meeting of shareholders and at each annual meeting thereafter the shareholders shall elect directors to hold office until the next succeeding annual meeting. 5. Unless removed in accordance with these by-laws, each director shall hold office for the term for which he is elected and until his successor shall have been elected and qualified. 6. Any director may be removed from his position as director, with cause, at any special meeting of shareholders if notice of intention to act upon the question of removing such director shall have been stated as one of the purposes for the calling of such meeting; provided, however, that if such director was elected by cumulative voting, the vacancy created by his removal shall be filled by the vote of the shareholders whose cumulative vote elected him. 7. A particular directo ship stall be considered to be vacant upon the happening of any one of the following ever s: (1) Death of the person holding such directorship. (2) Resignation of the person holding such directorship. (3) Refusal of a person elected to a directorship to manifest his assen to serve. (4) Removal of a director at a special shareholders' meeting as provided in section 6 of this Article of these by-laws. 8. Subject to the provisions : Article II, Section 6 hereof, any vacancy occurring in the board of directors shall \ filled at the next meeting of the board of directors following the occurrence of su & vacancy. Such vacancy shall be filled by the affirmative vote of a majority of the emaining directors though less than a quorum. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in such directorship. 9. In the event of the creation of one or more new directorships by amendment of these by-laws, then any direc orship to be filled by reason of such an

presse in the number of directors shall be filled by election at an annual meeting of the shareholders or a special meeting of the shareholders called for that purpose. 10. A majority of the number of directors shall constitute a quorum for the transaction of business . The act of the majority of the directors present at a meeting at which a quorum is present she t be the act of the board of directors unless otherwise specifically required by law co hase by-laws. 11. A regular meeting of the coard of directors shall be held without other notice than this by-law immediately after and at the same place as the annual meeting of shareholders. The board of directors may provide, by resolution, the time and place for the holding of addition I regular meetings without other notice than uch resolution. 12. Special meetings of the sound of directors may be called by or at the request of the president or any two directors. Notice of the call of a special meeting shall be in writing and delivered for transmission to each of the directors not later than during the third day immediately praceding the day for which such meeting is called. Notice of any special meeting of y be waived in writing signed by the person or persons entitled to such notice; such waiver may be executed at any time before or after the time herein specified or the giving of such notice but not later than the time specified in such notice for the holding of such special meeting. Attendance of a director at a special meeting shall constitute a waiver of notice of such special meeting, except where a circotor attends a meeting for the express purpose of objecting to the transaction of any business or the meeting is not lawfully called or convened. 13. Unless otherwise specifically provided in these by-laws, all meetings of the board of directors shall be held at such times and at such places as may be specified by the Board. 14. Neither the business proposed to be transacted, nor the purpose of any regular or special meeting of the board of directors need be specified in the notice or waiver of notice of such mee ing. ARTICLE III. Officers 1. The officers of the corporation shall be a president, vice-president, a treasurer, and a secretary. Officers sust be stockholders and either own property in, or be a resident of, Austin Lake Es es area. 2. The officers of the corporation shall be elected annually by the board of directors at the first meeting of the trand of directors held after each annual meeting of shareholders or as soon thereafter as conveniently as vacancies may be filled or new offices filled at any meeting of the board of directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner herein provided. 3. Any officer or agent or mamber of the executive committee elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the best interest. of the corporation would be served thereby, but such removal shall be without presidice to the contract rights, if any, of the person so removed. 4. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be iiiled by the board of directors for the unexpired portion of the term. 5. The president shall be the principal executive officer of the corporation and shall in general supervise its control all of the business and affairs of the ocrporation. He shall preside at all rectings of the shareholders and of the board

He shall sign, with the societary or an assistant secretary, certificates for shares of the corporation, any leads, mortgages, bonds, contracts, or other instruments which the board of directors has authorized to be executed, exmept in cases where the signing and a ecution thereof shall be expreslly delegated by the board of directors to some other officer or agent of the corporation, or shall be required by law to be otherwise signal or executed; and in general he shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors fro time to time. 6. In the absence of the sident or in the event of his inability or refusal to act, the vice-president or i, the event there be more than one vicepresident, the vice presidents in the order designated, or in the absence of any designation, then in the order of their slection) shall perform the duties of the president, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. Any vice-president shall perform such other es as from time to time may be assigned to him by the president or by the board of directors. 7. If required by the board of directors, the treasurer shall give a bond for the faithful discharge of his dutien in such sum and with such surety or sweties as the board of directors shall detern ! . He shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for moneys due and payable to the corporation from any source whatsoever; and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositarie; as shall be selected by the board of directors; (b) in general perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the board of directors. 8. The secretary shall: (a) keep the minutes of the shareholders' and of the board of directors' meetings in one or more books provided for that purpose; (b) see that all notices are fully given in accordance with the provisions of these by-laws or as required by law; (c) to custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all certificates for shares prior to the issue thereof and to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these by-laws; (d) keep a register of the post-office address of each shareholder; (3) sign with the president certificates for shares of the corporation, the issue of which shall have been authorized by resolution of the board of directors; (f) have general charge of the stock transfer books of the corporation; (g) in general perform all duties inc dent to the office of secretary and such other duties as from time to time may be / signed to him by the president or by the board of directors. ARTICLE IV. Contracts, Loars, Checks and Deposits 1. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. 2. No loans shall be contracted on behalf of the corporation and no avigences of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances. 3. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness squed in the name of the corporation, shall be signed by such officer or officen, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors. 4. All funds of the corp. ration not otherwise employed shall be deposited -5-

