



Office of the Secretary of State

CERTIFICATE OF INCORPORATION OF

Lakes of Pine Forest Homeowners Association, Inc.
Filing Number: 800088472

The undersigned, as Secretary of State of Texas, hereby certifies that Articles of Incorporation for the above named corporation have been received in this office and have been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Incorporation.

Issuance of this Certificate of Incorporation does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 05/30/2002

Effective: 05/30/2002



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State

**ARTICLES OF INCORPORATION
OF
LAKES OF PINE FOREST HOMEOWNERS ASSOCIATION, INC.**

FILED
In the Office of the
Secretary of State of Texas

MAY 30 2002

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator 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 Lakes of Pine Forest Homeowners Association, Inc.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of the corporation's duration is perpetual.

ARTICLE FOUR

The purposes for which the corporation is organized are to enforce certain Declaration of Covenants, Conditions and Restrictions Lakes of Pine Forest ("Subdivision") to be filed for record in the Real Property Records of Harris County, Texas (the "Declaration"), and to do all other acts permitted, required or contemplated thereby. The corporation shall have those powers enumerated by the Texas Non-Profit Corporation Act, and not inconsistent with this Article Four or the purposes set out in the By-laws of the corporation, as amended from time to time.

ARTICLE FIVE

The corporation shall have members, which members shall be owners of lots within the Subdivision. Membership shall be subject to the requirements, qualifications and other matters set forth in the Declaration and By-Laws of the corporation.

ARTICLE SIX

The corporation shall indemnify its Directors and Officers to the full extent permitted under Texas Non-Profit Corporation Act, Article 1396-2.22A, as may be amended from time to time, or any successor statute.

ARTICLE SEVEN

The assets of the corporation in the process of dissolution shall be applied and distributed as follows: (1) all liabilities and obligations of the corporation shall be paid, satisfied and discharged, and in case its property and assets are not sufficient to satisfy or discharge all of the corporation's liabilities and obligations, the corporation shall apply them so far as they will go to the just and equitable payment of the liabilities and obligations; (2) assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements; (3) assets held by the corporation which represent excess regular or special assessments (as contemplated by the Declaration) may be returned to the appropriate owners of lots within the Subdivision; and (4) the remaining assets of the corporation, if any, shall be distributed to one or more other homeowners' associations incorporated under the Texas Non-Profit Corporation Act and designated by the corporation's Board of Directors, and/or one or more tax exempt organizations or entities designated by the corporation's Board of Directors, such as (by way of example and not in limitation) the City of Houston.

ARTICLE EIGHT

The corporation shall have no stock or shares.

ARTICLE NINE

The street address of the initial registered office of the corporation is 6363 Woodway, Suite 610, Houston, Texas 77057, and the name of its initial registered agent at such address is David F. Webber.

ARTICLE TEN

The corporation shall be governed by a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as the initial Directors are:

Nick Ozuna, Jr.
7676 Woodway, Suite 104
Houston, Texas 77063

Judy Johnson
7676 Woodway, Suite 104
Houston, Texas 77063

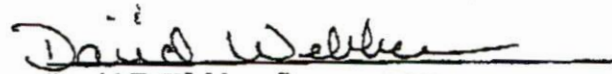
Tim Early
7676 Woodway, Suite 104
Houston, Texas 77063

ARTICLE ELEVEN

The name and street address of the incorporator are:

David F. Webber
6363 Woodway, Suite 610
Houston, Texas 77057

SIGNED this 27th day of May, 2002.


David F. Webber, Incorporator



Office of the Secretary of State

May 30, 2002

Attn: David F. Webber

Singleton Cooksey & Hanson, LLP
6363 Woodway Ste 610
Houston, TX 77057 USA

RE: Lakes of Pine Forest Homeowners Association, Inc.
File Number: 800088472

It has been our pleasure to file the articles of incorporation and issue the enclosed certificate of incorporation evidencing the existence of the newly created corporation.

Corporations organized under the Texas Non-Profit Corporation Act do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. If you need to contact the Comptroller about franchise taxes or exemption therefrom, you may contact the agency by calling (800) 252-1381, by e-mail to tax.help@cpa.state.tx.us or by writing P. O. Box 13528, Austin, TX 78711-3528. Telephone questions regarding other business taxes, including sales taxes, should be directed to (800) 252-5555. Information on exemption from federal taxes is available from the Internal Revenue Service.

Non-profit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in involuntary dissolution of the corporation. Additionally, a non-profit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its articles of incorporation.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555
Enclosure

SINGLETON, COOKSEY, HANSON & LAMBERTH, L.L.P.

