

**DISCLOSURE STATEMENT TO A PURCHASER OF A MEMBERSHIP IN THE
ROARING SPRINGS RANCH CLUB INC.**

(Revised April 28, 1989) (Revised March 26, 1990) (Revised December 20, 1990) (Revised February 9, 1991) (Revised January 21 1992) (Revised February 12. 1993) (Revised January 1, 1994) (Revised January 1, 1995) (Revised January 1, 1997) (Revised January 1, 1998) (Revised July 1, 1998) (Revised January 1, 1999) (Revised January 1, 2000). (Revised: 12-9-2006), (Revised:10-13-2007), (Revised: 12-8-2007), (Revised:6-14-2008), (Revised10-4-2008), (Revised:2-14-2009), (Revised:4-11-2009), (Revised 4-10-2010)

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Name of Owner : Roaring Springs Ranch Club, Inc.
Name of Operator : Roaring Springs Ranch Club, Inc.
Address : 1001 FM 3203
Roaring Springs, Texas 79256

The Roaring Springs Ranch Club, Inc. is a non-profit corporation, incorporated in the State of Texas for the purpose of owning, managing and operating the Ranch facility for the benefit and pleasure of the Members. The corporation is owned by the Members of the Roaring Springs Ranch Club, Inc.

Location of Ranch : Approximately 3 miles south of Roaring Springs. Texas on State Highway 70.

Description of Amenities: : The Roaring Springs Ranch Club, Inc. owns approximately 742 acres of land which was previously used for ranching. The South Pease River runs through the Ranch from the southwest to northeast. The topography is rolling hills. Vegetation consists of mesquite trees, cottonwood trees, scrub oak and range grass. The centerpiece of the Ranch is a historical spring known as the Roaring Springs, which flows from 400 to 600 gallons per minute. The water from the spring feeds a large swimming pool and a small fishing pond, which is reserved for children fishing only. The water then flows into the South Pease River. During dry seasons, this flow is the only flow in the River. It furnishes a wading and play area as it winds through the campgrounds.

Graveled roads have been constructed for access to all facilities, which include:

1. Five different camping areas, with a total of 185 camping sites, each equipped with water and electric hookups. The 185 camping sites are sufficient to serve approximately 1500 memberships. However, the membership of the Roaring Springs Ranch Club, Inc. is limited to 1000 memberships.
2. Rest room and shower building near each camping area.

3. Children's Playground, including slide, swings, merry go round and other equipment.
4. Swimming pool with a large concrete deck, no charge for swimming.
5. Chapel, services are held from spring to fall. Fee Facility
6. Community Center, available to Members for meetings and parties. Fee facility.
7. Small fishing lake with dock
8. Hiking trails.
9. Off road vehicle area.
10. Nine hole golf course, a fee facility.
11. Golf cart storage building, a rental facility.
12. Pro shop.
13. Clubhouse. A key is available for a small deposit.

Membership interest : The membership is limited to 1000. Each membership owns a 1/1000 share of the Roaring Springs Ranch Club, Inc. The Springs Ranch Company, due to financial problems, filed for bankruptcy in March 1986. In April 1988, the Bankruptcy court sold the Ranch property to the Roaring Springs Ranch Club, Inc. Active, dues paying memberships dropped to approximately 600. It is anticipated a special membership sales program will be conducted in cooperation with the recreational vehicle dealers in Lubbock, Texas until all memberships are sold.

By the purchase of a membership, the Purchaser and, if married, the Purchaser's spouse become members of the Roaring Springs Ranch Club, Inc. Each member has the right to attend meetings of the members, to attend meetings of the Board of Directors, to vote and to use all common facilities, including the campsites, the water system, the swimming pool, the fishing lakes, the Chapel, the Community Center, hiking trails, and upon the payment of annual dues or daily green fees to play golf.

All unmarried children of a member, who are 20 years of age or under and live at the same residence as the parent, are associate members and have all privileges of a member, except voting and limited to only one guest.