edit of the carporation in such blanks, trust companies, or depositeries as the board of directors may select. ARTICLE V. Certificates for Shares and Their Transfer. 1. Certificates rapid senting shares of the corporation shall be in such form as may be determined by the board of directors. Such certificates shall be signed by the president or a vice president and by the secretary or an assistant secretary and shall be scaled with the seal of the corporation. All certificates for shares shall be consecutively to bered or otherwise identified. The name of the person to whom the shares represented thereby are issued, with the number of shares and date of issue, shall be entered on the books of the corporation. All certificates surrendered to the corporation for transfer shall be cancelled and no new certificate shall be issued until the former contificate for a like number of shares shall have been surrendered and cancelled, except that in case of a lost, destroyed, or mutilated certificate a new one may be assued therefor upon such terms and indemnity to the corporation as the board of director; may prescribe. 2. Transfers of shares of the corporation shall be made only on the books of the corporation by the helder of record thereof or by his legal representative, who shall furnish proper e ence of authority to transfer, or by his attorney thereunto authorized by power of attorney duly executed and filed with the secretary of the corporation, and on surrender for cancellation of the certificate for such shares. The person in whose name shares stand on the books of the corporation shall be deemed the owner thereof for all purposes as regards the corporation. ARTICLE VI. Fiscal Year The fiscal year of the corporation shall begin on the first day of July in each year and end on the 30th day of June the following year. ARTICLE VII. Seal The board of directors shall provide a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the corporation. ARTICLE VIII. Amendment of by-laws. These by-laws may to amended by the vote of the holders of a majority of the shares at any annual meeting of the shareholders or, if notice of a proposal to amend these by-laws and the maspect in which proposed to be amended is given in any call of a special meeting shareholders, at such special meeting.

No. 175,131

AUSTIN LAKE ESTATES

RECREATION CLUB, INC.

AND J.W. MOORE,

PLAINTIFFS

VS

R.S. GILLIAM, CHARLES C.

PETERSON, DILLARD L.

VICKERS, EMMETT R. FRY,

I.K. FARLEY, VIVIAN

WCRDERN, JOHN ROSE, AND

MARLENE ANGLIN,

DEFENDANTS

IN THE 126th

JUDICIAL DISTRICT COURT

OF

TRAVIS COUNTY, TEXAS

TO THE HONORABLE JUDGE OF SAID COURT:

Plaintiff, AUSTIN LAKE ESTATES RECREATION CLUB, INC., and J. W. MOORE make this their motion for a summary judgment upon title and possession to the property described in Plain aff's original petition, to wit:

The wester most 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision in Iravis County, Texas, according to the map or plat thereof of record in Plat Book 5, Page 43, of the Plat Records of Travis County, Texas, together with all improvements thereon situated.

The grounds of such motion being as follows:

I.

The Plaintiff so is to revoke, cancel, rescind, annul and void said trust, said purported author ty and existence of said purported Trustees, and said purported Quit Claim is ed and recover title to the land described as set forth in petition as pleaded in its original petition.

II.

The adverse parties, R. S. GILLIAM, CHARLES C. PETERSON, DILLARD L. VICKERS, EMMETT R. FRY, I. K. FARLEY, VIVI**FAL CO**RDERN, JOHN ROSE and MARLENE

Nov 8 10 44 AM 1971

G.T. Martin & CLERK
DISTRICT COURTS
TRANS COURTS, 11MA

POSTED

III.

The pleading and deposition on file, together with affidavits which are attach i hereto show that there is no genuine issue as to any material facts and tha your Plaintiff , the moving party, is entitled to a judgment revoking, cancelling, rescinding, annulling and voiding said trust, said purported authority and existence of said purported Trustees, and said purported Quit Claim Deed and for title and possession of the premises described as:

> The westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, a subdivision is Travis County, Texas, according to the map or plat thereof of secord in Plat Book 5, Page 43, of the Plat Records of Travis County Texas, together with all improvements thereon situated.

upon such claim against sail Defendants, as a matter of law.

IV.

That said Trust and Deed violates the Statute of Frauds, the Rule against Perpetuity and the Texas Trust Act; that said Trust is a Dry Trust; that said Deed is void for lack of consideration.

WHEREFORE, PFF 173ES CONSIDERED, Plaintiff prays for such summary judgment.

Respectfully Submitted:

AUSTIN LAKE ESTATES RECREATION CLUB, INC.

What Everett & Some

ettorney for Questin Lake Estates Recreation Club, Inc., and

le moore

NO. 175,131

AUSTIN LAKE ESTATES

RECREATION CLUB, INC.

AND J. W. MOORE,

PLAINTIFFS

VS

R. S. GILLIAM, CHARLES C.

PETERSON, DILLARD L.

VICKERS, EMMETT R. FRM,

I.K. FARLEY, VIVIAN

WORDERN, JOHN ROSE, AND

MARLENE ANGLIN,

DE.FENDANTS

IN THE 126th

JUDICIAL DISTRICT COURT

OF

TRAVIS COUNTY, TEXAS

Be it remembered that on this the ______ aay of November, A.D.

