

ARTICLES OF INCORPORATION

OF

NORTHPARK VILLAGE COMMUNITY ASSOCIATION

FILED
In the Office of the
Secretary of State of Texas

DEC 22 1972

In compliance with the requirements of the Texas Nonprofit Corporation Act, the undersigned, all of whom are citizens of the State of Texas, and all of whom are at least twenty-one (21) years of age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Northpark Village Community Association, hereinafter called the "Association".

ARTICLE II

The initial registered office of the Association is located at 800 Bell Avenue, Houston, Texas.

ARTICLE III

B. P. Pierce, whose address is 800 Bell Avenue, Houston, Texas, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The corporation is a nonprofit corporation and does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for community, civic and social welfare and to promote and/or to provide municipal services and educational and recreational services and facilities within that certain 809.4296-acre tract or parcel of land within the H.T.&B.R.R. Co. Survey No. 3, Abstract 1719 in Harris County, Texas, and Abstract No. 283 in Montgomery County, Texas, the H.T.&B.R.R. Co. No. 5 Survey, Abstract 422 in Harris County, Texas, and Abstract No. 282 in

Montgomery County, Texas, the Thomas S. Foster Survey, Abstract No. 1720 in Harris County, Texas and Abstract No. 718 in Montgomery County, Texas, the Richard Williams Survey, Abstract No. 1721 in Harris County, Texas and Abstract No. 660 in Montgomery County, Texas, the M. H. Short Survey No. 535 in Harris County, Texas and the Harrison McLean Survey, Abstract No. 529 in Harris County, Texas, said 809.4296 acres being more particularly described by metes and bounds in Exhibit "A" attached hereto, made a part hereof, and incorporated herein for all purposes, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Clerk of Harris County, Texas, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(c) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area owned by the Association to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Texas by law may or hereafter have or exercise.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot or apartment, townhouse or patio house living unit or Commercial Land which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot or apartment, townhouse, or patio house living unit or Commercial Land which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each Lot or apartment, townhouse, or patio house living unit or Commercial Land shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot or apartment, townhouse, or patio house living unit or tract of Commercial Land.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot or apartment, townhouse, or patio house living unit or tract of Commercial Land owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on January 1, 1995.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of eleven (11) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

1. J. D. BRUTON, P. O. Drawer 809, Humble, Texas
2. J. C. BYRD, P. O. Drawer 809, Humble, Texas
3. THOMAS A. HILL, 800 Bell Avenue, Houston, Texas

4. P. L. COOBY, P. O. Drawer 809, Humble, Texas
5. WILLIAM S. O'DONNELL, P. O. Box 10681, Houston, Texas
6. D. H. GREGG, 800 Bell Avenue, Houston, Texas
7. R. D. LEONHARD, P. O. Drawer 809, Humble, Texas
8. G. B. MITCHELL, P. O. Drawer 809, Humble, Texas
9. C. R. PARISH, P. O. Drawer 809, Humble, Texas
10. H. H. SCOTT, P. O. Drawer 809, Humble, Texas
11. HUBERT SMITH, P. O. Drawer 809, Humble, Texas

At the first annual meeting, the members shall elect four directors for a term of one year, four directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter, the members shall elect four directors for a term of three years EXCEPT that at each third annual meeting after the first annual meeting, the members shall elect three directors for a term of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger of consolidation, the assets of the Association shall not be transferred to or received by any individual, but shall, pursuant to a lawful plan of distribution, be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XII

INCORPORATORS


The names and addresses of the three (3) incorporators are:

J. C. BYRD, P. O. Drawer 809, Humble, Texas

D. H. GREGG, 800 Bell Avenue, Houston, Texas

J. D. BRUTON, P. O. Drawer 809, Humble, Texas.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Texas, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 30th day of November, 1972.




J. C. BYRD



D. H. GREGG



J. D. BRUTON

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STATE OF TEXAS
COUNTY OF HARRIS

I, PATRICIA A. Souter, a Notary Public, do hereby certify that on this 30th day of November, 1972, personally appeared before me, J. C. BYRD, who bring by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

Patricia A. Souter
Notary Public in and for
Harris County, Texas
PATRICIA A. SOUTER

STATE OF TEXAS
COUNTY OF HARRIS

I, PATRICIA A. Souter, a Notary Public, do hereby certify that on this 30th day of November, 1972, personally appeared before me, D. H. GREGG, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

Patricia A. Souter
Notary Public in and for
Harris County, Texas
PATRICIA A. SOUTER

STATE OF TEXAS
COUNTY OF HARRIS

I, PATRICIA A. Souter, a Notary Public, do hereby certify that on this 30th day of November, 1972, personally appeared before me, J. D. BRUTON, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

Patricia A. Souter
Notary Public in and for
Harris County, Texas
PATRICIA A. SOUTER

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
NORTH PARK VILLAGE COMMUNITY ASSOCIATION

Filed in the Office of the Secretary of State of Texas
This <u>27th</u> day of <u>Nov</u> , 1973
<u>W. C. [Signature]</u> Legal Counsel

J. D. BRUTON and D. H. GREGG certify:

(1) THAT they are the President and the Secretary,
respectively, of Northpark Village Community Association, a
Texas non-profit corporation;

(2) THAT at a meeting of the Board of Directors of said
corporation, duly held at Humble, Texas, on November 29, 1973,
the following resolution was adopted:

"Resolved: That Article I of the Articles of
Incorporation of this Corporation be amended to read
as follows:

"Article I. The name of the corporation is
Sherwood Trails Village Community Association,
hereinafter called the 'Association'."

(3) THAT all shares having voting rights have voted and
consented in writing to the adoption of said amendment and the
form of written vote and consent is as follows:

"The undersigned members constituting all members
having voting rights, vote for and consent to the amend-
ment of Article I of the Articles of Incorporation, as
follows:

"Article I. The name of the Corporation is
Sherwood Trails Village Community Association,
hereinafter called the 'Association'."

J. D. Bruton
J. D. BRUTON, President

D. H. Gregg
D. H. GREGG, Secretary

STATE OF TEXAS

COUNTY OF HARRIS

I, Shirley C. Drew, a Notary Public,
do hereby certify that on this 3rd day of December,
1973, personally appeared before me, J. D. BRUTON and D. H. GREGG
who each being by me first duly sworn, severally disclosed that
they are the persons who signed the foregoing document as
President and Secretary, respectively, of Northpark Village
Community Association, and that the statements therein contained
are true.

Shirley C. Drew
Notary Public in and for
Harris County, Texas

SHIRLEY C. DREW
Notary Public in and for Harris County, Texas
My Commission Expires 6-1-75