In the event a Member desires to terminate the ownership of a Membership Certificate, and the privileges connected thereto, the Member may return the Membership to the Roaring Springs Ranch Club, Inc. with the monthly dues and assessments current. The Roaring Springs Ranch Club will then place the Membership Certificate on the list of Memberships listed for sale. Memberships shall be sold in the order as the Memberships are returned to the

Roaring Springs Ranch Club to be sold. When a members membership is sold by the Club, the prior owner will be paid seventy percent (70%) of the sales price of a membership, as established by the Board of Directors from time to time, and being in effect on the date the membership is sold, less all accrued dues, taxes and assessments, which are in arrears. A member may sell their membership on the public market and waive their right to receive seventy percent (70%) of the current sales price of a membership, and being in effect on the date the membership is sold, however, in all cases, Roaring Springs Ranch Club shall receive thirty percent (30%) of the current sales price being in effect when the membership is sold or transferred, regardless what the membership may have sold for on the public market.

A Membership and a Membership Certificate, and the privileges connected thereto, will be declared delinquent, if the monthly dues and assessments are thirty days in arrears and will be suspended, if the monthly dues and assessments are 60 days in arrears. The Membership and Membership Certificate will be terminated, if the dues and assessments are six months in arrears.

Council of Purchasers : Since the Roaring Springs Ranch Club, Inc. is owned by the members, the Board of Directors, which is elected by the members, serves as the Council of Purchasers.

Managing Entity : Board of Directors
Roaring Springs Ranch Club, Inc.
1001 FM3203
Roaring Springs, Texas 79256

Current Dues : Current Dues \$28.50 per month, payable quarterly.

Assessments : Current Assessments \$7.00 per month for emergency funds and a \$3.50 per month assessment fee, payable quarterly for a building fund. In addition a \$2.00 per night fee will be collected from all campers during the period of Memorial Day weekend through Labor Day weekend to help defray the cost of electric.

Taxes : State sales tax at 6.25%.

Debt : The mortgage at the Spur Security Bank was paid in full on January 17 1992. \$178,400 was borrowed from 209 members. Member loans were repaid in full in July 1998.

Property Taxes : Be assessed to members upon the receipt of the tax statement. Annual taxes are estimated to be approximately \$6,000. The amount

to be assessed to each member depends upon the number of memberships sold at the time the tax statement is received. For instance, if there are 800 current memberships, each membership will be assessed \$5.00. At this time the property taxes are covered by the annual budget

Fees - Golf Fees : Annual Fees for Single Member Pass - \$200.00. Annual Fees for Family Pass; includes both spouses and all family Associate Members - \$400.00 Daily Green Fees for Members who do not pay the annual fees - Monday through Friday, except holidays, \$15.00 as set y the Board of Directors. Saturday, Sunday and Holidays \$20.00 as set by the Board of Directors.

Insurance Coverage : General Liability Insurance, \$1,000,000 coverage Personal Property Insurance.

Reciprocal Program : Affiliated with Camp Coast to Coast. Members, at their option, may join Camp Coast to Coast. There is an initial fee for joining plus an annual fee. Camp Coast to Coast is a corporation which has organized a chain of approximately 500 private membership campgrounds or clubs, similar to the Roaring Springs Ranch Club. Members of Camp Coast to Coast may stay at any of the affiliated campgrounds throughout the United States for \$10.00 per night. The initiation fee to join Camp Coast to Coast is considerably higher, if it is not purchased at the same time a membership in the Roaring Springs Ranch Club is purchased. Approximately 150 members of the Roaring Springs Ranch Club are members of the Camp Coast to Coast.

Disposition of Deposit: : Any deposit made in connection with the purchase of a membership will be held until expiration of any right to cancel the contract or any later time specified in the contract and will be returned to the purchaser if he elects to exercise his right of cancellation.

Certification of Purchaser : I/We, _____ certify that I/we have read and understand the foregoing Disclosure Statement prior to the purchase of a membership in the Roaring Springs Ranch Club, Inc.

Signature of Purchaser _____ Date _____

Signature of Purchaser _____ Date _____