1971, came on to be considered Plaintiff's Motion for Summary Judgment; and, it
appearing to the Court that a late for hearing should be set upon such motion;

It is therefore Ordered, Adjudged and Decreed by the Court that Plaintiff's Motion for Summary Judgment shall be heard by the Court at its regular place of sitting on the 9th day of December, A.D. 1971, at 2:00 o'c ock. M.

ENTERED AND RENDERED this the 8th day of November,
A.D. 1971.

Judge residing, 126th Judicia District Court of Travis County, Texas

NOV 8 10 45 AN 1971

O.T. Moreon Secret

1VI 589 ME 134

NOTED

TAXED

POSTED

No. 175.131

Inc., et. al. To any Sheriff or Commable of the State of	on Club Robert S. Gilliam, et. al.
You are commanded to suramon.	Charles C. Petterson
	Oak Crest Drive,
Austin la	ke Estates, Austin, Travis County, Texas
to be and personally appear at 9:00 ckch 4	M, un the 6th day of December 1971;
sefore the Honorable 126th	to lours of Travis County, Texas, to be held within and for said County
of Travis, at the Court House thereof, in As	exin, then and there to testify and the truth to peak on behalf of the
Plaintiff	in the above styled and numbered cause, now perding in
said District Court, and there to remain from	a day to day, and from term to term, until discharged, and the return
hereof make according to law. Said above ou	and witness is further commanded to produce at said time and place above
set forth the following books, papers, dorner of	tes of Austin Lake Estates Recreation Club, Inc.
of any nature whatsoever related to the real property which is lawsuit, #175,131, including deed dated the 23rd day of and records of any nature whatfairs of and duties of the real property which is lawsuit. #175,131: any and is	hereof; any and all written instruments and recolating to creation of an alleged trust relating is the subject matter of the above captioned g but not limited to the original quink(claim June, 1969. Any and all written instruments hatsoever relating to the conduct of the e alleged trust and the alleged trustees of the subject matter of the above captioned all records; instruments, memos of any in the affairs of Austin Lake Estates
The second second	TENDER MITHERSS: \$1.00
Issued and given under my hand and see December , 1971.	and Court at office in the City of Austin, this the 3rd day
	O. T. MARTIN, JR.
	Clerk of the District Courts of Travis County, Tenns
	By Deputy
	DEC 6 1971
3 7 18	OFFICER'S RETURN 98 DECO 7/ 4/30 o'clock P. M.
Canie to hand theday vi	1971 3'50 Hard P.
and executed the day of	Le C. Petterson Gal Red Drine
by delivering to the within named	County, Texas in person, a true copy of this Subpoens, and rendering said
witness the sum of \$ 1.00	
FRES: \$4.00 FILED	Charles Jones
Day S Acts M	Will Trave County, Texas
CONST WOLLS	Mary West
THOMAS CONTINUES CONTINUES	Dept. TAVETAL

No 175,131

Inc., et. al. To any Sheriff or Constable of the Street	Robert S. Gilliam, et. al.
	met R. Fry
You are commanded to summon	6 Lake Ridge
	Adstin, Travis County, Texas
to be and personally appear at 9:00 o'clock	AM, a the 6th day of December , 1971 ;
	erict Court of Travis County, Texas, to be held within and for said County
	Austing then and there to testify and the truth to a cak on behalf of the
	in the above styled and numbered cause, now pending in
	from to to day, and from term to term, until discharged, and due return
	nan of witness is further commanded to produce at said time and place above
set forth the following books, papers, door	
lawsuit, #175,131, included dated the 23rd day of and records of any nature affairs of and duties of the real property which in lawsuit #175,131; any any	h is the subject matter of the above captioned ing but not limited to the original quittclaim of June, 1969. Any and all written instruments whitsoever relating to the conduct of the the alleged trust and the alleged trustees of a the subject matter of the above captioned dell records; instruments, memos of any ing to the affairs of Austin Lake Estates
Issued and given under my hand and	seal o said Court at office in the City of Austin, this the 3rd day
of December 1971	
	O. T. MARTIN, JR.
	Clerk of the District Course of Travis County, Texas
	By Tal Neh Lo
	DEC. 6 1971
7	OFFICER'S RETURN 98 DEC 6 1911 1971 # 4/3 o'clock P. M.
came to hand the day of	1971 at 3:30 o'clock L M.
and executed the day of	west R. Fry 116 Lake hile.
by delivering to the within named	
in / COO	Councy, Texas in person, a true copy of this Subpot as, and tendering said
witness the sum of \$ / FILES: \$4.00 FILES	Charles d. Jona
De 5 4 0	MISTI Travia County, Texas
CONST	ne ne
87 MO-	176.424398
DISTRICT 9	By Harry West

