

529-89-0103

NON-PROFIT



OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF INCORPORATION
OF

KIRKWOOD COUNTRY HOMEOWNERS ASSOCIATION

The undersigned, as Secretary of State of the State of Texas, hereby certifies that duplicate originals of Articles of Incorporation for the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated FEBRUARY 1, 19 79

KW Strake Jr.
Secretary of State



ceb

229-89-0104

FILED
In the Office of the
Secretary of State of Texas

FEB 01 1979

Lona Salzman
Deputy Director, Corporation Division

ARTICLES OF INCORPORATION
OF KIRKWOOD COUNTRY
HOMEOWNERS ASSOCIATION

We, the undersigned and natural persons of the age of twenty one years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

CORPORATE NAME

The name of the corporation is KIRKWOOD COUNTRY HOMEOWNERS ASSOCIATION.

ARTICLE II

CORPORATE STATUS

The corporation is a non-profit corporation.

ARTICLE III

DURATION

The period of its duration is perpetual.

ARTICLE IV

The corporation is formed for the purposes of providing for maintenance and preservation of the properties subject to the Covenants, Conditions and Restrictions applicable to KIRKWOOD COUNTRY, SECTION ONE, a subdivision in Harris County, Texas, and any additional properties that may hereafter be brought within the jurisdiction of the residents within the above described property and to;

1. 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 recorded or to be recorded in the Map Records of Harris County, Texas, as KIRKWOOD COUNTRY, SECTION ONE, 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;



2. 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, and

3. have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of Texas may have or hereafter have or exercise; provided that none of the objects or purposes herein set out shall be construed to authorize the corporation to do any act in violation of said Non-Profit Corporation Act or Part Four of the Texas Miscellaneous Corporation Laws Act, and all such objects or purposes are subject to said Acts.

ARTICLE V

The street address of the initial registered office of the corporation is 2600 Southwest Freeway, Suite 375, Houston, Texas, 77098, and the name of its initial registered agent at such address is W. Harold Sellers.

ARTICLE VI

The affairs of the Association shall be managed by a Board of five (5) Trustees, who need not be members of the Association. The number of Trustees may be changed by amendment to the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of trustees until their successors are elected are:

Charles N. Schwarz, Jr.	800 Taft Houston, Texas 77019
W. Harold Sellers	2600 Southwest Freeway, #375 Houston, Texas 77098
Floyd Dellinger	6223 Richmond, #304A Houston, Texas 77027
Harold C. Wallace	3100 Travis, 3rd Floor Houston, Texas 77001
Henry J. Martyn III	3100 Travis, 3rd Floor Houston, Texas 77001

At the first annual meeting beginning in 1980 the members shall elect one trustee for a term of one year, two trustees for a term of two years and two trustees for a term of three years; and at each annual meeting thereafter the members shall elect that number of trustees equal to the number of trustees whose terms expire at such time.

ARTICLE VII

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any property which is subject to a maintenance charge assessment by the Association, including contract sellers, such persons or entities being hereinafter referred to as an "Owner", 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. No Owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of the property which is subject to assessment by the Association. Ownership of such property shall be the sole qualification for membership.

ARTICLE VIII

VOTING RIGHTS

The Association shall have two classes of membership:

Class A: Class A members shall be all those Owners as defined in Article VII with the exception of the Declarant. Class A members shall be entitled to one vote for each lot in which they hold the interest required for membership by Article VII. When more than one person holds such interest in any Lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B: The Class B member shall be KIRKWOOD COUNTRY, INC., its successors or assigns, the Declarant as defined in the Declaration. The Class B member shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership by Article VII, provided, however, that 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 of votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership,
- or
- (b) on ~~January 1, 1988~~

ARTICLE IX

DISSOLUTION

Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created or shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

Dissolution of the Association must be approved in writing and signed by not less than two-thirds (2/3rds) of each class of members. So long as there is a Class B membership, dissolution and/or amendment of these Articles must have the prior approval of the Federal Housing Administration or Veterans Administration.

IN WITNESS WHEREOF, we the undersigned, have hereunto set our hands the the 30 day of January, 1978?

The names and addresses of the incorporators are:

David B. Todd
777 S. Post Oak Rd., #800
Houston, Texas 77056

Signed: [Signature]

Daivd J. Bourg
777 S. Post Oak Rd., #800
Houston, Texas 77056

Signed: [Signature]

J. Robert Copeland
777 S. Post Oak Rd., #800
Houston, Texas 77056

Signed: [Signature]

Sworn to on January 30, 1978? by the above name incorporators.

[Signature]
NOTARY PUBLIC in and for
Harris County, Texas.

BETTINA W. SUMAN
Notary Public in Harris County, Texas
My Commission Expires August 3, 1980