

**CORPORATE CERTIFICATE  
CONROE BAY CIVIC ASSOCIATION**

The undersigned certifies that he is the Attorney-in-Fact for Conroe Bay Civic Association (the "Association"). The Association is the property owners' association for Conroe Bay, a subdivision in Montgomery County, Texas, according to the maps or plats thereof recorded in the Map Records of Montgomery County, Texas.

The Association is a Texas non-profit corporation, and attached to this certificate is a true and correct copy of the **ARTICLES OF INCORPORATION OF THE CONROE BAY CIVIC ASSOCIATION, AUGUST 18, 1994.**

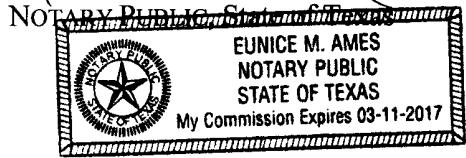
Signed this 3<sup>rd</sup> day of March, 2015.

**BRYAN P. FOWLER**, *Attorney-in-Fact for the Association*

STATE OF TEXAS §

COUNTY OF MONTGOMERY §

SWORN TO AND SUBSCRIBED BEFORE ME on the 3<sup>rd</sup> day of March, 2015, by **BRYAN P. FOWLER**, Attorney-in-Fact for CONROE BAY CIVIC ASSOCIATION, a Texas non-profit corporation.



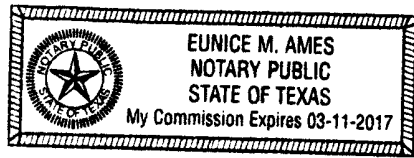
THE STATE OF TEXAS §

COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 3<sup>rd</sup> day of March, 2015, by **BRYAN P. FOWLER**, Attorney-in-Fact for CONROE BAY CIVIC ASSOCIATION, a Texas non-profit corporation, on behalf of said corporation.

NOTARY PUBLIC, State of Texas

**AFTER RECORDING RETURN TO:**  
The Fowler Law Firm  
300 West Davis, Suite 510  
Conroe, Texas 77301



PI145-2015022255-6

ARTICLES OF INCORPORATION  
OF THE  
CONROE BAY CIVIC ASSOCIATION  
August 18, 1994

We, the undersigned natural persons of the age of twenty-one (21) years of age 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:

ARTICLE I

The name of the corporation is CONROE BAY CIVIC ASSOCIATION, hereinafter called the "Association".

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of time is perpetual.

ARTICLE IV

The purpose or purposes for which the corporation is organized are: To provide for maintenance, preservation and architectural control of the residential lots and Common Area within Conroe Bay, a subdivision in Montgomery County, Texas, according to the map or plat thereof recorded in Volume 11, Page 60 of the Map Records of Montgomery County, Texas, or any other areas created by the dedication of additional property to the subdivision by the developer and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise the power and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Amendment to CONROE BAY Amended Restrictions, hereinafter called the "Restrictive Covenants" applicable to the property and recorded to be recorded in the Deed Records of Montgomery County, Texas, and as the same may be amended from time to time as therein provided, said Restrictive Covenants being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by lawful means all charges of assessments pursuant to the terms of the Restrictive Covenants, to pay all expenses incident to the conduct of the business of the Association including all licenses, taxes or government charges levied or imposed against the property of the Association;

Proposed Articles, Ctd.

(c) acquire (by gift, purchase or otherwise), own hold improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money and with the assent of two-thirds(2/3rds) of the members mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for borrowed money or debt incurred;

(e) dedicate, sell, transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedications or transfer shall be effective unless an instrument has been signed by two-thirds (2/3rds) of its members authorizing the Directors to act in behalf of the members for the purpose of accomplishing such dedication, sale or transfer;

(f) participate or mergers and consolidations with other non-profit corporations organized for the purposes or annex additional residential property and Common Area provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3rds) of its members; provided, however that the F.H.A. or the V.A. determine that annexation is in the accord with the general plan heretofore approved by them;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas, by law may now or hereafter have to exercise.

ARTICLE V

The street address of the initial registration office of the corporation is 31 Starboard Drive, Willis, Texas 77378, and the name of the initial registered agent at such address is Roger A Nauman.

ARTICLE VI

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record as to assessment of the Association including contract sellers shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as a security for the performance of an obligation. Members shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

ARTICLE VII

The name and street address of each incorporator is:

NAME:  
Roger A. Naumann

ADDRESS:  
31 Starboard Drive

Proposed Articles, Ctd.

	Willis, Texas 77378
Benny D. Dalton	93 Lake Point Drive Willis, Texas 77378
Joseph Kittell	27 Starboard Drive Willis, Texas 77378
J. Michael Kennedy	59 Lake Point Drive Willis, Texas 77378
Kyle L. Reed	Rt. 1, Box 4 Willis, Texas 77378

ARTICLE VIII

The Association shall have one class of voting membership: A member shall be entitled to one vote and only one vote total no matter how many lots are owned. When more than one person holds an interest in any lot owned, 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 or lots.

ARTICLE IX

The affairs of this Association shall be managed by a board of eleven (11) directors, who must be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of initial directors until the selection of their successors are:

<u>NAME:</u>	<u>ADDRESS:</u>
Roger A. Naumann	31 Starboard Drive Willis, Texas 77378
Benny D. Dalton	93 Lake Point Drive Willis, Texas 77378
Joseph Kittell	27 Starboard Drive Willis, Texas 77378
J. Michael Kennedy	59 Lake Point Drive Willis, Texas 77378
Kyle L. Reed	Rt. 1, Box 4 Willis, Texas 77378

Election of Board Member will be by position number. The first three elected at the October, 1993 meeting and positions four through seven in 1994 and positions eight

Proposed Articles, Ctd.

through eleven in 1995 with rotation to follow in this manner at subsequent meetings.

ARTICLE X

The Association may be desolved with the assent of giving in writing and signed by not less than two-thirds (2/3rds) of its 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 the purposes similar to those for which the Association was created. In the event such dedication is refused acceptance, such assets shall be grated, conveyed and assigned to any non-profit corporation, association, trust or other organization to be voted to such similar purposes.

ARTICLE XI

Amendment to these articles shall require the assent of two-thirds (2/3rds) of the entire membership.

ARTICLE XII

Cumulative voting is expressly denied.

**FILED FOR RECORD**

03/12/2015 2:03PM



COUNTY CLERK  
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS  
COUNTY OF MONTGOMERY

I hereby certify this instrument was filed in file number  
sequence on the date and at the time stamped herein  
by me and was duly RECORDED in the Official Public  
Records of Montgomery County, Texas.

**03/12/2015**



County Clerk  
Montgomery County, Texas