No. 175.131

Austin Lake Estates Recreation Inc., et. al.	Cli Sys Robert S. Gilliam, et. al.
To any Sherirf or Constable of the State of Texas	
	F. Parley
	reet, Anstin Lake Estates
THE ROLL OF STREET, MANUAL PROPERTY OF STREET,	Fravis County, Texas
	M. on th 6th day of December 19 71;
before the Honorable 126th District C	Court of Travis County, Texas, to be held within and for said County
of Travis, at the Court House thereof, in Austin	a, the and there to testify and the truth to speak on behalf of the
Pleintiff	in the above styled and numbered cause, now pending in
said District Court, and there to remain from de	ay r. ay, and from term to term, until discharged, and due return
hereof make according to law. Said above same!	wither is further commanded to produce at said time and place above
set forth the following books, papers, documents	or taker tangible things, to wit:
to the real property which is lawsuit, #175,131, including be deed dated the 23rd day of Jurand records of any nature what affairs of and duties of the athe real property which is the lawsuit, #175,131; any and all nature whatsoever pretaining the Recreation Club, Inc.	the subject matter of the above captioned out not limited to the original quiet claim he, 1969. Any and all written instruments tooker relating to the conduct of the alleged trust and the alleged trustees of a subject matter of the above captioned tractors; instruments, memos of any to the affairs of Austin Lake Estates TENDER WITNESS: \$1.00
of December , 19 71	
FONSTABLE	O. T. MARTIN, JR. Clerk of the District Course of Travis County, Texas By Dopuny
	DEC 6 1971
3 . 1200	O ICER'S RETURN 98
Came to hand theday of	19 // • octook/ M.
MOINDY A	TOR REASON AFTER DUE SEARCH AND DILICENT O'Clock M.
by delivering to the within named	11/1/2
in	centy, Texas in person, a true copy of this Subpoens, and tendering said
with ss the sum of \$	Clarle L. Jones
FEES: \$4.00 FILED	Cough Travis Co aty, Texas
6 4 10 PM 1971	O c O C
O.T. Mortingraum	& Sharry West
TRANS COUNTY TIME	Deputy
	TAXED

No 175,131

Austin Lake Estates Recreation	Club, va Rober	t S. Gilliam, e	t. al.
To any Sheriff or Constable of the State of Ter-	GREETING:	11	
You are commanded to summon	Vivian Worden,	нан	
	Rt. 8, Box 221/	Meca Road	
Aust	Iske Estates,	Austin, Travis	County, Texas
to b and personally appear at 9:00 o'clock A	v., on the 6th	day of Decambe	r, 1971;
before the Honorable 126th District (ourt of Travis County, ?	l'essa, so be held within	and for said County
of Tavis, at the Court House thereof, in Austin	then and there to tes	cify and the truth to sp	ear on behalf of the
Plaintiff	in the above	scyled and numbered co	use, now pending in
said District Court, and there to remain from A	ay to day, and from to	rm to term, until discha	eged, and due recura
hereof make according to lew. Said above man at	· leaser is further come	nanded to produce at said	time and place above
the above captioned lawsuit, original quietclaim deed day all written instruments and the conduct of the affairs of alleged trustees of the real pabove captioned lawsuit, #17; memos of any nature whatsoeve. Lake Estates Recreation Club,	and duties of property which and all any and all pertaining to	ture whatsoever the alleged trus is the subject m	r relating to
	THE	NDER WITNESS:	\$1.00
Issued and given under my hand an seal o.	all Course at office to	to City of Austin ship the	n 3rd
of December 19.71	Side Court at Office In t	E CITY OF ALBIE, US	
		O. T. MARTIN, II	
10000000000000000000000000000000000000	Clerk	of the District Cours of Travi	
	Ву	Pat XL	ha
- 1 50		Deputy	
	OFFICER'S RETURN 9	DEC 6 1971	
Came to hand the 3 day of Se			4:30 sides & M.
and executed theday of			o'clockM_
by delivering to the within named INCURY CA	FOR REASON AFTER DUE SE	ARCH AND DILIGENT	
by delivering to the winth I	A Comment	true copy of this Subpos	ne and tendering said
A SA	tunity, resist in person, a		
witness the sum of \$	Pols	071	
FLES: \$4.00 FILED	(MI	elle V. none	
	<u> </u>	navi	
Me & 4 10 MINUS		raire	Ounty, Texas
O.T. Months of CLERK	7	raver Wast	ounty, Texas

No. 175,131

Inc., et. al.	
To any Sheriff or Constable of the State of Toxes-	GREITING:
You are commanded to summon	Dillard L. Vickers
	121 Take Ridge /or/ 1601 West 5th St.
Austin, Travi	is County, Texas
to be and personally appear at 9:00 o'clock A M.	on the 6th day of December 1971;
be one the Honorable 126th District Court	et of Travis County, Texas, to be held within and for said County
of Travis, at the Court House thereof, in Auron,	then and there to testify and the truth to speak on behalf of the
	in the above styled and numbered cluse, now pending in
	to day, and from term to term, until discharged, and due return
尼斯 (1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	ritness is further commanded to produce at said time and place above
set forth the following books, papers, docum are or	other tangible things, to wit:
which he claims ownership thereof any nature whatsoever relative to the real property which is the lawsuit, #175,131, including but deed dated the 23rd day of june, and records of any nature whatso affairs of and duties of the all the real property which is the slawsuit, #175,131; any and all	r any and all such stock certificates in of; any and all written instruments and recording to creation of an alleged trust relating he subject matter of the above captioned to not limited to the original quite claim, 1969. Any and all written instruments over relating to the conduct of the leged trust and the alleged trustees of subject matter of the above captioned records; instruments, memos of any the affairs of Austin Lake Estates
HOUT OU CLOSE OLDER	
	TENDER WITNESS: \$1,00
Issued and given under my hard and scale is said	TENDER WITNESS: \$1,00
	TENDER WITNESS: \$1.00 id Court at office in the City of Austin, this the 3rd day O. T. MARTIN, IR.
	TENDER WITNESS: \$1.00 id Court at office in the City of Austin, this the 3rd day
constable	O. T. MARTIN, JR. Clerk of the District County of Travis County, Tens
constable	O. T. MARTIN, JR. Clerk of the District County of Travis County, Tens. By Pat Hickory Deputy
CONSTABLE Constable Came to hand the 3 day of 10 for and executed the day of NOT EVER' 10 FOR by delivering to the within named NOUR COULD	O. T. MARTIN, JR. Clerk of the District County of Travis County, Trave By Pat Hecker Deputy
CONSTABLE Constable Came to hand the 3 day of ROTERE'S TO FORD By delivering to the within named INQUE COULD in Count witness the sum of \$	O. T. MARTIN, JR. Clerk of the District County of Travis County, Texas By Pat Hacks Deputy FICHER'S RETURN 98 DEC 6 1971 1971, at 4:30 o'clock M., R REASON AFTER DUE SEARCH AND DILISENTY at o'clock M., NOT BE FOUND IN TRAVAS COUNTY, TEXAS.
CONSTABLE CONSTABLE Came to hand the 3 day of Constant in Country Country Country	O. T. MARTIN, JR. Clerk of the District County of Travis County, Texas By Pat Hacker Deputy FICHER'S RETURN 98 DEC 6 1971 1971, at 4:30 o'clock M. R REASON AFTER DUE SEARCH AND DILISENTY at o'clock M. NOT BE FOUND IN TRAVAS COUNTY, TEXAS.

