

ARTICLES OF INCORPORATION OF ONE CREEK WEST, INC., A NONPROFIT CORPORATION

ARTICLE I.

The name of the corporation is One Creek West, Inc. The corporation shall be located at 19702 San Gabriel, Houston TX 77084.

ARTICLE II.

The corporation is a nonprofit corporation.

ARTICLE III.

The period of its duration is perpetual.

ARTICLE IV.

1. The purpose of the corporation is to articulate and advance the quality of life goals of the participant neighborhoods by identifying and evaluating external changes, by providing a forum to gain community consensus on actions required, and by communicating the voice of the community to other individuals and organizations.
2. No part of the net earnings of the corporation shall inure to the benefit of any director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any Candidate for public office.
3. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by applicable provisions of the Internal Revenue Code as of the date of incorporation, or corresponding provisions of any subsequent federal tax laws.
4. The corporation shall not engage in any act of self-dealing as defined in the Internal Revenue Code or corresponding provisions of any subsequent provisions of any subsequent federal tax laws.
5. The corporation shall not retain any excess business holdings as defined in the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.
6. The corporation shall not make any investments in such manner as to subject to the corporation to tax per the requirements of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

7. The corporation shall not make any taxable expenditure as defined in the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.
8. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

#### ARTICLE V.

No part of the net earnings of the nonprofit corporation shall enure to the benefit of or be distributed to its members, trustees, directors, officers or other private persons with the exception that the corporation is empowered to pay necessary and reasonable compensation and expenses for services rendered and to make payments and distributions in furtherance of the corporation's purposes as set forth in Article IV.

The corporation's primary purpose shall not be used for the promotion of propaganda including, but not limited to, lobbying or influencing legislation and the corporation, however, may engage in legislative activities to the extent permitted by law. Furthermore, the corporation shall not engage in activities, which are disallowed under Section 501(c)(4) of the Internal Revenue Code and its regulations as they now exist or may be hereinafter amended. The corporation is organized pursuant to Texas Non-Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized solely for nonprofit purposes.

Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed to another nonprofit organization engaged in similar activities and with similar purposes after all liabilities and obligations have been paid in full and are discharged and all assets subject to a condition upon transfer are conveyed according to said condition.

#### ARTICLE VI.

The street address of the initial registered office of the corporation is 3122 Misty Brook Lane, Houston Texas 77084, and the name of its initial registered agent at such address is Judith M. McGlaughlin.

#### ARTICLE VII.

Management of the affairs of the corporation is to be vested in its board of directors. The number of directors constituting the initial board of directors of the corporation is three, and the name and addresses of the persons who are to serve as the initial directors are:

Annette Mennen-Baldwin Director  
19702 San Gabriel  
Houston, Texas 77084

Judith M. McGlaughlin Director  
3122 Misty Brook Lane  
Houston, Texas 77084

Jacquelyn Freeman Director  
20006 Eastman Place  
Katy, Texas 77449

ARTICLE VIII.

The name and address of the each incorporator is:

Judith M. McGlaughlin Director  
3122 Misty Brook Lane  
Houston, Texas 77084

I, the undersigned, for the purpose of forming a corporation under the Texas Business Corporation Act, do make, file, and record this document, and do certify that the facts stated in this document are true, and I have accordingly set my hand to this document this 29<sup>th</sup> day of April, 2019.

By:

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(Incorporator)