



Jennifer Harris &lt;jenharristx@gmail.com&gt;

## Material Misrepresentation in Nonprofit Corporation Filing

Jennifer Harris &lt;jenharristx@gmail.com&gt;

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To: corpcert@sos.texas.gov, secretary@sos.texas.gov

**Jennifer Harris**

136 E Big Lake Road

Trinity, TX 75862

[jenharristx@gmail.com](mailto:jenharristx@gmail.com)

702-337-3738

Secretary of State

State of Texas

P.O. Box 13697

Austin, TX 78711-3697

**Subject: Material Misrepresentation in Nonprofit Corporation Formation – Camp Branch Acres Subdivision Property Owners Association**

Dear Secretary of State,

I am writing to formally notify your office of material misrepresentations made in the filing of a nonprofit corporation named **Camp Branch Acres Subdivision Property Owners Association**, filing 805565905, filed in **May 28, 2024**. This filing was made without proper authorization and contains significant inaccuracies that may constitute violations of the Texas Business Organizations Code (BOC).

### Material Misrepresentations in Filing

1. **Unauthorized Board Representation** – The incorporation filing lists **Joe Chambers** and **Travis Elliott** as members of the board of directors, despite the fact that they were never informed of the corporation's formation and did not give their consent. These individuals were neither **consulted** before the filing nor notified afterward.
2. **Confusion with an Existing Association** – The newly created corporation closely resembles the name of an existing unincorporated nonprofit association, **Camp Branch Acres Property Owners Association**, which has operated since the 1960s. However, at no time did the board of directors or property owners of the existing POA authorize or approve the formation of this corporation.
3. **Deception and Lack of Notification** – The registered agent and organizer of this corporation failed to inform **Joe Chambers** and **Travis Elliott** of its formation. The existence of this corporation was only inadvertently discovered in **September 2024**, more than three months after its creation. Neither of these board members were given any role within the newly formed corporate entity.
4. **Misrepresentation in Fundraising and Financial Demands** – The newly created corporation has falsely represented itself as an already established property owners association, misleading residents regarding its legitimacy. It has also engaged in fundraising activities while falsely describing itself as a **charity**, despite not having 501(c)(3) status. A **new EIN was obtained**, and **financial accounts were opened under this new EIN without authorization**, primarily used to collect **deceptive charity** donations. Additionally, the corporation has **demanding property dues** from individuals who were members of the existing, unincorporated POA.
5. **Ongoing False Information in State Records** – **Joe Chambers** and **Travis Elliott** continue to be listed as managing directors of this newly formed corporation with the **Secretary of State**, despite them **denying any role in the entity**. They have made it clear they do not wish to be associated with this corporation, yet no corrections have been made to remove their names.
6. **Failure to Meet Minimum Director Requirements** – The Texas Business Organizations Code requires a nonprofit corporation to have at least three managing directors. Because **only two individuals actually consented to serve as directors**, the corporation does not meet the legal requirements for formation. The inclusion of **Joe Chambers** and **Travis Elliott** under false pretenses was essential for meeting the required number of directors, further demonstrating the fraudulent nature of this filing.
7. **Invalid Registered Agent Office Address** – The registered agent's address was listed as **125 W Big Lake Road, Trinity, TX**. However, this address is neither a valid **street address** (as it is not associated with any property) nor a **PO Box**. Instead, it refers to a mailbox standing alongside residents' mailboxes that is not tied to any physical property. **This is not an address where service of process can be served on the registered agent**, raising further concerns about the legitimacy of the filing.
8. **Failure to Rectify the Situation** – Since discovering this issue in **September 2024**, we have directed **Kelly Harrell** and **Kelle Rahm**, the individuals responsible for this incorporation, to dissolve the corporation. However, they have failed to take any corrective action.

## Potential Violation of Texas Business Organizations Code

Under the Texas Business Organizations Code, **Section 4.008**, it is an offense to file a materially false filing instrument with the intent that it be delivered to the Secretary of State for filing. Specifically, the law states:

*A person commits an offense under section 4.008 of the BOC if the person signs or directs the filing of a filing instrument the person knows is materially false with the intent that the instrument be delivered to the secretary of state for filing. The offense is a Class A misdemeanor unless the person's intent is to harm or defraud another, in which case the offense is a state jail felony.*

In this case, **Kelly Harrell and Kelle Rahm** knowingly filed a corporation that:

- Was not authorized by the existing association;
- Contained false information regarding the board of directors, specifically listing **Joe Chambers** and **Travis Elliott** without their consent or knowledge;
- Falsely claimed to meet the minimum requirement of three managing directors, when in reality, **only two individuals consented**;
- Continues to mislead the community by failing to disclose its formation;
- **Still falsely lists Joe Chambers and Travis Elliott as managing directors** despite their clear and repeated denials of any involvement in the corporation;
- **Provided an invalid registered agent office address**, which does not meet legal requirements for service of process;
- **Obtained a new EIN and opened financial accounts without authorization**, using these accounts to collect **deceptive charity** donations;
- Has been used to misrepresent itself to property owners, including collecting unauthorized dues and falsely claiming nonprofit charity status in fundraising efforts.

## Request for Immediate Action

Given the fraudulent nature of this filing, I respectfully request that the **Texas Secretary of State**:

1. **Investigate** this improper incorporation and the misrepresentations involved.
2. **Take appropriate action** against the individuals responsible under Section 4.008 of the BOC.
3. **Invalidate or dissolve** the unauthorized corporation, as it was created under materially false pretenses and **failed to meet the minimum director requirements for a nonprofit corporation**.
4. **Update state records** to remove the names of **Joe Chambers** and **Travis Elliott**, as they have repeatedly denied involvement in the corporation.
5. **Review the validity of the corporation's registered agent office address**, which is not suitable for service of process and does not meet legal requirements.
6. **Investigate the unauthorized EIN and financial accounts** used for **deceptive charity** fundraising efforts and improper financial activity.

If additional information or documentation is required, I am prepared to provide supporting evidence, including communications and financial demands made by this improperly formed entity.

Thank you for your attention to this serious matter. I look forward to your prompt response.

Sincerely,

**Jennifer Harris**

[jenharristx@gmail.com](mailto:jenharristx@gmail.com)

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