No. 175, 131

To any Sheriff or Constable of the Stare of Ter-	-GREETING:
You are commanded to summou	John Rose
Rt. 8	Box 222 Meca Road
Austin Lake	Estates, Austin, Travis County, Texas
to be and personally appear at 9:00 o'clock A a	or the 6th day of December , 1971
before the Honorable 126th Dariet	urt of Travis County, Texas, to be held within and for said County
of Travis, at the Court House thereof, in Austin,	then and there to testify and the truth to speak on behalf of the
Plaintiff	in the above styled and numbered cause, now pending in
said District Court, and there to remain from day	to day, and from term to term, until discharged, and due return
hereof make according to law. Said above name	witness is further commanded to produce at said time and place above
set forth the following books, papers, decuments o	t other angible things, to wit:
original quiext claim deed dated all written instruments and ret the conduct of the affairs of a alleged trustees of the real pr above captioned lawsuit, #175,1 memos of any nature whatsoever	eal property which is the subject matter of 175,131, including but not limited to the the 23rd day of June, 1969; any and sords of any nature whatsoever relating to and duties of the alleged trust and the reperty which is the subject matter of the 121; any and all records, instruments,
Take Estates Decuestion Club	nertaining to the affairs of Austin
Lake Estates Recreation Club, .:	TENDER WITNESS: \$1.00
Lake Estates Recreation Club, 2	TENDER WITNESS: \$1.00
Isued and given under my hand and sed of s	TENDER WITNESS: \$1.00
Lake Estates Recreation Club, it	TENDER WITNESS: \$1.00
Isued and given under my hand and sed of s	TENDER WITNESS: \$1.00
Isued and given under my hand and sed of s	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas
Isued and given under my hand and sed of s	TENDER WITNESS: \$1.00 Court at office in the City of Austin, this the 3rd day O. T. MARTIN, JR.
Lake Estates Recreation Club, in Issued and given under my hand and sail of some of December 15 71.	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat X Deputy
Lake Estates Recreation Club, in Issued and given under my hand and sail of some of December 15 71.	O. T. MARTIN, JR. Clerk of the District Courts of Travia County, Texas By Pat Speny Deputy CER'S RETURN 3 DFC 6 1971
Isued and given under my hand and sed of sof December 15 71.	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Span
Lake Estates Recreation Club, in Issued and given under my hand and sed of sof December 15 71. Came to hand the 3 day of NOT EXEGUIED FOR	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Span Deputy CER'S RETURN 98DFC 6 1971 1971, at 430°clock N RASON AFTER DUE SEARCH AND DILIGENT, at o'clock M
Issued and given under my hand and seal of so December 15 71. Came to hand the 3 day of NOT EXEGUTED FOR THE PROPERTY AND TH	O. T. MARTIN, JR. Clerk of the District Courts of Travia County, Texas By Pat Specific Deputy CER'S RETURN 98DFC 6 1971 1971, at 42 o'clock N
Lake Estates Recreation Club, in Issued and given under my hand and seal of soft December 15 71. Came to hand theday ofNOT EXEGUTED FOR by deliveting to the within named INQUINY COULD	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Specific Courts of Travis County, Texas Deputy CER'S RETURN 98DFC. 6 1971 1971, at 430 clock M REASON AFTER DUE SEARCH AND DILIGENT, at o'clock M
Lake Estates Recreation Club, in	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Specific Courts of Travis County, Texas Deputy CER'S RETURN 98DFC. 6 1971 1971, st 430'clock M. REASON AFTER DUE SEARCH AND DILIGENT, at o'clock M. PLOT BE FOUND IN TRAVIS COUNTY, TEXAS.
Lake Estates Recreation Club, in	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Spenty Deputy CER'S RETURN 95DFC 6 1971 1971, st 430'clock M. RASONAFIER DUE SEARCH AND DELIGENT, at o'clock M.
Lake Estates Recreation Club, in	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Specific Courts of Travis County, Texas Deputy CER'S RETURN 98DFC. 6 1971 1971, at 430 clock M REASON AFTER DUE SEARCH AND DILIGENT, at o'clock M
Lake Estates Recreation Club, in	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Pat Deputy Deputy CER'S RETURN 98DFC. 6 1971 1971, st 4 2 o'clock M. RASON AFTER DUE SEARCH AND DILIGENT at o'clock M. COURTS RETURN 98 DFC. 6 1971 CER'S RETURN 98 DF
Lake Estates Recreation Club, in	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas By Deputy CER'S RETURN 98DFC. 6 1971 1971, at 4 2 o'clock N. RASON AFTER DUE SEARCH AND DILIGENT at o'clock M. COURTS BE FOUND IN TRAVIS COUNTY, TEXAS. Courts at office in the City of Austin, this the 3rd o'clock N. CER'S RETURN 98DFC. 6 1971 1971, at 4 2 o'clock N. CER'S RETURN 98DFC. 6 1971 1971, at 4 2 o'clock N. CER'S RETURN 98DFC. 6 1971 CER'S RETURN 98DFC. 6

