ARTICLES OF INCORPURATION

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HED OAK TOWNIGHE INHEOWNERS ASSOCIATION, INC.

(A Texas Non-Profit Corporation)

Harris County, Texas



The State of Texas

Secretary of State

CESTIFICATE OF INCORPORATION

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*** U TOWN TOWNSHIP HOMEOWNERS ASSOCIATION, INC. CHARTER NUMBER 01135021

THE MURLISCOVER, AS SECRETARY OF STATE OF THE STATE OF TEXAS, MARENY CHATTETES THAT ARTICLES OF INCORPORATION FOR THE ABOVE CHAPHRATION, OULY STUNED AND VENTFIED HAVE BEEN RECEIVED IN THIS DEFICE AND ARE FOUND TO COMFORM TO LAM.

ACCORDINGLY THE UNDERSIGNED. AS SUCH SECRETARY OF STATE, AND BY VERTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE AUTICLES OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE MAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF ANOTHER UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW, THE ASSUMED BUSINESS OF PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED UFC. 5, 1989



Secretary of State

ARTICLES OF INCORPORATION OF RED OAK TOUNIONE HOMEOWNERS ASSOCIATION, INC.

FILED IN THE BILLION OF THE SECRETARY OF STREET OF THE SECRETARY OF THE SE

(A Texas Non-Profit Corporation)

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, citizen of the State of Texas, acting as incorporator of a corporation (hereinafter called the "Corporation") under the Texas Non-Profit Corporation Act (hereinafter called the "Act"), do hereby adopt the following Acticles of Incorporation for such Corporation:

ARTICLE [

NAME

The name of the Corporation is RED OAK TOWNHOME HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

NUN-PROFIT CORPORATION

The Corporation is a non-profit corporation.

ARTICLE III

DURATION

The period of its duration of the Corporation is perpetual.

ARTICLE IV

PURPOSES AND POWERS

- 1. The Corporation does not contemplate pecuniary gain or profit to the Members thereof, and its specific and primary purpose is to provide for the preservation and maintenance of a Condominium Project, as provided in the Condominium Declaration of RED OAK TOWNHOMES (hereinafter referred to as the Declaration"), located in Harris County, Texas.
 - 2. The general purposes and powers are:
- a. To promote the common good, health, safety and general welfare of the residents within the Property:
- b. To exercise all of the powers and privileges and to perform all of the ducies and obligacions of the Corporation arising from the Declaration applicable to the Property, as amended from time to time, and recorded or to be recorded in the Condominium Records in the Office of the County Clerk of Marris County, Texas, the Declaration being incorporated herein by reference for all purposes;

- c. To enforce applicable provisions of the Declaration, By-Lucy, any rules and regulations of the Corporation and any other instrument for the management and control of the Property;
- 3. To fix, levy, collect and entorce payment by any lauful means, all charges or assessments pursuant to the terms of the Declaration; to contract for and pay all expenses in connection with the maintenance, gardening, utilities, materials, supplies and services relating to the Common Elements (as defined in the Declaration) and facilities; to employ personnel reasonably necessary for administration and control of the Common Elements, including lawyers and accountants where appropriate; and to pay all office and other expenses incident to the conduct of business of the Corporation, including all licenses, taxes and special assessments which are or would become a lien on any portion of the Property;
- e: To have and to exercise any and all powers, rights and privileges, including delegation of powers as permitted by law, which the Corporation under the Act may now or hereafter have or exercise;
- I. To acquire (by purchase, grant or otherwise), snnex and merge, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfar, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;
- g. To borrow money, morrgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debta incurred in accordance with the Declaration limitations; and
- h. To act in the capacity of principal, agent, joint venturer, partner or otherwise.

The foregoing etatement of purposes shall be construed as a statement both of purposes and of powers, and the purposes and powers in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherunce of the primary purposes of the Corporation.

ARTICLE V

REGISTERED OFFICE AND REGISTERED ACENT

The screet address of the Initial registered office of the Corporation is 8020 Southwest Freeway, Suite 000, Houston, Texas 77074-1690, and the name of tis Initial registered agent at such address is JEFFERY DOUGLAS.

ARTICILE VI

BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is five (5) and the names and addresses of the persons are:

Name	Address
Kennech Pauli	17605 Red Oak Orlve Nouscon, Texas 77090
Janice Tubbe	1760] Red Oak Drive Houston, Texas 77090
Beccy Mosely	17587 Red Oak Drive Houston, Texas 77090
Sandra Treude	17513 Red Oak Drive Houston, Texas 77090
Kent L. Gee	17555 Red Oak Drive Houston, Taxas 77090

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

Name	Address
Kenneth Paull	17605 Red Oak Drive Houston, Texas 77090
	ARTICLE VIII

HEMBERSHIP

The authorized number of and qualificuctons for membership in the Corporation along with the appurtenant voting rights and other privileges due Unit Owners in the Condominium Project shall be as set out in the Declaration. Every person or entity who is a record Owner of a fee or undivided fee interest in any Unit which is subject to the Declaration. Including contract sellers, shall be a Member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Hembership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Corporation.

ARTICLE IX

DISSOLUTION

The Corporation may be dissolved in accordance with the limitations set out in the Jeclaratian. The Corporation is one which does not concemplate pecuniary gain or profit to the Members thereof, and it is organized solely for non-profit purposes. In the event of liquidacion, dissolution or winding up of the Corporation, whether voluntarily or involuntarily, the Directors shall dispose of the Property and assets of the Corporation in such manner as they, in the exercise of their discretion (as set out in the Declaration), deem appropriate; provided, however, that such disposition shall be exclusively in the furtherance of the object and purposes for which the Corporation is formed, and shall not accrue to the benefit of any Director of the Corporation or any individual having a personal or private incurest in the affairs of the Corporation or any organization which engages in any activity in which the Corporation is precluded from engaging.

IN WITNESS HEREOF, the undersigned hereunto net my hand this glat day of

KENNETH PAULL, INCORPORATOR

THE STATE OF TEXAS \$

COUNTY OF HARRIS \$

1. Elizable, Thirst, a Notary Public in and for said County and State, do hereby certify that on this <u>list</u> day of <u>November</u>, 1989, personally appeared before me KENNETH PAULL, 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.

IN WITNESS HEREOF, I have hereunco set my hand and seal of office the day and year before written.

Notary Public - State of Texas

Eloise H. Talbert
Princed Name of Nocary

My Commission Expires: 7/22/9/