ATTORNEYS AT LAW

6363 Woodway, Suite 610
Houston, Texas 77057

Telephone (713) 532-6200
Facsimile (713) 532-6400

David Webber
dwebber@sch-law.com

June 11, 2002

Via Messenger

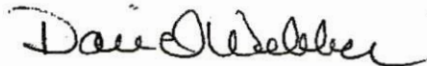
Mr. Nick Ozuna
MHI Partnership, Ltd.
7676 Woodway, Suite 104
Houston, Texas 77063

Re: Certificate of Incorporation of Lakes of Pine Forest Homeowners
Association, Inc.
Filing Number: 800088472

Dear Nick:

Enclosed please find the Certificate of Incorporation of Lakes of Pine Forest Homeowners Association, Inc. and a filed stamped copy of the Articles of Incorporation for your files. If you have any questions, please do not hesitate to call.

Very truly yours,



David F. Webber

DFW/lac
Enclosure



Office of the Secretary of State

February 12, 2002

Attn: David F. Webber

Singleton Cooksey Hanson & Lamberth, L.L.P.
6363 Woodway Ste 610
Houston, TX 77057 USA

RE: LAKES OF PINE FOREST HOMEOWNERS ASSOCIATION, INC.
File Number: 800054148

Enclosed is the certificate of reservation for the referenced corporate name. The name is reserved for a period of 120 days from the date shown on the certificate. This name reservation can be used to organize a corporation, change the name of a corporation, or make application for a certificate of authority for a corporation to transact business in Texas. It may not be used on behalf of any other type entity as separate name reservation provisions apply to other entities. The right to use this reservation may be transferred to another person by filing with this office a notice of transfer. During the period of reservation, the reservation may be terminated by filing an application for cancellation.

If no action has been taken to file a document using the above name during the 120 day period, the reservation will expire and other requests, if any, for the name will be honored. The name cannot be reserved for any additional 120 day period unless there are no other applications for that name.

When submitting a document utilizing this reservation, please submit a copy of this reservation. If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF RESERVATION OF CORPORATE NAME OF

LAKES OF PINE FOREST HOMEOWNERS ASSOCIATION, INC.

The undersigned, as Secretary of State of Texas, hereby certifies that the above corporate name has been reserved in this office pursuant to the provisions of Article 2.06 of the Texas Business Corporation Act for the exclusive use of

MHI Partnership, Ltd.
6363 Woodway Ste 610, , Houston, TX, 77057

for a period of one hundred twenty days after the date hereof.

This corporate name reservation does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 02/12/2002



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State

Form 501
(revised 5/01)

Return in Duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709

Filing Fees: Corporations
and Professional
Associations (\$40);
Limited Liability
Companies (\$25), and
Limited Partnerships (\$50)



This space reserved for office use.

**APPLICATION FOR
RESERVATION OF AN
ENTITY NAME**

ENTITY NAME TYPE

Pursuant to the applicable statutory provision for reservation of an entity name, the undersigned applicant hereby applies for reservation of an entity name to be used for the following type of entity (choose only one)

- | | | |
|---|--|--|
| <input type="checkbox"/> Domestic Business Corporation | <input type="checkbox"/> Domestic Professional Corporation | <input type="checkbox"/> Foreign Limited Liability Co. |
| <input type="checkbox"/> Foreign Business Corporation | <input type="checkbox"/> Foreign Professional Corporation | <input type="checkbox"/> Domestic Limited Partnership |
| <input checked="" type="checkbox"/> Domestic Non-Profit Corporation | <input type="checkbox"/> Professional Association | <input type="checkbox"/> Foreign Limited Partnership |
| <input type="checkbox"/> Foreign Non-Profit Corporation | <input type="checkbox"/> Domestic Limited Liability Co. | |

Please choose carefully. Note that name reservations filed under one statute cannot be used for, or transferred to, filings made under another statute.

ENTITY NAME TO BE RESERVED

The name must contain an appropriate organizational ending for the type of entity for which the name is to be reserved (See instructions.) The name must not be the same as, deceptively similar to or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

The applicant requests that the following entity name be reserved for a period of one hundred twenty (120) days:

LAKES OF PINE FOREST HOMEOWNERS ASSOCIATION, INC.

APPLICANT NAME

☒ A. The applicant is an organized entity by the name set forth below:

OR MHI Partnership, Ltd.

☐ B. The applicant is an individual by the name set forth below:

First Name	M. I.	Last Name	Suffix

APPLICANT ADDRESS

Street Address	City	State	Zip Code
6363 Woodway, Suite 610	Houston	Texas	77057

EXECUTION

The undersigned signs this document subject to the penalties imposed by law for the submission of a false or fraudulent document.

Daniel W. Leblanc, attorney
Signature of applicant, applicant's attorney or agent