No 175,131

Austin Lake Estates Recreation Control Inc., et. al.	lub, Robert S. Gilliam, et. al.
To any Sheriff or Constable of the State of Ter s-	-GREEVING:
You are commanded to summon.	George Sanders
	heering Co. 1710 Eva Street
Austin,	ravis County, Texas
to be and personally appear at 9:00 o'clock. A	on the 6th day of December 1973;
	our of Travis County, Texas, to be held within and for said County
	then and there to testify and the truth to speak on behalf of the
	in the above styled and numbered cause, now pending in
	to day, and from term to term, until discharged, and due return
	iness is further commanded to produce at said time and place above
set forth the following books, papers, documents	cords relating to property, property
	ake Estates Recreation Club, Inc., property
that are in the possession of M	toal : Engineering Company.
	White the second
	TENDER WITNESS: \$1.00
Issued and given under my hand and seal of	raid Court at office in the City of Austin, this the 3rd day
of December 19 71	
	O. T. MARTIN, JR. Clerk of the District Courts of Travis Courty, Texas
	By Pat Xeahs
	Deputy
	LEFICER'S RETURN 98 DEC. 1371
7 100	1071 - 4:30 cont 8 36
Came to hand theday of	19-11-, at -1 octobe - 19-11-
and executed theday of NOT EXECUTED F	THE DEASON AFTER DUE SEARCH AND DILIGENT
by delivering to the within named INQUIRY COUL	
inC	a. ty, Texas in person, a true copy of this Subposta, and tendering said
witness the sum of \$	De Long
FEES: \$4.00 FILED	Charles V. Veron
DEC 6. 4.16 PM IS	11 Traver County, Texas
TONETA PER	Of Car
OBT. Maranage	By: Therry 1/19st
TRAVIS COUNTY TEXAS	Depaty AAA
	1/000

NO: 171,131

AUSTIN LAKE ESTATES RECREATION CLUB, INC.,) IN THE 126th JUDICIAL et al.)

VS.) DISTRICT COURT OF)

ROBERT S. GILLIAM, et al.) TRAVIS COUNTY, TEXAS

PLAINTIFF'S FIRST SUPPLEMENTAL PETITION
To Said Honorable Court:

Now come all plaintiffs herein and still insisting on their Original Petition and not waiving same, file their First Supplemental Petition, and in support of same would respectfully show as follows:

I.

T

Plaintiff is entitled, also, to punitive damages against said defendants, jointly and severally, for such action in the amount of at least THIRTY THOUSAND (\$30,000.00) DOLLARS.

lir.

Plaintiff has been forced, as a result of defendants' actions as harminated to plaintiff's pleadings, to employ Robert Everett L. Looney and Sam B as as plaintiff's attorneys to bring this lawsuit, to prepare and to pursue plaintiff's remedies herein, and plaintiff has contracted with said attorney's to pay them a reasonable fee for their services herein.

WHEREFORE, all premises considered, plaintiffs continue to pray

NOTED

as stated in Plaintiff's Original Petition, and herenow supplements said prayer with the following, to wit: That upon final gainst hearing that plaintiffs recover judgment both jointly and severally against the defendants herein for a stual damages in at least the amount of \$75,000.00 and punitive da ges in at least the amount of \$30,000.00, plus judgment against said defendants, jointly and severally, for plaintiff's reasonable attorney's fees; and plaintiffs further pray for all costs of court as well as for any further relief, general or special, at law or in times equity, that plaintiff should show itself entitled.

RESPECTFULLY SUBMITTED AND SO PETITUONED.

Robert Everett L. Looney, attorney for Plaintiffs.

56 East Avenue Austin, Texas.

SAM BASS ATTORNEY FOR PLAINTIFFS WESTGATE BUILDING AUSTIN, TEXAS.

PILED

DEC 3 2 24 PH.971

O.T. MOSTING COUNTY
THANS COUNTY 1 25

NO. 175,131

AUSTIN LAKE ESTATES RECREATION CLUB, INC., ET AL

VS.

