

ARTICLES OF INCORPORATION
OF

OLDE OAKS HOMEOWNERS ASSOCIATION, INC.

FILED
In the Office of the
Secretary of State of Texas

AUG 10 1976

James D. Fisher

Deputy Director, Corporation Division

WE, the undersigned 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 ONE

The name of the corporation is OLDE OAKS HOMEOWNERS ASSOCIATION, INC.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are: To provide for the maintenance, protection, health, safety, recreation, and welfare of homeowners and residents of OLDE OAKS, a residential subdivision in the City of Houston, Harris County, Texas.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 1300 Texas Avenue, Suite 206, Houston, Texas 77002; and the name of its initial registered agent at such address is T. D. SMITH.

ARTICLE SIX

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:

T. D. SMITH	Houston, Texas
WILLIAM E. HEITKAMP	Houston, Texas
L. L. LIPPINCOTT	Houston, Texas

ARTICLE SEVEN

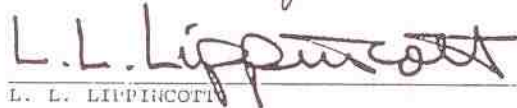
The names and addresses of the incorporators are:

T. D. SMITH	Houston, Texas
WILLIAM E. HEITKAMP	Houston, Texas
L. L. LIPPINCOTT	Houston, Texas

IN WITNESS WHEREOF, we have hereunto set our hands, this the 9th day of August, 1976.


T. D. SMITH

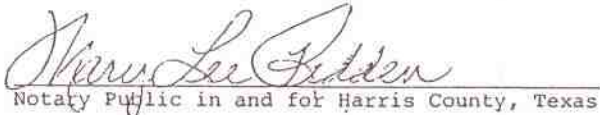

WILLIAM E. HEITKAMP


L. L. LIPPINCOTT

THE STATE OF TEXAS X
COUNTY OF HARRIS X

I, the undersigned, a Notary Public in and for Harris County, Texas, do hereby certify that on this the 9th day of August, 1976, personally appeared before me T. D. SMITH, WILLIAM E. HEITKAMP and L. L. LIPPINCOTT, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.


Notary Public in and for Harris County, Texas