

RECEIVED
SECRETARY OF STATE
NOV 15 2005
CORPORATIONS SECTION

ARTICLES OF INCORPORATION
OF
CRESCENT PARK VILLAGE TOWNHOMES (HOUSTON)
ASSOCIATION, INC.

I, the undersigned, natural person of the age of twenty-one (21) years or more, being a citizen of the State of Texas, acting as the incorporator of a corporation under the Texas Nonprofit Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE I.
NAME

The name of the Corporation is CRESCENT PARK VILLAGE TOWNHOMES (HOUSTON) OWNERS ASSOCIATION, INC., hereinafter referred to as the "Corporation" or the "Association."

ARTICLE II.
NONPROFIT

The Corporation is a nonprofit corporation.

ARTICLE III.
DURATION

The period of its duration is perpetual.

ARTICLE IV.
POWERS

The Corporation shall have all power allowed by the law of Texas to be exercised by non-profit corporations, including without limitation the power and responsibility to maintain and administer the common area of Crescent Park Village Townhomes, and any additional properties which may come within the jurisdiction of the Association; to administer and enforce any covenants and restrictions filed of record in the Official Public Records of Real Property of Harris County, Texas; to collect and disburse the assessments and charges thereof; and to similarly deal with all additional properties which may come within the jurisdiction of the Association by annexation or otherwise, and all other property, real, personal and mixed which the Association may acquire.

ARTICLE V.
MEMBERSHIP

The Association shall have two classes of Members. Class "A" Members shall be all Owners of Property subject to the Declaration of Covenants, Conditions and Restrictions for Crescenc Park Village Townhomes (hereinafter referred to as the "Declaration"), other than Declarant (as defined in the Declaration). Membership shall be appurtenant to and

may not be separated from ownership of any lot which is subject to assessment by the Association.

The Class "B" Member shall be Declarant; provided however that Declarant shall cease to be a Class "B" Member and shall become a Class "A" Member on the happening of either of the following events:

- (i) when the total votes outstanding in the Class "A" membership equals the total votes outstanding in the Class "B" membership, or
- (ii) the expiration of ten (10) years from the recording date of the Declaration in the Real Property Records of Harris County.

ARTICLE VI. VOTING RIGHTS

Class A Members. The Class "A" Members shall be entitled to one vote for each Lot owned. When more than one person holds an 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. In the event that Members jointly entitled to cast one vote do not agree as to how their vote is to be cast, their vote shall be void and of no effect.

Class B Member. The Class B Member shall be entitled to ten votes for each Lot it owns.

ARTICLE VII. BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors. The number of Directors may be changed by amendment of the Bylaws of the Association. Until the election of the Directors at the first annual meeting of the Members, the three (3) Initial Board of Directors, listed in Article XI, shall so serve.

At the first annual meeting, Members shall elect the entire Board of Directors as follows: the candidate receiving the third-highest number of votes shall be elected for a term of one (1) year, the candidate receiving the second-highest number of votes shall be elected for a term of two (2) years, and the candidate receiving the highest number of votes shall be elected to a three (3) year term; and at each annual meeting thereafter, all Directors shall be elected for three (3) year terms.

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 the Members. 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. 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.
AMENDMENTS

Amendment of these Articles shall require the assent of three-fourths (3/4) of the Membership.

ARTICLE X.
REGISTERED AGENT

The street address of the initial registered office of the Corporation is 11320 Richmond Avenue, Houston, Texas 77082, and the name of its registered agent at such address is Joe R. Zimmerman, P.E.

ARTICLE XI.
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as the initial Directors are:


<u>Anthony Garza</u> (name)	<u>11320 Richmond Avenue, Houston, Texas 77082</u> (address)
<u>Gretchen Caesar</u> (name)	<u>11320 Richmond Avenue, Houston, Texas 77082</u> (address)
<u>Enrique Cantue</u> (name)	<u>11320 Richmond Avenue, Houston, Texas 77082</u> (address)

ARTICLE XII.
INCORPORATOR

The name and street address of the Incorporator is:

Name: Joe R. Zimmerman, P.E., 11320 Richmond Avenue, Houston, Texas 77082

Executed this the 14th day of November, 2005.

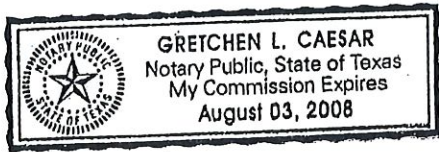


Joe R. Zimmerman, P.E.
Vice President of Land Development

STATE OF TEXAS §

COUNTY OF HARRIS §

I hereby certify that the foregoing instrument was acknowledged before me, the undersigned Notary, by the person whose name and signature appears above, on the date of execution set forth above.



Gretchen L. Caesar

Notary Public, State of Texas