ROBERT S. GILLIAM, ET 7

IN THE 126TH JUDICIAL

DISTRICT COURT OF
TRAVIS COUNTY, TEXAS

MOTION TO STRIKE PLAINTIFFS' FIRST UPPLEMENTAL PETITION

Come now the defendants and cross-plaintiffs herein and move the Court to strike Plaintiffs' First Supplemental Petition for the following reasons: that said Supplemental Petition is filed too late being within seven (7) days of trial and having been filed without leave of Court in violation of Rule 63, T.R.C.P.; that plaintiffs filed this suit in August of 1969 and that this case has continued on the jury docket of this Court in excess of two and one-half years; and that on September 22, 1971 upon the motion of plaintiffs the cause herein was set for jury trial by order of this Court for December 6, .971 at 9:00 a.m.; that on December 2, 1971 the attorney for defendants and cross-plaintiffs appeared at the regularly scheduled docket call of this Court and announced ready for trial; and that sub equently on Friday afternoon, December 3, 1971, the attorney for efendants and cross-plaintiffs received a copy of Plaintiffs' First Supplemental Petition alleging monetary damages in the sum of \$75,000.00 and punitive damages in the sum of at least \$30,000.00; that defendants and cross-plaintiffs had no knowledge of the filing of this plea until served on their attorney; that defendants and cross-plaintiffs are surprised by the filing of said First Supplementa Petition and move this Court to strike said plea from the fi es.

Respectfully submitted, STAYTON, MALONEY, BLACK, HEARNE & BABB

DEC 6 10 S1 ON SELL

O.T. MONTHS THE PRINT COUNTS
TRANSCOOLARY PRINT

Douglass D. Hearne

1:4.175,131

LIVERED THIS	ARLES L. J	NES
CONSTABLE, PI	REC. 3. TRAVI	COUNTY, TEXAL
		COUNTY, TEARL

Austin Lake Estates Recreation	on Club, Robert S. Gilliam, et. al.
Inc., et. al. To any Sheriff or Constable of the State of Ter	EDD GRETI'ING:
You are commanded to summon.	Marlene Anglin
	, Sex 221 F, = at DeSoto Drive
	i Ake Estates, Austin, Travis County, Texas
to be and personally appear at 9:00 clock. A.	M, en the 6th day of December , 19.71;
before the Honorable 126th District	Court of Travis County, Texas, to be held within and for said County
of Travis, at the Court House thereof, in Aus	tin, then and there to testify and the truth to speak on behalf of the
Plaintiff	in the above styled and numbered cause, now pending in
said District Court, and there to remain from	day to day, and from term to term, until discharged, and due return
hereof make according to law. Said above num	ed witness is further commanded to produce at said time and place above
set forth the following books, papers, document	or other tangible things, to wit:
Any and all stock continue	of Austin Lake Estates Recreation Club,
all written instruments and the conduct of the affairs of alleged trustees of the real above captioned lawsuit. #179	
	TENDER WITNESS: \$1.00
Issued and given under my hand and scal of December 1971.	aid Court at office in the City of Austin, this the 3rd day
	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas
	By Pat Xleah
	Deputy
	Dro 2" sand
2 2/19	OFFICER'S RETURN
Came to hand theday ol	19/1, at 4. 20 o'clock M,
and executed the day of	19 11, at 10 20 o'clock & M.
by delive ing to the within named Mc	then Angles at 1 CCH
in Traver	County, Texas in person, a true copy of this Subpoena, and tendering said
wi ness the sum of \$ / 000	00.001
FEES: \$4.00	
	TILED CHILLES TO TO
	7 4 of MASSI Trans County, Texas
CONSTANT	7 4 04 PM 1971 Trans County, Texas

No.175,131

CHARLES L. JONES	
CONSTABLE, PREG. 3, TRAVIS COUNTY, TEXAS	

DEPUTY.

Austin Lake Estates Recre	ation Club, vs. Robert S. Billiam, et. a.
To any Sheriff or Constable of the State	
You are commanded to summon	Ro art S. Gilliam
	Route 8, Box 261 Aztec Street
Austin	Lake Satates, Austin, Travis County, Texas
	A M. on the 6th day of December 1971:
	District Court of Travis County, Texas, to be held within and for said County
	a Austin, then and there to testify and the truth to speak on behalf of the
	2014 MART 1 - COLUMBER STATE OF THE ST
	in the above styled and numbered cause, now pending in
	from day to day, and from term to term, until discharged, and due return
	nam d winess is further commanded to produce at said time and place above
set forth the following books, papers, doc	cates of Austin Lake Estates Recreation Club, Inc.
lawsuit, #175,131, includ deed dated the 23rd day o and records of any nature affairs of and duties of the real property which is	relating to creation of an alleged trust relating the subject matter of the above captioned ling but not limited to the original quick(claim of June, 1969. Any and all written instruments whatsoever relating to the conduct of the the illeged trust and the alleged trustees of s the subject matter of the above captioned d all records; instruments, memos of any ing to the affairs of Austin Lake Estates
	TENDER WITNESS: \$1.00
Issued and given under my hand and	seal of aid Court at office in the City of Austin, this the 3rd day
of December , 19 71	
	O. T. MARTIN, JR. Clerk of the District Courts of Travis County, Texas
	By Pat Xlegle
	Deputy
	WICER'S RETURN 7 1971
Came to hand the 3 day of	Dr. 4.3
/ 11	0 at 10 th o'clock A M.
and executed theday of	Report Gill To the
by delivering to the within named	HCOSA AMENON AT 1 CC11
in / / 2000 9	County, Texas in person, a true copy of this Subpoena, and tendering said
witness the sum of \$ / ' OC)	- Polo L 4. a -
FEE 3: \$4.00	FLED The A
CONSTABLE	1 A 04 PM 1971 Carry C anty, Texas
07	Ms tings clerk Happy Word
	DE ME COUNTS By: Deputy TRAILS ARTY, TEXAS
	The same A.

Plaintiff's Rey sted Spring to SPECIAL ISSUE NO. DO YOU FIND FROM A PREPONDERA ICE OF THE EVIDENCE, IF ANY, that the execution and filing of record, if any, of the quitclaim deed of June 23. 1969, was a material factor in the Lessee's, Bruce Parmalee's, decision to abandon the premises of his leasehold, if any, and with the Plaintiff, Austin Lake Estates Recreat! a Club, Inc.? Answer "we do" or "we do ret". EPECIAL ISSUE NO. DO YOU FIND FROM A PREPON GRANCE OF THE EVIDENCE, IF ANY, that the execution and filing of record, if any, of the quitclaim deed of June 23, 1969, was a material factor in the Lessee's, Bruce Parmalee's, decision to abandon or stop his lease payments to the Plaintiff, Austin Lake Estates Recreation Club, Inc.? Answer "we do" or "we d: not". Regusted: SIECIAL ISSUE NO. DO YOU FIND FROM A PREPOIDERANCE OF THE EVIDENCE, IF ANY, that the Lessee, Bruce Parmalee, made no further payments upon his lease to the Plaintiff, Austin Lake Estates Recreation Club, Inc., after the let day of A. D. 1969? Answer "we do" or "we o not". Reguested: INSWER:

Jones M. Meges

K | Out | The o C YOU FIRST STORY AND THE STORY OF THE STORY ner et alimeter le bed le contract le cont and the same a second factor. Pacific Day C. TO RULE OF THE SERVICE OF THE STREET, IT IN THE SERVICE OF THE SER and the state of t the set of the set And a series of the OC YOU THE THE RECENT OF THE PROPERTY OF THE P The distriction of a see and see. Filed in Blatt Court of Diego 81 5:04 PM Dec 13 1970 Linda Stoasett SPE L ISSUE NO.

DO YOU FIND FROM A PREPONDERANCE OF THE EVIDENCE, IF ANY, that the Easternmost line of the Westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, Tratis County, Texas, funs through, if it does, the clubhouse of the Plaintiff, Austin Lake Estates Recreation Club, Eq.?

Answer "we do" or "we do not".

Λ	N	E 23	R.	

SIFCYAL ISSUE NO.

DO YOU FIND FROM A PEPONDLEANCE OF THE EVIDENCE, IF ANY, that the Westernmost 303 feet of Lot 4, CeBar Ranch, Lakeview Acres, Travis County, Texas, is "Substantially all of the assests" of the Plaintiff, Austin Lake Estates Recreation Club, Inc.?

Answer "we do" or "we do not".

"Substantially all of the assests" as used herein means the main portion of the assests of the Corporation, Austin Lake Estates Recreation Club, Inc.; The main portion of or the real worth and important portion of the assests of the Corporation, Austin ake Estates Recreation Club, Inc.; The worth while portion of the assests as distinguished from the assests without value or with a merely nominal value.

ANSWER:

Requested:
Refused _____

Jone a. Meger

TO YOU PI SHE THE COURTS COME A FORM, IF A SHE SHEET att of the second of the secon Crise, Tree, his mount, that off, he derived as a season est of the eff actives pull accord The o set of "his " calant of You are a fine of the first of the contract of the order of the death form of the Company of the and the first of t I . I . I . I a and a second of the second of the second of the T of the Constant Property Constant Tours of the Table Filed in 196 th market at 5:05 Pm DEC 13 1970 Linda Stonett

SPECIAL	BEUE	NO.	
---------	------	-----	--

DO YOU FIND FROM A PREPONDERANCE OF THE EVIDENCE, IF AND, that the Quit Claim deed, if any, from the Defendant, Robert S. Gilliam, to the Defendants, Emmett R. Fry, Charles C. Petterson, Dillard L. Vickers, and I. K. Farley, was signed and delivered, if it was, in the "regular Course of business" of the Plaintiff, Austin Lake Mataths Recreation Club, Inc.?

Answer "we do" or "we do not".

"Regular Course of Business" as used herein means the habitual or regular business or sales that a pirty is engaged in, excluding incidential or occasional sales arising out of the transactions of that business; The normal operations which constitute the business of the Corporation, Austin Lake Estates Recreation Club, Inc., as authorized and permitted by its Corporate Charter.

Requista	ANSWE :
Refused Drank	SDRO AT MEGITE NO
	DO YOU FIND FROM A PREPONDERANCE OF THE EVIDENCE, IF ANY, that the Eastermost
	line of the Westernmost 303 that of Lot 4, CeBar Ranch, Lakeview Acres,
X	Travis County, Texas, is the the established by the surveyor, M. O.
	Metcalfe, Jr., as shown upon is exhibit entered and admitted in evidence
	as Plaintiff's exhibit no?
	Answer we do" or "we do not".
	ANSWER:

Jones M. My or

Filed in 126th mond for 5:05 P. DGC 131971

Anda Hoset

Vegueted:

ECIAL ISSUE NO.

ANSWER THE AMOUNT IN DOLLAR AND CENTS OR ANSWER NONE.

AMUNEP:\$

Tranked ____

Refused _____

Jones M. Meyers

Filed in 193th Court of Transit P.M

Dec 131971

Anda Stossett

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